



Tulare County Transportation Authority

210 N. Church Street, Suite B
Visalia, California 93291
Phone (559) 623-0450
Fax (559) 733-6720
www.tularecog.org

Tulare County Transportation Authority	Date: Monday, June 28, 2021 Time: 1:00 p.m. Place: Tulare County Human Resources & Development 2500 W. Burrell Avenue Visalia, CA 93291
Technical Advisory Committee	Date: Thursday, June 24, 2021 Time: 1:30 p.m. Place: Tulare County Association of Governments 210 N. Church Street, Suite B (Sequoia Conference Room) Visalia, CA 93291
<p>NOTE: This meeting will allow Board Members and the public to participate in the meeting via Teleconference, pursuant to the Governor's Executive Order N-29-20 (March 17, 2020), available at https://www.gov.ca.gov/wp-content/uploads/2020/03/3.17.20-N-29-20-EO.pdf</p> <p>Zoom Meeting Direct Link: https://bit.ly/2Zt4BQY Toll Free Call in: 1(888) 475-4499 Meeting ID: 744 710 0343 Passcode: 82243742 Call in only instructions: Enter your meeting ID followed by #, Enter # for participant ID, Enter the passcode followed by #.</p>	

In compliance with the Americans with Disabilities Act and the California Ralph M. Brown Act, if you need special assistance to participate in this meeting, including auxiliary aids, translation requests, or other accommodations, or to be able to access this agenda and documents in the agenda packet, please contact the TCAG office at 559-623-0450 at least 3 days prior to the meeting.

Any staff reports and supporting materials provided to the Board after the distribution of the agenda packet are available for public inspection at the TCAG office.

I. CALL TO ORDER & WELCOME

II. PUBLIC COMMENTS-TIMED ITEM

NOTICE TO THE PUBLIC PUBLIC COMMENT PERIOD

At this time, members of the public may comment on any item of interest to the public and within the subject matter jurisdiction of TCAG but not appearing on this agenda. Under state law, matters presented under this item cannot be discussed or acted upon by the Board at this time. For items appearing on the agenda, the public is invited to make comments at the time the item comes up for Board consideration. Any person addressing the Board will be limited to a maximum of three (3) minutes so that all interested parties have an opportunity to speak with a total of fifteen (15) minutes allotted for the Public Comment Period. Speakers are requested to state their name(s) and address(es) for the record.

Convene as the Tulare County Transportation Authority

All items on the Consent Agenda are considered to be routine and non-controversial by Authority staff and will be approved by one motion if no member of the Authority Board or public wishes to comment or ask questions. Items pulled from the Calendar will be considered separately.

Dinuba

Exeter

Farmersville

Lindsay

Porterville

Tulare

Visalia

Woodlake

County of Tulare

III. AUTHORITY CONSENT CALENDAR – ACTION AND INFORMATION ITEMS

Request approval of the Authority Consent Calendar Action Items III-A through III-D.

- A. Action: Minutes of May 17, 2021 Authority Meeting (Pages 1-2)
- B. Action: Minutes of May 13, 2021 Technical Advisory Committee Meeting (Pages 3-4)
- C. Action: Adoption of Resolution: Reaffirm Agreement with Brown Armstrong Accountancy Corporation for Audit Consultant Selection (Pages 5-16)
- D. Action: Adoption of Resolution: Reaffirm Agreement with KNN Public Finance LLC (Pages 17-25)

IV. AUTHORITY ACTION/DISCUSSION ITEMS

- A. Information: Measure R Revenues for May 2021 (Pages 26-27)

V. OTHER BUSINESS

- A. Information: Item from Staff
- B. Information: Item from Board Members
- C. Information: Other Items
- D. Request from Board Members for Future Agenda Items

VI. ADJOURN

The next scheduled Tulare County Association of Governments (TCAG) Board meeting will be held on **Monday, August 19, 2021 at 1:00 p.m.** at the **Tulare County Board of Supervisors, 2800 W. Burrel Avenue, Visalia, CA 93291**. The Technical Advisory Committee (TAC) will meet on **Thursday, August 15, 2021 at 1:30 p.m.** at the **Tulare County Association of Governments (TCAG), 210 N. Church Street, Suite B, Sequoia Conference Room, Visalia, CA 93291**.

TULARE COUNTY TRANSPORTATION AUTHORITY

BOARD OF GOVERNORS	AGENCY	ALTERNATE
Larry Micari	Tulare County-District 1	*
Pete Vander Poel – Chair	Tulare County-District 2	*
Amy Shuklian	Tulare County-District 3	*
Eddie Valero	Tulare County-District 4	*
Dennis Townsend	Tulare County-District 5	*
Maribel Reynosa	City of Dinuba	Linda Launer
Frankie Alves	City of Exeter	Steve Garver
Paul Boyer	City of Farmersville	Ruben Macareno
Ramona Caudillo	City of Lindsay	Hipolito Cerros
Martha A. Flores – Vice-Chair	City of Porterville	Milt Stowe
Terry Sayre	City of Tulare	Jose Sigala
Phil Cox	City of Visalia	Brian Poochigian
Rudy Mendoza	City of Woodlake	Florencio Guerra Jr

***No Alternate (Required to be an elected official)**

TCAG STAFF

Ted Smalley, Executive Director
Ben Kimball, Deputy Executive Director
Ben Giuliani, Executive Officer- LAFCO
Leslie Davis, Finance Director
Elizabeth Forte, Principal Regional Planner
Roberto Brady, Principal Regional Planner
Derek Winning, Senior Regional Planner
Gabriel Gutierrez, Senior Regional Planner
Kasia Poleszczuk, Senior Regional Planner
Steven Ingoldsby, Senior Regional Planner
Giancarlo Bruno, Regional Planner
Sheela Bhongir, Regional Planner
Gail Miller, Associate Regional Planner-EH
Barbara Pilegard, Associate Regional Planner-EH
Maria Garza, Associate Regional Planner-EH
Michele Boling, TCAG Accountant III
Brideget Moore, TCAG Staff Services Analyst III
Amie Kane, TCAG Administrative Clerk II
Servando Quintanilla, TCAG Administrative Clerk
Holly Gallo, Office Assistant III

Office Address

Tulare County Association of Governments
210 N. Church, Suite B
Visalia, CA 93291
P: (559) 623-0450
F: (559) 733-6720
www.tularecog.org
www.tcmeasurer.com

TCRTA STAFF

Richard Tree, Executive Director - TCRTA

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AGENDA ITEM: III-A
TULARE COUNTY ASSOCIATION OF GOVERNMENTS
TULARE COUNTY TRANSPORTATION AUTHORITY

Executive Minutes May 17, 2021

Board Members	Alternates	Member/Alternate	Agency
Larry Micari	*	M	Tulare County-Dist. 1
Pete Vander Poel, Chair	*	M	Tulare County-Dist. 2
Amy Shuklian	*		Tulare County-Dist. 3
Eddie Valero	*	M	Tulare County-Dist. 4
Dennis Townsend	*	M	Tulare County-Dist. 5
Maribel Reynosa	Linda Launer	M	City of Dinuba
Frankie Alves	Dave Hails	M	City of Exeter
Paul Boyer	Ruben Macareno	M	City of Farmersville
Ramona Caudillo	Hipolito Cerros	M	City of Lindsay
Martha A. Flores, Vice-Chair	Milt Stowe	M	City of Porterville
Terry Sayre	Jose Sigala	M	City of Tulare
Phil Cox	Brian Poochigian		City of Visalia
Rudy Mendoza	Emmanuel Llamas	M	City of Woodlake

Counsel and TCAG Staff Present (X)

X Jeff Kuhn, Tulare Co. Deputy Counsel
X Ted Smalley, Executive Director
X Benjamin Kimball, Deputy Executive Director
X Benjamin Giuliani, Executive Officer-LAFCO
 Leslie Davis, Finance Director
X Elizabeth Forte, Principal Regional Planner
X Roberto Brady, Principal Regional Planner
 Derek Winning, Senior Regional Planner
 Gabriel Gutierrez, Senior Regional Planner
X Kasia Poleszczuk, Associate Regional Planner

 Steven Ingoldsby, Associate Regional Planner
X Giancarlo Bruno, Regional Planner
X Sheela Bhongir, Regional Planner
 Gail Miller, Associate Regional Planner/EH
 Maria Garza, Associate Regional Planner/EH
 Barbara Pilegard, Associate Regional Planner/EH
 Michele Boling, Accountant III
 Brideget Moore, Staff Services Analyst III
X Amie Kane, TCAG Administrative Clerk II
X Servando Quintanilla, TCAG Administrative Clerk II
X Holly Gallo, Office Assistant III

I. CALL TO ORDER & WELCOME

The Tulare County Transportation Authority was called to order by Chair Vander Poel at 2:01 p.m. on May 17, 2021 at the Tulare County Board of Supervisors, 2800 W. Burrell Avenue, Visalia, CA 93291.

II. PUBLIC COMMENTS

Public comments opened/closed at 2:01 p.m. No public comments received.

III. AUTHORITY CONSENT CALENDAR – ACTION/INFORMATION ITEMS

Request approval of the Authority Consent Calendar Action Items III-A through III-C.

A. Action: Minutes of April 19, 2021 Authority Meeting

B. Action: Minutes of April 15, 2021 Technical Advisory Committee Meeting

C. Action: Cancel the July 2021 Technical Advisory Committee Meeting (TAC) and Tulare County Transportation Authority (TCTA) Meetings and Reschedule the June Meeting

Upon a motion by Member Valero, and second by Member Micari, the Tulare County Transportation Authority unanimously approved the Authority Consent Calendar Action Items III-A through III-C. Absent: Shuklian, Cox.

IV. AUTHORITY ACTION/DISCUSSION ITEMS

A. Action: Adoption of Resolution: Approve the Measure R Funding for Litter Abatement Pilot (LAP) Program for the City of Porterville

Ms. Poleszczuk explained that as part of the Sustainable Corridors Committees along with Caltrans, and member agencies, much work had been done to examine methods that could increase litter removal along the region's highways. Ms. Poleszczuk outlined the funding sources for the litter abatement pilot program that was proposed to begin in the City of Porterville and requested the use of Measure R funds to partially fund these efforts.

Upon a motion by Member Valero, and seconded by Member Micari, the Tulare County Transportation Authority unanimously approved the Measure R funding for the litter abatement pilot program as presented. Absent: Shuklian, and Cox.

B. Action: Adoption of Resolution: Tulare County Transportation Authority (TCTA) Fiscal Audit Consultant Selection

Mr. Smalley stated that this item was the same as what had been presented during the TCAG meeting and reminded all of the recommendation to select Brown Armstrong CPA to conduct the fiscal audits for FY 2020/21, FY 2021/22, and FY 2022-23.

Upon a motion by Member Boyer, and seconded by Member Townsend, the Tulare County Transportation Authority unanimously approved the selection of Brown Armstrong as the fiscal audit consultant as recommended. Absent: Shuklian, and Cox.

C. Action: Adoption of Resolution: Approve the Selection of a Financial Consultant for Measure R

Mr. Smalley reported that KNN Public Finance was the only firm to submit a proposal for this highly specialized request to provide financial consulting services for Measure R and outlined the proposed agreement.

Upon a motion by Member Micari, and seconded by Member Valero, the Tulare County Transportation Authority unanimously approved the selection of KNN Public Finance as the financial consultants for Measure R as recommended. Absent: Shuklian, and Cox.

D. Information: Member Agency Measure R Audit Year Ending June 30, 2020

Mr. Smalley stated that the information was simply for the Measure R portion of the audit and just like what had been shared from the earlier report given during the TCAG meeting all audits had been completed and did not have any material weaknesses or findings.

E. Information: Measure R Revenues for April 2021

Mr. Smalley shared that the Measure R revenues for April were \$3,446,800 compared to \$2,303,672 for the same period the previous year. The year-to-date amount was \$33,867,253 compared to \$29,136,969 for the same period the previous year and represented a 16% increase.

V. OTHER BUSINESS

A. Information: Items from Staff

B. Information: Items from Board Members

C. Information: Other Items

D. Request from Board Members for Future Agenda Items

There were no items reported or comments noted for Other Business Items V-A through V-D.

VI. ADJOURN

The Tulare County Transportation Authority adjourned at 2:16 p.m.

Item III-B
TCTA Technical Advisory Committee Meeting
Tulare County Association of Governments - 210 N. Church Street, Suite B, Visalia, CA 93291
May 13, 2021 – Summary Meeting Minutes
ATTENDANCE LIST

City of Dinuba	<i>Absent</i>
City of Exeter	<i>Absent</i>
Cities of Farmersville, Woodlake	Lisa Dutra-Wallis
City of Lindsay	Michael Camarena
County of Tulare	Karla Artega
City of Porterville	Rich Tree
City of Tulare	<i>Absent</i>
City of Visalia	<i>Absent</i>
Tule River Indian Reservation	<i>Absent</i>
TCAG	Ben Kimball
Caltrans	Lorena Mendibles

Others Present:

TCAG Staff Present: Steven Ingoldsby, Ted Smalley, Rich Tree, Gail Miller, Elizabeth Forte, Roberto Brady, Ben Giuliani, Giancarlo Bruno, Sheela Bhongir, Kasia Poleszczuk, Brideget Moore, Amie Kane, Holly Gallo, and Servando Quintanilla Jr Recording.

SUMMARY MEETING MINUTES

(Minutes reflect agenda items discussed only)

-
- I. CALL TO ORDER:** The meeting convened as the Tulare County Transportation Authority Meeting and was called to order by Mr. Kimball at 2:02 p.m.
All action and informational documents were distributed for review and discussion. All actionable items would be voted on at the next Tulare County Transportation Authority (TCTA) Board meeting, scheduled for May 17, 2021.
- III. AUTHORITY CONSENT CALENDAR – ACTION AND INFORMATION ITEMS**
- C. Action: Cancel the July 2021 Technical Advisory Committee (TAC) and Tulare County Transportation Authority (TCTA) Meetings and Reschedule the June Meeting**
Ms. Kane stated the item was the same from TCAG agenda.
- IV. AUTHORITY ACTION/DISCUSSION ITEMS**
- A. Action: Adoption of Resolution: Approve the Measure R Funding for Litter Abatement Pilot (LAP) Program for the City of Porterville**
Ms. Poleszczuk reported that the City of Porterville was the first city that was moving forward with the LAP program, and it would service two State highways (SR-190 and SR-65) within the city limits on a 30-day cycle and the cost was based upon one crew (7-9 people) to complete two cleaning cycles per month and the program was done in partnership with Caltrans District 6 and the TCAG/TCTA.
- B. Action: Adoption of Resolution: Tulare County Transportation Authority (TCTA) Fiscal Audit Consultant Selection**
Ms. Davis reported that the item was regarding the selection of an audit consultant for TCTA and had received two RFP's and selected Brown Armstrong based on the scoring of proposal.
- C. Action: Adoption of Resolution: Approve the Selection of a Financial Consultant for Measure R**
Ms. Davis reported that the item was regarding the selection of a financial consultant for Measure R and had only received one RFP from KNN Public Finance who was selected.

D. Information: Member Agency Measure R Audit Year Ending June 30, 2020

Ms. Davis reported that the Measure R audits had been completed and had no material weaknesses or findings.

E. Information: Measure R Revenues for April 2021

Ms. Davis gave an update on the allocations for the month of April at \$3,446,800 compared to the \$2,303,672 for the same period the previous year and the 20/21 fiscal year to date amount was \$33,867,253 compared to \$29,136,969 for the same period last year, representing a 16% increase for the fiscal year.

VI. ADJOURN

The TCAG Technical Advisory Committee adjourned at 2:12 p.m.

The next scheduled Tulare County Association of Governments (TCAG) Board meeting will be held on **Monday, 28, 2021, 2021 at 1:00 p.m.**, at the **Tulare County Human Resources & Development 2500 W. Burrell Ave, Visalia, CA 93291**. The Technical Advisory Committee will meet on **Thursday, May 24, 2021 at 1:30 p.m. at the Tulare County Association of Governments (TCAG), 210 N. Church Street, Suite B, Sequoia Conference Room, Visalia, CA 93291**.

Tulare County Association of Governments
Sitting as the Tulare County Transportation Authority

AGENDA ITEM III-C

June 28, 2021

Prepared by Leslie Davis, TCAG Staff

SUBJECT:

Action: Adoption of Resolution: Reaffirm Agreement with Brown Armstrong Accountancy Corporation for Audit Consultant Selection

BACKGROUND:

The Tulare County Association of Governments on behalf of the Tulare County Transportation Authority invites the submission of proposals by qualified accounting firms to perform annual fiscal audits of the agency and the selected funds under its jurisdiction. The audits shall be made in accordance with generally accepted auditing standards and shall include all procedures necessary for the retention of an opinion regarding the fairness of the presentation of financial statements in accordance with generally accepted accounting principles.

DISCUSSION:

On March 18, 2021, TCAG staff sent out a Request for Proposal (RFP) to 50 firms for the preparation of the TCAG Fiscal Audits. The RFP identified \$45,000 as budgeted for the fiscal audit and \$6,000 for additional services as approved. Two (2) proposals were received. The proposals were from: Brown Armstrong CPAs of Bakersfield, and Price, Paige & Company, of Clovis. Staff recommended the selection of Brown Armstrong CPAs of Bakersfield, On May 17, 2021, with Resolution No. 2021-102, the Board authorized the selection of Brown Armstrong Accountancy Corporation to perform the audit and authorized the staff to enter into an agreement.

RECOMMENDATIONS:

As set forth in the attached draft resolution, reaffirm attached agreement with Brown Armstrong Accountancy Corporation for Audit services for FY 2020/2021, 2021/2022 and 2022/2023.

FISCAL IMPACT:

The TCTA audit budget was approved with the FY 21/22 Overall Work Program (OWP).

ATTACHMENTS:

1. Resolution reaffirming agreement with Brown Armstrong Accountancy Corporation.
2. Agreement with Brown Armstrong Accountancy Corporation for Audit services through 6/30/2024.

BEFORE THE
TULARE COUNTY TRANSPORTATION AUTHORITY
COUNTY OF TULARE, STATE OF CALIFORNIA

In the matter of:

REAFFIRMING THE PROFESSIONAL)	
SERVICES AGREEMENT WITH BROWN)	
ARMSTRONG FOR PREPARATION OF THE)	Resolution No. 2021-xxx
TULARE COUNTYTRANSPORTATION)	
AUTHORITY (TCTA) FISCAL AUDIT FOR)	
FISCAL YEAR 20/21,21/22,22/23)	

WHEREAS, on March 18, 2021, the Tulare County Association of Governments (TCAG) on behalf of Tulare County Transportation Authority requested proposals for consultant services to prepare fiscal audits of the agency and selected funds under its jurisdiction for fiscal years 2020/21, FY 2021/22 and FY 2022/23; and

WHEREAS, two (2) qualified consulting firms submitted proposals to TCAG; and

WHEREAS, proposals were evaluated and scored in accordance with the adopted scoring criteria as presented in the Request for Proposals (RFP); and

WHEREAS, it was recommended to the TCTA Board of Governors by staff that Brown Armstrong CPA's, be awarded a contract to provide three years of auditing services for Tulare County Transportation Authority for the amount not to exceed \$31,780 a year. Contract extension will be permitted on an annual basis for up to three years following, upon agreement by the TCAG Executive Director and Consultant. If needed, TCAG may also request additional services that fall within the scope of the contract that are not outlined within the Request for Proposal (RFP). Any additional services requested by TCAG will be paid up to an additional amount of \$6,000 per year with prior written approval of TCAG; and

WHEREAS, On May 17, 2021, Resolution No. 2021-102, the Tulare County Transportation Authority board selected Brown Armstrong CPAs for preparation of the TCTA Fiscal Audit and authorized staff to prepare and negotiate a contract.

NOW, THEREFORE, BE IT RESOLVED, that the Tulare County Transportation Authority reaffirms the agreement with Brown Armstrong Accountancy Corporation for professional audit services for FY 2020/2021, 2021/2022 and 2022/2023 for a not to exceed amount of \$31,780.

The foregoing Resolution was adopted upon motion of Member _____, seconded by Member _____, at a regular meeting held on the 28th day of June, 2021, by the following vote:

AYES:

NOES:

ABSTAIN:

ABSENT:

TULARE COUNTY ASSOCIATION OF GOVERNMENTS

Pete Vander Poel III
Chair, TCTA

Ted Smalley
Executive Director, TCTA

**TULARE COUNTY ASSOCIATION OF GOVERNMENTS
SERVICES AGREEMENT
Brown Armstrong Accountancy Corporation**

THIS AGREEMENT ("Agreement") is entered into as of July 1, 2021, between the **TULARE COUNTY TRANSPORTATION AUTHORITY** referred to as ("TCTA"), and Brown Armstrong Accountancy Corporation ("CONTRACTOR"). TCAG and CONTRACTOR are each a "Party" and together are the "Parties" to this Agreement, which is made with reference to the following:

A. WHEREAS, TCAG released a Request for Proposals (RFP) for preparation of the Fiscal Audits of the Agency and the selected funds under its jurisdiction and additional services (As Needed) for Fiscal Year's 2020/2021, 2021/2022 and 2022/2023, for a budgeted amount of \$45,000 and an additional amount of \$6,000 with prior written approval of TCAG and additional budget authority before costs are incurred. Contract extension will be permitted on an annual basis for up to three (3) years following, upon agreement by the TCAG Executive Director and Consultant; and

B. WHEREAS, A proposal was submitted by Brown Armstrong Accountancy Corporation to provide said services for \$31,780; and

C. WHEREAS, The TCAG Board approved Brown Armstrong Accountancy Corporation to prepare the Fiscal Audits of the Agency and the selected funds under its jurisdiction and additional services (As Needed) on May 17, 2021, Resolution No. 2021-102 in the amount of \$31,780.

THE PARTIES AGREE AS FOLLOWS:

- 1. TERM:** This Agreement becomes effective as of July 1, 2021, and expires at 11:59 PM on June 30, 2024, unless earlier terminated as provided below, or unless the Parties extend the term by a written amendment to this Agreement.
- 2. SERVICES:** See attached **Exhibits A**
- 3. CONTRACT BUDGET AND PAYMENT FOR SERVICES:** See attached **Exhibits B**
- 4. INSURANCE:** Before approval of this Agreement by TCAG, CONTRACTOR must file with the Clerk of the Board of Governors of TCAG evidence of the required insurance as set forth in the attached **Exhibit C**.
- 5. SCHEDULE:** See attached **Exhibit D**
- 6. PROJECT STAFF:** **Ms. Rosalva Flores, CPA** will be the Engagement Partner for this Project. **Mr. Thomas Young, CPA** will be the Technical Review Partner. **Mr. Ken Gill, CPA** will be the Engagement Manager. **Marlen Rojas, CPA candidate** will serve as the Engagement Senior. Other staff resources of the firm may be used as necessary.

**TULARE COUNTY ASSOCIATION OF GOVERNMENTS
SERVICES AGREEMENT
Brown Armstrong Accountancy Corporation**

7. GENERAL AGREEMENT TERMS AND CONDITIONS: TCAG'S "General Agreement Terms and Conditions" are hereby incorporated by reference and made a part of this Agreement as if fully set forth herein. TCAG'S "General Agreement Terms and Conditions" are in the attached **Exhibit E**.

8. ADDITIONAL EXHIBITS: CONTRACTOR shall comply with the terms and conditions of the Exhibits listed below and identified with a checked box, which are by this reference made a part of this Agreement.

<input type="checkbox"/>	Exhibit __	Additional terms and conditions for all federally funded contracts. This Exhibit can be viewed at [insert url].
<input type="checkbox"/>	Exhibit __	Additional terms and conditions specific to Federal Transit Administration (FTA)-funded contracts. This Exhibit can be viewed at [insert url]
<input type="checkbox"/>	Exhibit __	Disadvantaged Business Enterprise (DBE) Participation

9. NOTICES: (a) Except as may be otherwise required by law, any notice to be given must be written and must be either personally delivered, sent by facsimile transmission, or sent by first class mail, postage prepaid and addressed as follows:

TCAG:

Attn: Ted Smalley
210 N. Church Street, Suite B
Visalia, Ca 93291
Phone No.: (559) 623-0450
Fax No.: (559) 733-6720

CONTRACTOR:

Brown Armstrong Accountancy Corporation
Attn: Rosalva Flores
4200 Truxtun Ave., Suite 300
Bakersfield, Ca. 93309

Phone No.: (661) 324-4971
Fax No.: (661) 324-4997

(b) Notice personally delivered is effective when delivered. Notice sent by facsimile transmission is deemed to be received upon successful transmission. Notice sent by first class mail will be deemed received on the fifth calendar day after the date of mailing. Either Party may change the above address by giving written notice under this section.

10. SUBCONTRACTING: If this box is checked ☐ , CONTRACTOR has indicated it will utilize subcontractors to provide certain services related to this Agreement. CONTRACTOR has selected the following subcontractors ("Subcontractors") to provide the goods or services related to the Agreement: **N/A**

**TULARE COUNTY ASSOCIATION OF GOVERNMENTS
SERVICES AGREEMENT
Brown Armstrong Accountancy Corporation**

11. **AUTHORITY:** CONTRACTOR represents and warrants to TCAG that the individual(s) signing this Agreement on its behalf are duly authorized and have legal capacity to sign this Agreement and bind CONTRACTOR to its terms. CONTRACTOR acknowledges that TCAG has relied upon this representation and warranty in entering into this Agreement.

12. **COUNTERPARTS:** The Parties may sign this Agreement in counterparts, each of which is an original and all of which taken together form one single document.

[THIS SPACE LEFT BLANK INTENTIONALLY; SIGNATURES FOLLOW ON NEXT PAGE]

**TULARE COUNTY ASSOCIATION OF GOVERNMENTS
SERVICES AGREEMENT
Brown Armstrong Accountancy Corporation**

THE PARTIES, having read and considered the above provisions, indicate their agreement by their authorized signatures below.

Brown Armstrong Accountancy Corporation

Date: _____

By _____

Print Name _____

Title _____

Date: _____

By _____

Print Name _____

Title _____

[Pursuant to Corporations Code section 313, TCAG policy requires that contracts with a **Corporation** be signed by both (1) the chairman of the Board of Directors, the president or any vice-president (or another officer having general, operational responsibilities), and (2) the secretary, any assistant secretary, the chief financial officer, or any assistant treasurer (or another officer having recordkeeping or financial responsibilities), unless the contract is accompanied by a certified copy of a resolution of the corporation's Board of Directors authorizing the execution of the contract. Similarly, pursuant to California Corporations Code section 17703.01, TCAG policy requires that contracts with a **Limited Liability Company** be signed by at least two managers, unless the contract is accompanied by a certified copy of the articles of organization stating that the LLC is managed by only one manager.]

TULARE COUNTY ASSOCIATION OF GOVERNMENTS

Date: _____

By _____

Pete Vander Poel III, Chairman

ATTEST: Ted Smalley
Executive Director

**TULARE COUNTY ASSOCIATION OF GOVERNMENTS
SERVICES AGREEMENT
Brown Armstrong Accountancy Corporation**

**Exhibit A
Services to be Performed**

The information shown below details the funds and agencies to be audited. Due dates of each audit report are noted in Exhibit C:

- I. The Audit shall include the following:
 - a. Fiscal and Compliance Audit of Maintenance of Efforts as required by the Measure R Expenditure Plan and Measure R Policies and Procedures.
 - b. Fiscal and Compliance Audit of Measure R Regional Programs, Local Programs, and Transit/Bike/Environmental Programs for TCTA.
 - c. Fiscal and Compliance Audit of Measure R Regional Programs, Local Programs, and Transit/Bike/Environmental Programs for up to nine (9) member agencies.
 - d. Each Fiscal examination shall include a 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 and Measure R.

**TULARE COUNTY ASSOCIATION OF GOVERNMENTS
SERVICES AGREEMENT
Brown Armstrong Accountancy Corporation**

**Exhibit B
Contract Budget and Payment**

The total all-inclusive maximum price along with hourly labor rates, administrative and overhead rates, and the profit rates for each staff working on the project for the TCTA audit is listed below.

All-Inclusive Maximum Price by Task				
Task	2020-2021	2021-2022	2022-2023	Total
TCTA	\$31,780	\$31,780	\$31,780	\$95,340
Total	\$31,750	\$31,780	\$31,780	\$95,340

Hourly Breakdown by Staff Level- TCTA Measure R			
	Hours	Rate	Amount
Partners	18	\$180	\$ 3,240
Managers	36	\$130	\$ 4,680
Supervisory Staff	53	\$110	\$ 5,830
Staff	200	\$ 85	\$ 17,000
Clerical	16	\$ 50	\$ 800
Out of pocket			\$ 230
Total	323		\$ 31,780

Reimbursement of Out-of-Pocket Costs

Brown Armstrong Accountancy Corporation will seek reimbursement for out-of-pocket expenses in addition to hourly fees for services provided. Reimbursable expenses include, but are not limited to, overnight delivery costs, color copying, outside printing and copying, and conference calls.

**TULARE COUNTY ASSOCIATION OF GOVERNMENTS
SERVICES AGREEMENT
Brown Armstrong Accountancy Corporation**

Exhibit B Continued

Billed as indicated below:

Billing entity	NTE	Billing Code
TCTA	7,905.00	700.01
County of Tulare	2,805.00	700.01
City of Visalia	2,805.00	700.01
City of Tulare	2,805.00	700.01
City of Porterville	2,805.00	700.01
City of Lindsay	2,350.00	700.01
City of Woodlake	2,350.00	700.01
City of Exeter	2,360.00	700.01
City of Farmersville	2,700.00	700.01
City of Dinuba	2,665.00	700.01
Sub Total	31,550.00	
Out of pocket exp	230.00	700.01
Total Allocation	31,780.00	

**TULARE COUNTY ASSOCIATION OF GOVERNMENTS
SERVICES AGREEMENT
Brown Armstrong Accountancy Corporation**

**Exhibit D
Schedule**

- I. The results of each fiscal audit shall be reported in one (1) report:
- a. Agency audit that includes a fiscal audit of the Tulare County Association of Governments/Tulare County Transportation Authority (TCTA) for Measure R.

Due Dates

FY 2020/21: December 31, 2021
FY 2021/22: December 31, 2022
FY 2022/23: December 31, 2023

- b. Agency audit that includes a fiscal audit of up to nine (9) member agencies for Measure R.

Due Dates

FY 2020/21: December 31, 2021
FY 2021/22: December 31, 2022
FY 2022/23: December 31, 2023

The consultant's work program shall include all necessary working meetings with TCAG staff. Consultant will provide two (2) copies of all reports and one (1) electronic copy to TCAG. All final reports may be shown on the TCTA web site at the discretion of TCAG staff. A final completion date for distribution of the audit is March 15th of each year and is mandatory.

**TULARE COUNTY ASSOCIATION OF GOVERNMENTS
SERVICES AGREEMENT
Brown Armstrong Accountancy Corporation**

Tulare County Association of Governments
Sitting as the Tulare County Transportation Authority

AGENDA ITEM III-D

June 28, 2021

Prepared by Leslie Davis, TCAG Staff

SUBJECT:

Action: Adoption of Resolution: Reaffirm Agreement with KNN Public Finance LLC

BACKGROUND:

On November 23, 2009, the TCAG board authorized and approved the amendment to the 2009/10 Overall Work Program (OWP) to allow for an increase to W.E. 700.01 (Measure R Implementation) for the hiring of a financial consultant to assist with the strategic planning of Measure R financing for both short term and long term.

DISCUSSION:

A Request for Proposals was released on March 18, 2021, and the deadline for the proposals to be submitted April 22, 2021; One (1) proposal was submitted.

On May 17, 2021, Resolution No. 2021-103 the Board authorized the selection of KNN Public Finance LLC to perform Financial Advisory Services and authorized staff to enter into an agreement.

RECOMMENDATIONS:

As set forth in the attached draft resolution, reaffirm attached agreement with KNN Public Finance LLC for Financial Advisory Services.

FISCAL IMPACT:

The FY 2021-22 OWP was amended May 17, 2021, with Resolution No. 2021-130 to include funds of \$40,000 within work element 700.01.

ATTACHMENTS:

1. Resolution reaffirming agreement with KNN Public Finance LLC.
2. Agreement with KNN Public Finance LLC for Financial Advisory Services through 6/30/2024

BEFORE THE
TULARE COUNTY TRANSPORTATION AUTHORITY
COUNTY OF TULARE, STATE OF CALIFORNIA

In the matter of:

REAFFIRMING THE PROFESSIONAL)	
SERVICES AGREEMENT WITH KNN)	Resolution No. 2021-xxx
PUBLIC FINANCE LLC FOR FINANCIAL)	
ADVISORY SERVICES)	

WHEREAS, on November 7, 2006, the citizens of Tulare County approved Measure R and the Measure R Expenditure Plan; and

WHEREAS, the Measure R Expenditure Plan allocates 1% of its funding to Measure R planning and administration; and

WHEREAS, the TCAG Board on November 23, 2009 approved the funding for a Measure R financial consultant; and

WHEREAS, a Request for Proposal was released on March 18, 2021 for a deadline submission date of April 22, 2021; and

WHEREAS, one (1) proposal was submitted by KNN Public Finance to provide Financial Advisory Services not to exceed the amount of \$40,000 annually beginning July 1, 2021 through June 30, 2024. The Agreement is for 3 years and can be extended up to 3 years for one year; and

WHEREAS, it was recommended to the Tulare County Transportation Authority by staff that, KNN Public Finance be awarded a contract to provide professional financial advisory services for Measure R in the amount of \$40,000 a year. Contract extension will be permitted on an annual basis for up to three years following, upon agreement by the TCAG Executive Director and Consultant. If needed, TCTA may also request additional services that fall within the scope of the contract that are not outlined within the Request for Proposal (RFP). Any additional services requested by TCTA will be paid up to an additional amount of \$10,000 per year with prior written approval of TCTA, and

WHEREAS, On May 17, 2021, Resolution No. 2021-103, the Tulare County Transportation Authority selected KNN Public Finance LLP to provide Financial Advisory Services.

NOW, THEREFORE, BE IT RESOLVED that the Tulare County Transportation Authority reaffirms the agreement with KNN Public Finance LLP for professional Financial Advisory Services for a not to exceed amount of \$40,000 through 6/30/2024.

The foregoing Resolution was adopted upon motion of Member _____, seconded by Member _____, at a regular meeting held on the 28th day of June, 2021, by the following vote:

AYES:

NOES:

ABSTAIN:

ABSENT:

TULARE COUNTY TRANSPORTATION AUTHORITY

Pete Vander Poel III
Chair, TCTA

Ted Smalley
Executive Director, TCTA

**TULARE COUNTY ASSOCIATION OF GOVERNMENTS
 SERVICES AGREEMENT
 Professional Financial Advisory
 Services**

THIS AGREEMENT ("Agreement") is entered into as of July 1, 2021, between the **TULARE COUNTY ASSOCIATION OF GOVERNMENTS**, a joint powers authority established under the laws of the State of California ("TCAG"), and KNN Public Finance LLC, referred to as ("CONTRACTOR"). TCAG and CONTRACTOR are each a "Party" and together are the "Parties" to this Agreement, which is made with reference to the following:

- A. WHEREAS**, TCAG released a Request for Proposals (RFP) for Professional Financial Advisory Services for Fiscal Year (FY) 2020/2021, 2021/2022 and 2022/2023 on March 18, 2021, for a budgeted amount of \$40,000 and an additional amount of \$10,000 per year with written approval of TCAG and additional budget authority; and
- B. WHEREAS**, A proposal was submitted by KNN Public Finance LLC to provide said services within the budgeted amount; and
- C. WHEREAS**, On May 17, 2021, with Resolution No.2021-103 the TCAG Board approved KNN Public Finance LLC to provide on-call financial advisor services including analysis, consultation and support for all financial, investment and other related matters affecting TCAG and TCTA

THE PARTIES AGREE AS FOLLOWS:

- 1. TERM:** This Agreement becomes effective as of July 1, 2021, and expires at 11:59 PM on June 30, 2024, unless earlier terminated as provided below, or unless the Parties extend the term by a written amendment to this Agreement.
- 2. SERVICES:** See attached **Exhibits A**
- 3. CONTRACT BUDGET AND PAYMENT FOR SERVICES:** See attached **Exhibits B**
- 4. INSURANCE:** Before approval of this Agreement by TCAG, CONTRACTOR must file with the Clerk of the Board of Governors of TCAG evidence of the required insurance as set forth in the attached **Exhibit C**.
- 5. SCHEDULE:** None **Exhibit D**
- 6. PROJECT STAFF:** David Leifer, Senior Managing Director, will be team leader on this engagement and will be assisted by Bobby Cheung, Director and Grant Carson, Associate, who would provide additional quantitative and transaction support. Larry Lom, Associate, will provide general analytical and transactional support.

TULARE COUNTY ASSOCIATION OF GOVERNMENTS
SERVICES AGREEMENT
Professional Financial Advisory
Services

7. GENERAL AGREEMENT TERMS AND CONDITIONS: TCAG'S "General Agreement Terms and Conditions" are hereby incorporated by reference and made a part of this Agreement as if fully set forth herein. TCAG'S "General Agreement Terms and Conditions" are in the attached **Exhibit E**.

8. ADDITIONAL EXHIBITS: CONTRACTOR shall comply with the terms and conditions of the Exhibits listed below and identified with a checked box, which are by this reference made a part of this Agreement.

<input type="checkbox"/>	Exhibit __	Additional terms and conditions for all federally funded contracts. This Exhibit can be viewed at [insert url].
<input type="checkbox"/>	Exhibit __	Additional terms and conditions specific to Federal Transit Administration (FTA)-funded contracts. This Exhibit can be viewed at [insert url]
<input type="checkbox"/>	Exhibit __	Disadvantaged Business Enterprise (DBE) Participation

9. NOTICES: (a) Except as may be otherwise required by law, any notice to be given must be written and must be either personally delivered, sent by facsimile transmission or sent by first class mail, postage pre-paid and addressed as follows:

TCAG:

Attn: Ted Smalley
210 N. Church Street, Suite B
Visalia, Ca 93291
Phone No.: (559) 623-0450
Fax No.: (559) 733-6720

CONTRACTOR:

KNN Public Finance LLC
Attn: David Leifer
2054 University Ave, Ste 300
Berkeley, Ca. 94704
Phone No.: (510) 839-8200

(b) Notice personally delivered is effective when delivered. Notice sent by facsimile transmission is deemed to be received upon successful transmission. Notice sent by first class mail will be deemed received on the fifth calendar day after the date of mailing. Either Party may change the above address by giving written notice under this section.

10. SUBCONTRACTING: If this box is checked ☐, CONTRACTOR has indicated it will utilize subcontractors to provide certain services related to this Agreement. CONTRACTOR has selected the following subcontractors ("Subcontractors") to provide the goods or services related to the Agreement:

TULARE COUNTY ASSOCIATION OF GOVERNMENTS
SERVICES AGREEMENT
Professional Financial Advisory
Services

11. **AUTHORITY:** CONTRACTOR represents and warrants to TCAG that the individual(s) signing this Agreement on its behalf are duly authorized and have legal capacity to sign this Agreement and bind CONTRACTOR to its terms. CONTRACTOR acknowledges that TCAG has relied upon this representation and warranty in entering into this Agreement.

12. **COUNTERPARTS:** The Parties may sign this Agreement in counterparts, each of which is an original and all of which taken together form one single document.

[THIS SPACE LEFT BLANK INTENTIONALLY; SIGNATURES FOLLOW ON NEXT PAGE]

TULARE COUNTY ASSOCIATION OF GOVERNMENTS
SERVICES AGREEMENT
Professional Financial Advisory
Services

THE PARTIES, having read and considered the above provisions, indicate their agreement by their authorized signatures below.

KNN Public Finance LLC

Date: _____

By _____

Print Name _____

Title _____

Date: _____

By _____

Print Name _____

Title _____

[Pursuant to Corporations Code section 313, TCAG policy requires that contracts with a **Corporation** be signed by both (1) the chairman of the Board of Directors, the president or any vice-president (or another officer having general, operational responsibilities), and (2) the secretary, any assistant secretary, the chief financial officer, or any assistant treasurer (or another officer having recordkeeping or financial responsibilities), unless the contract is accompanied by a certified copy of a resolution of the corporation's Board of Directors authorizing the execution of the contract. Similarly, pursuant to California Corporations Code section 17703.01, TCAG policy requires that contracts with a **Limited Liability Company** be signed by at least two managers, unless the contract is accompanied by a certified copy of the articles of organization stating that the LLC is managed by only one manager.]

TULARE COUNTY ASSOCIATION OF GOVERNMENTS

Date: _____

By _____

Pete Vander Poel III, Chairman

ATTEST: Ted Smalley
Executive Director

**TULARE COUNTY ASSOCIATION OF GOVERNMENTS
SERVICES AGREEMENT
Professional Financial Advisory
Services**

**Exhibit A
Services to Be Performed**

TCAG retains CONTRACTOR to provide on-call financial advisor services including analysis, consultation and support for all financial, investment and other related matters affecting TCAG and TCTA, including the issuance of sales tax revenue notes, bonds or other appropriate financing instruments. The scope includes providing assistance to TCTA in preparing Strategic Plan updates, management of sales tax and other revenue, and delivery of a financing plan for projects listed in the TCTA Measure R Expenditure Plan. Specifically, the proposed scope of services includes the following:

- Assist in capital planning
- Develop expertise of TCTA personnel and Board Members
- Refine Measure R cash flow model and develop or refine plan of financing
- Assist in drafting financial sections of the Strategic Plan
- Advise on debt capacity
- Assess timing and need for bond issue or other financing
- Analyze alternative financing structures and make recommendations
- Assist in securing ratings for the Authority
- Assist with an investor outreach program, if necessary
- Provide transaction services as needed
- Provide knowledge of markets and expertise on available resources
- Provide written and oral report for TCAG/TCTA staff and Board Members
- Assist Authority in securing other financing team members (i.e. bond counsel) if necessary
- Assist in developing debt policies
- Other related services as determined necessary
- Dissemination Agency and Continuing Disclosure Consulting Services

**TULARE COUNTY ASSOCIATION OF GOVERNMENTS
SERVICES AGREEMENT
Professional Financial Advisory
Services**

**Exhibit B
Contract Budget and Payment for Services**

For ongoing financial advisory and pre-transaction services (e.g., analysis and adjustments to the financing strategic plan, updates to the cash flow model, presentations to Authority staff and Board, development of policies, etc.) KNN proposes billing on the hour basis listed below. KNN's hourly rates are subject to annual increases of 3%, with approval by the authority.

Title	Hourly Rate
Senior Managing Director	\$340.00
Director	\$325.00
Vice President	\$305.00
Assistant Vice President	\$295.00
Associate	\$275.00
Analyst	\$215.00

Given the importance of this engagement, KNN is amenable to negotiating whatever fee arrangement the Authority deems appropriate. We highly value our existing relationship with the Authority and do not want fees to jeopardize that relationship.

For transaction services, KNN would negotiate fixed fees that would be contingency upon the successful sale and closing of the bonds. Such fees, along with other costs of issuance (typically bond and disclosure counsel, underwriter, trustee, etc.), could be paid from the proceeds of the bonds. While the borrowing amount of the transaction is a factor, KNN's transaction fees are rather based upon the complexity of the financing and the scope of the services involved. For example, factors such as senior vs. subordinate liens, the familiarity of the market with the issuer's credit, the use of derivatives, the method of sale, and the amount of time between the start and completion of the financing are all factors considered in the fixed transaction fee.

Reimbursement of Out-Of-Pocket Costs

KNN will seek reimbursement for out-of-pocket expenses in addition to hourly fees for service provided. Reimbursable expenses include, but are not limited to, travel related expenses, overnight delivery costs, color copying, outside printing and copying, conference calls, outside sources of data including bond market data information statistical data from outside sources, and processing services.

Travel and Per Diem Reimbursement

Travel expenses and per diem rates are not to exceed the rate specified by the State of California Department of Personnel Administration unless written verification is supplied that governmental rates are not commercially available to CONTRACTOR at the time and location required as specified in the California Department of Transportation's Travel Guide Exception Process.

Tulare County Association of Governments
Sitting as the Tulare County Transportation Authority

AGENDA ITEM IV-A

June 28, 2021

Prepared by Leslie Davis, TCAG Staff

SUBJECT:

Information: Measure R Revenues for May 2021

BACKGROUND:

On November 7, 2006, the voters of Tulare County approved Measure R, imposing a ½-cent sales tax for transportation within the incorporated and unincorporated area of Tulare County through 2037. The transportation sales tax funds are spent in accordance with the Expenditure Plan that resulted from a joint effort among all the cities and the County of Tulare. The Expenditure Plan reflects the transportation needs of the residents of Tulare County. The plan includes funding for Regional Projects, Local Programs, Transit/Bike/Environmental Programs and Administration. The funds are distributed as follows:

1. Regional Projects (50%)
2. Local Programs (35%)
3. Transit/Bike/Environmental (14%)
4. Administration and Planning Program (1%)

Measure R revenue collection began on April 1, 2007. Monthly Measure R advancements are received by TCAG from the State Board of Equalization followed by quarterly clean-up disbursements. In total, TCAG receives eight advancements and four clean-up disbursements throughout a fiscal year.

The Measure R 2020 Strategic Work Plan was approved by the Authority on October 19, 2020 with Resolution No. 2020-119, amended on December 14, 2020 with Resolution No. 2020-120, and amended on April 19, 2021 with Resolution No. 2021-100.

DISCUSSION:

Status of Measure R Revenues

Fiscal Year 2020/2021 - Measure R allocations have been received, payment request and distribution made through May 2021. The allocation for the month of May is \$4,041,099. compared to the \$2,672,016 for the same period last year. The 20/21 fiscal year to date amount is \$37,908,352 compared to \$31,808,984 for the same period last year, representing a 19% increase for the fiscal year.

See attached revenue chart covering fiscal years 2016/2017, 2017/2018, 2018/2019, 2019/2020 and 2020/2021 year to date.

ATTACHMENT:

1. Annual Revenue Comparison through May of Each Fiscal Year

Attachment 1

