

access

BOARD OF DIRECTORS MEETING
Monday, September 23, 2024
General Session: 12:00 p.m.
Closed Session: Immediately Following

Access Services Headquarters
Council Conference Room, 3rd Floor
3449 Santa Anita Avenue
El Monte CA 91731

Long Beach Transit 4801 Airport Plaza Dr. Long Beach CA 90815	3650 Fairland Boulevard Los Angeles CA 90043
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See [*Note below for remote public link.](#)

MISSION STATEMENT

Access Services promotes access to all modes of transportation and provides quality and safe ADA paratransit service on behalf of public transit agencies in Los Angeles County.

<u>ITEM</u>	<u>DISPOSITION</u>
1. CALL TO ORDER	ACTION
2. REVIEW & APPROVAL OF MINUTES FROM THE BOARD MEETING ON JULY 22, 2024 (page 7) [Staff Recommendation: Approve minutes as written.]	ACTION
3. REPORT FROM EX-OFFICIO BOARD MEMBERS	INFORMATION
4. GENERAL PUBLIC COMMENT	INFORMATION

- | | | |
|----|--|--------------|
| 5. | SUPERIOR SERVICE AWARD | PRESENTATION |
| 6. | CONSENT CALENDAR | ACTION |
| | <ul style="list-style-type: none"> a) Consideration to Award Contract for Budget and Capital Planning Software (AS-4175) (page 16)
[Staff Recommendation: Authorize staff to execute Contract No. AS-4175 with Planful for budget and capital planning software in an amount not-to-exceed \$291,396 for a three-year base period beginning October 1, 2024 and ending on September 30, 2027.]
 b) Consideration to Extend Term and Increase Funds - Financial Reporting Enterprise Resource Planning (ERP) Software Contract (AS-3753) (page 21)
[Staff Recommendation: Authorize a three-year contract extension with Oracle through September 30, 2027, and an increase of funds of \$130,052.16.]
 c) Consideration to Approve Community Advisory Committee By Law Changes (page 24)
[Staff Recommendation: Review and approve the revised bylaws.] | |
| | [Staff Recommendation: Approve the Consent Calendar.] | |
| 7. | CONSIDERATION TO APPROVE PURCHASE AUTHORIZATION FOR ADA PARATRANSIT VEHICLES (page 33) | ACTION |
| | [Staff Recommendation: Authorize the Executive Director to negotiate contracts with public agencies such as the State of California, the CalAct/MBTA Purchasing Cooperative, or other similar agencies to purchase up to 164 ADA paratransit vehicles, inclusive of up to two (2) electric vehicles, in an amount not to exceed \$22,980,000.] | |
| 8. | CONSIDERATION TO APPROVE TAX-EXEMPT BOND FINANCING RESOLUTION (page 36) | ACTION |
| | [Staff Recommendation: Authorize the Access Board Chair to sign the attached resolution in order to obtain tax-exempt financing.] | |
| 9. | OPERATIONS UPDATE | PRESENTATION |

- | | | |
|-----|--|-----------------------------------|
| 10. | UPCOMING BOARD ITEMS (page 48) | INFORMATION |
| 11. | EXECUTIVE DIRECTOR'S REPORT | INFORMATION |
| 12. | BOARD MEMBER COMMUNICATION | INFORMATION |
| 13. | NEW BUSINESS SUBSEQUENT TO THE POSTING OF THE AGENDA | DISCUSSION/
POSSIBLE
ACTION |
| 14. | PUBLIC COMMENT WITH RESPECT TO CLOSED SESSION ITEMS | INFORMATION |
| 15. | CLOSED SESSION: | DISCUSSION/
POSSIBLE
ACTION |
| | <ul style="list-style-type: none"> A) CALIFORNIA GOV. CODE § 54956.8 - REAL PROPERTY NEGOTIATIONS - <ul style="list-style-type: none"> 1. Property: APN:6139-014-008 Access Negotiator: Andre Colaiace/Hector Rodriguez Negotiating Party: Colliers Under Negotiation: Price and terms
 B) CONFERENCE WITH LEGAL COUNSEL: GOV. CODE §54956.9 <ul style="list-style-type: none"> 1. Anticipated Litigation: Gov. Code §54956.9 (b) <ul style="list-style-type: none"> (i) Significant exposure to litigation pursuant to subdivision (b) of Gov. Code §54956.9 (b) a situation where, based on the advice of counsel considering "existing facts and circumstances," there exists a "significant exposure to litigation". 2. Pending Litigation: Gov. Code §54956.9 (d)(1) <ul style="list-style-type: none"> (i) Litigation, to which Access Services is a party, has been initiated formally. <ul style="list-style-type: none"> 1. Aviles, Guillermo v. Access Services, LASC Case # 20STCV3752 2. Acosta v. Access Services, LASC Case # 23STCV20337 3. Figueroa v. Access Services, Claim # 1106-AL-24-0300138 4. Swelstad v. Access Services, LASC Case # 22STCV13548 | |
| 16. | ADJOURNMENT | ACTION |

Access Services does not discriminate based on disability. Accordingly, Access Services seeks to ensure that individuals with disabilities will have an equal opportunity to participate in the range of Access Services events and programs by providing

appropriate auxiliary aids and services for communications. Primary consideration is given to the request of individuals with disabilities. However, the final decision belongs to Access Services. To help ensure the availability of any auxiliary aids and services you require, please make every effort to notify Access Services of your request at least three (3) business days (72 hours) prior to the meeting in which you wish to utilize those aids or services. You may do so by contacting (213) 270-6000.

Note: Access Services Board meetings are held pursuant to the Ralph M. Brown Act [Cal. Gov. Code §54950] and are open to the public. The public may view and obtain all written information supporting this agenda provided to the Board both initially and supplementally prior to the meeting at the agency's offices located at 3449 Santa Anita Avenue, El Monte, California and on its website at <http://accessla.org>. Documents, including Power Point handouts distributed to the Board members by staff or Board members at the meeting, will simultaneously be made available to the public. Three opportunities are available for the public to address the Board during a Board meeting: (1) before a specific agenda item is debated and voted upon regarding that item, (2) public comment and (3) before closed session regarding matters to be discussed in closed session. The exercise of the right to address the Board is subject to restriction as to time and appropriate decorum. All persons wishing to make public comment must fill out a goldenrod Public Comment Form and submit it to the Secretary of the Board. Public comment is generally limited to two (2) minutes per speaker and the total time available for public comment may be limited at the discretion of the Chairperson. Persons whose speech is impaired such that they are unable to address the Board at a normal rate of speed may request an accommodation of a limited amount of additional time from the Chair but only by checking the appropriate box on the Public Comment Form. Granting such an accommodation is at the discretion of the Chair. The Board of Directors will not and cannot respond during the meeting to matters raised under public comment. Pursuant to provisions of the Brown Act governing these proceedings, no discussion or action may be taken on these matters unless they are listed on the agenda, or unless certain emergency or special circumstances exist. However, the Board may direct staff to investigate and/or schedule certain matters for consideration at a future Board of Directors Meeting and the staff may respond to all public comments in writing prior to the next Board meeting.

Alternative accessible formats are available upon request.

***NOTE**

The public may also participate via the Zoom webinar link, or by teleconference. Please review the procedures to do so as follows -

How to Provide Public Comment in a Board Meeting via Zoom

Online

1. Click the Zoom link for the meeting you wish to join. Meeting information can be found at: https://accessla.org/news_and_events/agendas.html. Make sure to use a current, up-to-date browser: Chrome 30+, Firefox 27+, Microsoft Edge 12+, or Safari 7+. Certain functionality may be disabled in older browsers including Internet Explorer. You may also use this direct link -
2. Enter an email address and your name. Your name will be visible online while you are speaking.
3. When the Board Chair calls for the item on which you wish to speak, click on "raise hand." Speakers will be notified shortly before they are called to speak. Mute all other audio before speaking. Using multiple devices can cause audio feedback.
4. Please note that the "Chat" feature is not enabled during the meeting for general public attendees. If you cannot use the "raise hand" feature, then please submit a written comment as outlined above.
5. When called, please limit your remarks to three minutes. An audio signal will sound at the three-minute mark and the Chair will have the discretion to mute you at any point after that. After the comment has been given, the microphone for the speaker's Zoom profile will be muted.

Note: Members of the public will not be shown on video.

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1. Call the Zoom phone number and enter the webinar ID for the meeting you wish to join. Meeting information can be found at: https://accessla.org/news_and_events/agendas.html
2. You can also call in using the following information -
3. Dial (for higher quality, dial a number based on your current location):
US: +1 669 444 9171 or +1 669 900 6833 or +1 346 248 7799 or +1 719 359 4580
or +1 253 205 0468 or +1 253 215 8782 or +1 386 347 5053 or +1 507 473 4847
or +1 564 217 2000 or +1 646 931 3860 or +1 689 278 1000 or +1 929 205 6099
or +1 301 715 8592 or +1 305 224 1968 or +1 309 205 3325 or +1 312 626 6799
or +1 360 209 5623 or 877 853 5247 (Toll Free) or 888 788 0099 (Toll Free) or 833 548 0276 (Toll Free) or 833 548 0282 (Toll Free)
Webinar ID: 833 3278 9482
4. When the Board Chair calls for the item on which you wish to speak, press *9 to raise a hand. Speakers will be notified shortly before they are called to speak. Speakers will be called by the last four digits of their phone number. Please note that phone numbers in their entirety will be visible online while speakers are speaking.
5. If you cannot use the "raise hand" feature, then please submit a written comment as outlined above.
6. When called, please state your name, and limit your remarks to two minutes. An audio signal will sound at the two-minute mark and the Chair will have the discretion

to mute you at any point after that. After the comment has been given, the microphone for the speaker's Zoom profile will be muted.



STATEMENT OF PROCEEDINGS FOR THE
MEETING OF THE ACCESS SERVICES
BOARD OF DIRECTORS

JULY 22, 2024

12:00 p.m.

1. CALL TO ORDER

The meeting was called to order by Chair Theresa de Vera at 12:05 p.m.

BOARD MEMBERS PRESENT REPRESENTING A QUORUM

Present: Chair Theresa De Vera, Vice Chair Doran Barnes, Treasurer Lee Burner, Secretary Dolores Nason, Directors Valerie Gibson, Giovanna Gogreve, Martin Gombert, Liam Matthews and John Troost

BOARD MEMBER(S) EXCUSED FROM THE MEETING

Not Present: None

Pursuant to California state law Section 54953, the Board took action to authorize the attendance of Board Director Gombert virtually. **Via Roll Call Vote - all were in favor, motion passed.**

2. PUBLIC COMMENT WITH RESPECT TO CLOSED SESSION ITEMS

None.

3. CLOSED SESSION REPORT

General Session resumed at 1:23pm.

Legal Counsel Vince Ewing reported the following:

With respect to item 3A, the consideration to approve a real estate purchase agreement for APN6139-014-008, the Board authorized that purchase unanimously. With respect to the agenda item regarding the employment

agreement for the Executive Director, the Board unanimously made the following adjustments for the Executive Director - a 5% increase effective July 1st, 2024.

4. BOARD OFFICER ELECTIONS

Legal Counsel Vincent Ewing presented this item, and he noted that two votes would need to be taken. One to waive the term limit requirement for the Board Secretary officer position and another for the slate of Board officers.

Public Comment:

None.

Board Member Questions:

None.

Board Discussion:

None.

Motion made by Director Gibson to approve the waiver of terms limits for the Board Secretary Officer position, seconded by Director Gogreve. Via Roll Call Vote - all were in favor, motion passed.

Motion made by Director Gogreve to approve the slate of Board Officers, seconded by Director Gibson. Via Roll Call Vote - all were in favor, motion passed.

5. REVIEW & APPROVAL OF MINUTES FROM THE BOARD MEETING ON JUNE 24, 2024

Recommendation: Approval of minutes as written.

Motion made by Secretary Nason to approve the minutes, seconded by Director Matthews. Via Roll Call Vote - all were in favor, motion passed.

6. REPORT FROM EX-OFFICIO BOARD MEMBERS

CAC Chair Yael Hagen stated that at the last meeting, they had a discussion concerning the ProMaster vehicles. They discussed the pros and cons of the vehicles and some of the experiences that riders have had riding the ProMaster vehicle. Some of the pros were that the entrance to the vehicle is wider, making it

a little safer and easier for people to enter and exit. Other pros were that there is now a handrail that can assist people get to the back of the vehicle as well as cameras, allowing the driver a 360-degree view of the vehicle. The cons are the steps in the vehicles. There are some difficulties that people have getting up and down those steps. The middle seat continues to be an issue and there are vehicles that have a substantial step up to that middle seat. There are concerns about the inability to have two people using wheelchairs who travel together, that they're not able to be secured in the vehicle. There is wasted space and concerns with the ramp being too steep, as well as a place to put personal belongings. They also heard a presentation on the customer survey results. Other items on the agenda were not discussed as they ran out of time.

TPAC Chair Fayma Ishaq stated the committee discussed the customer survey results. Over 2000 survey results were received both digitally and via telephone. They received an emergency management update on a disaster simulation exercise. They also received the Executive Director's report from Andre Colaiace and the operations report from Project Administrator Faustino Salvador. They also congratulated longstanding TPAC member, Gracie Davis, for all the work that she provided to the region and ADA community as she was soon retiring.

7. GENERAL PUBLIC COMMENT

Yael Hagen made a public comment by stating that if the schedule for the Board meeting is delayed that there should be a message on the chat or some indication for those in the public who join the meeting remotely. It would be helpful and courteous to get some indication of when the meeting will begin.

8. CONSENT CALENDAR

- a) Consideration to Approve Language Interpreting Services Contract Award (AS-4171)
- b) Consideration to Approve Board Meeting Calendar Change

Public Comment:

Lisa Anderson made a public comment by stating that there's a possibility of the exposure of bedbugs. She asked what protocol Access had for this. As well as the protocol for COVID.

Jill Turner made a public comment by stating that she has been a rider since 2016 in Pomona. She asked if there was a protocol for women who don't feel safe in a vehicle alone with a driver for victims like her.

Motion made by Director Gogreve to approve the Consent Calendar, seconded by Secretary Nason. Via Roll Call Vote - all were in favor, motion passed.

9. CONSIDERATION TO APPROVE OVERALL TRIENNIAL DISADVANTAGED BUSINESS ENTERPRISE (DBE) GOAL FOR FFYS 2025-2027 AND DBE PROGRAM UPDATE

Senior Manager of Training and Compliance Alvina Narayan and GCAP staff presented this item.

Public Comment:

Lisa Andreson made a public comment by asking was DBE was and what region it is for.

Board Member Questions:

None.

Board Discussion

Treasurer Burner asked if they have any statistics that show the monetary value of DBE and asked if staff can share that in the future. Executive Director Andre Colaiace responded they will share it with them at a future meeting.

Vice Chair Barnes commended staff and consultants for getting through the programs and requirements. They don't often make a lot of logical sense to him, but he sometimes feels that the program isn't getting to the goal of encouraging more DBE participation.

Motion made by Director Gogreve to approve the item, seconded by Treasurer Burner. Via Roll Call Vote - all were in favor, motion passed

10. 2024 CUSTOMER SATISFACTION SURVEY

Manager of Strategic Planning Eric Haack and Catherine Veschi from Great Blue presented this item.

Public Comment:

Lisa Anderson made a public comment by stating that some Access drivers ask if she needs assistance. Some drivers put the seatbelt on for her and the seatbelts are always tight and rub against her neck. She asked if they could ask in a future survey how many people go to church on Sunday and how many people go to church on Saturday.

Yael Hagen thanked the CAC members that were involved in helping with the survey questions and simplifying them for the riders. In her experience with Access riders, seniors and people with disabilities, there is a different approach and overall experience between those who would answer a phone survey versus electronically. Those who can do it electronically generally have more access to resources than those who choose to do it by phone. She would have gladly participated in the survey if she had been called directly. She thinks phone participation needs to grow as electronic participation grows. This can include people that have different skills and people who have different ways of getting information and resources.

Board comments:

Secretary Nason stated that she is a new Access rider, and she considers herself blessed to be able to have such a wonderful form of transportation now that she can no longer drive because of her eyesight.

Director Gibson is curious to hear their recommendations based on this survey. The one thing that stood out to her were the difficulties with entering and exiting vehicles. While 72% is good, 28% is something to think about. When she looked at the examples of difficulties, just knowing on the vehicle side of things, sometimes there's just not that much that can be done about some issues.

Director Gogreve asked some questions on the Operations Monitoring Center, and why that number's so low. Mr. Haack responded that 363 riders is the number of people who had experience calling the OMC. Most respondents have not had a need to call OMC so that's why this was asking about their satisfaction about the Operations Monitoring Center experience was only asked of those that used the OMC. He can look at the report to let her know how many did not know what the OMC was. Ms. Veschi responded that it could be helpful in the next customer satisfaction survey to investigate potential reasons for not using the OMC. There needs to be an educational component or some other experiential reason, it would be helpful to get feedback around what the reasons for not using it are. They can add an option in future surveys if they are interested in receiving more information about the OMC. If so, they can ask for their name, and phone number and email address so they can reach out to them with that information. Director Gogreve stated that they may have some really good insight into what they are

going to do with all this information. She asked if there was a question about free fare and if there was not, can it be added in a future survey. She recommended they work with the CAC on these numbers. The 60 questions are too much, and they should consider consolidating some information in some way. Mr. Haack responded that CAC did create a separate ad hoc committee to go through the questions. Some questions were already removed, and nobody was required to answer all the questions.

Chair de Vera asked what the need was for having a person's income, ethnicity, and education asked. Mr. Colaiace responded that they get asked demographic questions about the makeup of the ridership and it helps them make a case for additional funding. He added that these questions are optional.

Director Gogreve asked if there were any safety-related questions on the vehicles. Ms. Veschi responded that only questions on the condition of vehicle and appearance were asked. Mr. Colaiace stated that they do bring the questions to the Board for feedback and that is a good opportunity for them to add or delete questions.

Director Matthews asked if in relation to the demographic information that's being given by riders, if it was disclosed to the rider what it's used for. Ms. Veschi stated they just disclose the information is confidential and their responses aren't being linked with their names.

11. OPERATIONS UPDATE

Chief Operations Officer Mike Greenwood presented this item.

Public Comment:

Yael Hagen made a public comment about the Pro Master. She thanked Mike Greenwood and his team for getting input, listening to their input, and understanding their frustrations concerning the vehicles. One thing that really needs to be improved is the securement of groceries, luggage and personal items that people need close by. She does believe that their input is being taken seriously and they are heading in the right direction, but there are many improvements to be made.

Terri Lantz made a public comment by thanking Mike Greenwood and his team for listening and taking their comments. People like herself who are older, walk with canes or have balance issues - getting up that ramp is a challenge. Not having a handrail on the ramp and getting into the vehicle is challenging and it may make it impossible to ride for many.

Lisa Anderson made a public comment by stating that she likes the idea of being able to secure her groceries. Additionally, she sometimes has trouble going up the steps because she has knee arthritis. If she had a choice between a taxi and a van, she would choose the van because it's easier to get in the van.

Board Member Questions:

Secretary Nason stated the first time riding the Pro Master, she was disturbed by all that space that only held one wheelchair. She found out that it was originally for two wheelchairs and that it was just poorly designed. The big open space and steps are a problem for her, and she finds it a safety issue.

Vice Chair Barnes stated that the operational performance is great. He asked if they looked at other vehicles, and if the Pro Master is the only vehicle in this category. Mr. Greenwood stated it's not the only vehicle, but it's the best vehicle to meet their needs.

Director Gogreve asked if there was a way to revisit stand sign locations to ensure that they are placed in areas where this is shade. Mr. Greenwood stated they are constantly looking for new locations that will allow them to put a stand sign up but not all property owners will allow them. The City of Long Beach and Long Beach Transit are very cooperative and want to add signs. They put three new stands up around their new Civic Center location and have been great partners.

Director Nason stated that sometime the benches are taken by homeless people and then they are no longer accessible to Access riders.

Director Matthews stated that with regards to spacing with the new vehicles and wheelchairs, it's important to remember that not all wheelchairs are the same size. It can include not just the size of the wheelchair, but also the medical equipment that is attached to the wheelchair and will be utilizing as much space as they possibly can. There are going to be some eventualities where it is just going to be for one person in a wheelchair simply just due to the size constraints of either the vehicle or the chair. He has a smaller wheelchair that is available for people with his type of condition, and he has been in situations where it becomes uncomfortable just because of either the number of people in the vehicle or the constraints of his chair.

12. UPCOMING BOARD ITEMS

Director of Administration F Scott Jewell presented this item. He stated the August Board meeting was cancelled.

13. EXECUTIVE DIRECTOR'S REPORT

Executive Director Andre Colaiace congratulated all the Board members on their elections as they continue to serve the agency and its customers. Chair DeVera was recently re-appointed by Mayor Bass, and Secretary Nason was recently re-appointed by Supervisor Hahn's office. The community meeting is going to be held on Saturday, August 24th and it is a great opportunity for Access to give riders one-on-one assistance if they're having service issues. They will be talking about topics such as free fare and various safety topics. He had his first ride on the Waymo autonomous vehicle, and it was quite fun. It was fascinating technology and it's really going to change how things are done. Director of Information Technology Bill Tsuei has been working on the technology with accessible vehicles and they've submitted a grant application for the DOT Smart Grant program. SMART stands for Strengthening, Mobility and Revolutionizing Transportation and they have partnered with Waymo as a key technology partner for the first time. The grant is proposing a demonstration project combining fixed route and on-demand autonomous services near the UCLA campus on the for the Olympics.

14. BOARD MEMBER COMMUNICATION

Vice Chair Barnes thanked them all for the opportunity to continue to serve as an officer. He thanked them for the opportunity to attend the American Public Transportation Association's Board Member Seminar.

Secretary Nason thanked the Board for the election of Secretary again, and she is glad to join her other colleagues for another year. Chair Hagen does such a good job with her reports and she appreciates how much work she's doing with her committee. The Disabled Resources Center event is this Thursday.

Director Matthews thanked Access for their continued deliberation on the new vehicles and making sure that they meet customer needs.

Director Gombert congratulated the Board members who were re-elected and complimented the staff members on the Gardena facility purchase. This will be transformative for Access in the coming years. He thanked Eric Haack for the presentation on the customer service customer survey as it provides a great baseline for them to monitor Access customer service and see what they need to improve. He also attended the APTA conference in San Jose last week, which was a terrific meeting.

Director Gogreve also congratulated the Board members on their re-election and congratulated Gracie Davis on her retirement. She has been a big contributor to Access Services, as a TPAC member, for many years. She has been on a lot of panels and participated for not only Access, but also Metro. She has done a lot for ADA Paratransit in Orange County and Los Angeles County as well.

Director Gibson congratulated everyone on the continued slate of their positions and doing a wonderful job. She thanked them for meaningful staff reports and information and she appreciated the presentations. The San Jose conference was great and loved sharing it with colleagues. Gracie Davis has been a big part of statewide transit associations where she and Eric Haack have joined forces often to be on great panels.

Yael Hagen congratulated the new officers and thanked Director Nason for her kind words. Their goal is to make the service the best that it can be and serve as a way for people to really engage in their communities. She is grateful they can work together and have such a wonderful environment. Management and specifically Andre Colaiace have supported them.

Fayma Ishaq thanked the new Board members for a productive year and thanked staff for all their presentations.

Chair de Vera thanked them for allowing her to go to the APTA conference in San Jose to learn more about the transit industry. She is really honored to be selected as Chair again. She thanked Veronica Guzman-Vanmarcke for her support during the conference.

15. NEW BUSINESS SUBSEQUENT TO THE POSTING OF THE AGENDA

None.

16. ADJOURNMENT

Motion made by Director Gogreve, seconded by Vice Chair Barnes to adjourn.

The meeting adjourned at 3:27 p.m.

Approved

Dolores Nason, Secretary

Date

SEPTEMBER 16, 2024

TO: BOARD OF DIRECTORS
FROM: BRUCE FRINK, SENIOR MANAGER, FINANCE
KIMBERLIE NIMORI, PROCUREMENT COORDINATOR
RE: CONSIDERATION TO AWARD CONTRACT FOR BUDGET AND
CAPITAL PLANNING SOFTWARE (AS-4175)

ISSUE:

Board approval is required to award a contract for the purchase of budget and capital planning software.

RECOMMENDATION:

Authorize staff to execute Contract No. AS-4175 with Planful for budget and capital planning software in an amount not-to-exceed \$291,396 for a three-year base period beginning October 1, 2024, and ending on September 30, 2027.

IMPACT ON BUDGET:

Adequate funding for this project was incorporated into the budget for FY 2024-2025 and the expense for subsequent out years will be incorporated as well into each year's budget. The funding for this service is allocated from local funds and the level of expenditure remains within the expected levels. At Access' sole discretion, this contract may be extended for up to two (2) additional years in one-year increments.

EFFECT OF APPROVAL OF STAFF RECOMMENDATION:

If this staff recommendation is approved by the Board, staff would be authorized, but not required, to negotiate and enter into a written agreement upon terms and conditions no less favorable to Access than those proposed herein. Access would not be legally bound to the contract herein proposed unless and until it is incorporated into a formal written agreement executed by all parties thereto and approved as to form by this entity's legal counsel.

ALTERNATIVES CONSIDERED:

The only alternative considered was to stay with the current budgeting process which is very manual and susceptible to user error. While technically this is feasible as this is how budgeting and reporting has been done since the inception of Access, due to the increased growth and complexity of the organization it is more than prudent to move

the planning process onto a stable software platform designed to handle budgets of \$300 MM - \$1 billion.

BACKGROUND:

Access does not currently utilize any budgeting software to navigate its budget process. The current process relies heavily on Microsoft Excel Workbooks and Word Documents. Access relies on its cloud-based ERP system, Oracle Fusion, for many finance-related tasks outside of budgeting. Access employees spend excessive hours performing mass exports and manual data entries to incorporate budget actuals from Oracle into the budgeting workbooks and documents.

Procurement Overview

On May 20, 2024, Access issued Request for Proposals (RFP) No. AS-4175 to select a qualified vendor to provide Access with budget and capital planning software. This RFP was posted on both the Access website and the nationwide e-procurement service, *Public Purchase*. We also worked with our consultant GCAP to ensure that the solicitation was made known to firms which are certified as a disadvantaged business by one or more government jurisdictions. Access issued one addendum to provide additional information and responses to proposer questions.

Staff received proposals from the following companies:

1. C3 Business Solutions (C3)
2. Denovo Venture, LLC (Denovo)
3. Euna Solutions (Euna)
4. IGM Technology Corp. (IGM)
5. Jedox
6. Planful
7. TMA Systems, LLC (TMA)

All proposals were deemed responsive and the proposers responsible. As part of their proposals, the proposers were also asked to provide information regarding their status as a disadvantaged business, indicating whether they were certified in one or more of the following categories: Small Business Enterprise, Women Business Enterprise, Disadvantaged Business Enterprise, Minority Business Enterprise, Disabled Veterans Business Enterprise, or other. C3 and TMA reported being certified as a Small Business Enterprise.

An evaluation panel was convened, and a comprehensive technical evaluation followed. The evaluation panel consisted of five members: four Access staff from Finance and one Access staffmember from Information Technology.

The proposals were evaluated based on the following evaluation criteria and associated weights:

Evaluation Criteria	Maximum Points
1. Experience, expertise, qualifications, and references with similar projects	20
2. Qualifications of the firm and individuals assigned to perform the work	25
3. Functionality of the software solution and its ability to meet the needs and objectives of the Agency	40
4. Cost	15
Total	100

From June 26, 2024, through September 4, 2024, the evaluation panel conducted its independent evaluation of the proposals. Initial technical scores for all seven proposers were used to establish a competitive range. Based on the evaluation of the three technical scoring criteria identified in the subject RFP, Euna, IGM and Planful ranked the highest and were invited to provide a demonstration to the panel.

First Round Scoring (Initial Technical Scores):

Evaluation Criteria	C3	Denovo	Euna	IGM	Jedox	Planful	TMA
1. Experience, expertise, qualifications, and references with similar projects (20 pts)	16.00	17.40	17.00	16.40	15.40	14.60	14.00
2. Qualifications of the firm and individuals assigned to perform the work (25 pts)	20.25	20.75	21.50	21.00	20.00	19.50	17.75
3. Functionality of the software solution and its ability to meet the needs and objectives of the Agency (40 pts)	28.00	30.40	34.40	34.40	31.60	35.60	27..20
Total (85 pts)	64.25	68.55	72.90	71.80	67.00	69.70	58.95

Final Scores:

Requests for clarification and Best and Final Offers (BAFOs) were requested from the three proposers within the established competitive range. Final scores for the Cost criterion were determined for the three companies in the competitive range according

to the following methodology. The proposer with the lowest cost among the three proposers received a score of 15 points, while the other two received scores based on the distance from the mean of the three proposed costs (\$240,025). The scores were established according to the following scale:

- 15 points - Lowest cost
- 12 points - Within 25% of the mean
- 9 points - 25.1%-35% of the mean
- 6 points - Above 35% of the mean

Based on the evaluation criteria established in the RFP, an evaluation of the written proposals, the demonstrations provided and the BAFOs submitted, Planful ranked the highest among the three firms in the competitive range. A summary of the final scores of the three proposers is set forth below.

Evaluation Criteria	Euna	IGM	Planful
1. Experience, expertise, qualifications, and references with similar projects (20 pts)	16.20	16.00	16.40
2. Qualifications of the firm and individuals assigned to perform the work (25 pts)	20.50	20.65	21.00
3. Functionality of the software solution and its ability to meet the needs and objectives of the Agency (40 pts)	32.40	33.20	36.00
4. Cost (15 pts)	12	15	12
Total (100 pts)	81.10	84.85	85.40

Cost Analysis

Access reviewed Planful’s cost proposal, examined its proposed services, and engaged in negotiations.

A summary of the proposed costs, including BAFOs is set forth below.

Proposer	Implementation	Year 1	Year 2	Year 3	Three Year Base Term Total
C3	\$362,854.80	\$50,000.00	\$50,000.00	\$50,000.00	\$512,854.80
Denovo	\$468,000.00	\$98,700.00	\$98,700.00	\$98,700.00	\$764,100.00
Euna	\$61,625.00	\$69,985.00	\$69,385.00	\$69,385.00	\$271,580.00

IGM	\$31,000.00	\$40,000.00	\$42,000.00	\$44,100.00	\$157,100.00
Jedox	Included	\$86,520.00	\$90,846.00	\$95,388.30	\$272,754.30
Planful	\$57,120.00	\$72,872.00	\$77,973.00	\$83,431.00	\$291,396.00
TMA	\$38,250.00	\$35,385.00	\$35,385.00	\$35,385.00	\$144,405.00

Planful’s BAFO for the three-year base term has been determined to be fair and reasonable based upon competition, negotiations and comparison to the independent cost estimate (ICE). A summary of the cost analysis is set forth below.

Highest Ranked Proposer	ICE	Original Cost	BAFO
Planful	\$240,000	\$476,896	\$291,396

Planful is a private company backed by Vector Capital. Vector Capital is a leading global private equity firm, which was founded in 1997 and today manages over \$4 billion of capital for its investors.

Overview of Recommended Proposer

Planful was founded in 2000 and is headquartered in Redwood City, California. Planful is a leading provider of cloud-based EPM applications for financial planning & budgeting, consolidation, modeling, reporting, and analytics. With roughly 400 employees, Planful serves over 1,300 customers across multiple industry verticals, helping clients automate financial processes to accelerate insights and shorten the time it takes to turn those insights into action.

Planful was named as the only Visionary in the Gartner Magic Quadrant for Financial Planning Software. Gartner highlighted Planful’s Budget Manager Experience, which provides non-finance business users with easy access to financial information, customized to their department and Planful’s comprehensive customer experience throughout the implementation and support process.

SEPTEMBER 16, 2024

TO: BOARD OF DIRECTORS

FROM: BRUCE FRINK, SENIOR MANAGER, FINANCE
BRIAN SELWYN, MANAGER, PROCUREMENT AND CONTRACT
ADMINISTRATION
ANDREW MARIN, ORACLE APPLICATION AND DATABASE
ADMINISTRATOR

RE: CONSIDERATION TO EXTEND TERM AND INCREASE FUNDS -
FINANCIAL REPORTING ENTERPRISE RESOURCE PLANNING (ERP)
SOFTWARE CONTRACT (AS-3753)

ISSUE:

Board approval is required to increase funds and extend the term of Contract AS-3753 with Oracle America, Inc. (Oracle) for a period of three years.

RECOMMENDATION:

Authorize a three-year contract extension with Oracle through September 30, 2027, and an increase of funds of \$130,052.16.

IMPACT ON BUDGET:

This action will result in an increase in the previously approved contract amount of \$812,630.35 to \$942,682.51. This action is consistent with Access' approved budget for FY25 and will be programmed in subsequent budget years.

The funding for this extension comes from the Proposition C Discretionary Fund.

ALTERNATIVES CONSIDERED:

An assessment was made of whether to issue a formal solicitation for this financial software ERP system and it was determined that maintaining the existing relationship with the current software provider was preferable. Staff determined that continuing our relationship with the current contractor would prevent any unnecessary disruption in service, which is critical to ensuring the stability and functionality of Access' financial management and procurement processes.

EFFECT OF APPROVAL OF STAFF RECOMMENDATION:

If this staff recommendation is approved by the Board, staff would be authorized, but not required, to negotiate and enter into a written contract amendment upon terms and conditions no less favorable to Access than those proposed above. Access would not be legally bound to the contract amendment herein proposed unless and until it is incorporated into a formal written agreement that is executed by all parties thereto and approved as to form by this entity's legal counsel.

BACKGROUND:

The original contract with Oracle was approved by the Board in November 2014 as part of the Financial Software ERP Migration project. Oracle was selected as the application software provider at that time. Over the past several months, Access has worked with our Oracle consultant, C3, who conducted a Business Process Review in which they looked at how efficiently our Finance and Procurement units conduct their work, particularly as it relates to utilizing Oracle. One of C3's recommendations, for which we are currently seeking approval, is to enhance our Oracle Procurement processing capabilities by purchasing a bundled Cloud Services Package. The annual cost of this package, which includes licensing and training, is \$29,906.86 per year. In total, our annual cost for Oracle services would increase from \$67,936.34 to \$97,843.20. Included in the proposed enhancements are the following:

#

- **Sourcing Cloud Services**
 - Allows for contract negotiations to take place on the Oracle platform
 - Permits Access users to purchase off of punchout catalogs
- **Procurement Contracts Cloud Service**
 - Provides an alternative to the current system whereby solicitation documents are created outside of Oracle
 - Provides for the establishment and monitoring of contract-related metrics in Oracle
- **Supplier Qualifications Cloud Service**
 - Enables the Procurement Team to evaluate suppliers according to a set of predefined criteria
 - Allows for Procurement Team to distinguish between qualified and unqualified vendors for particular products
- **Supplier Portal Cloud Service**
 - Enhances and streamlines the process by which vendors can register with Access
 - Eliminates bifurcated process of registering with Access and Public Purchase
 - Allows suppliers to update important information about the company and their products directly in Oracle.

Access would be able to roll out these services over time, properly training staff whose role and responsibilities might change with the adoption of these enhanced services.

Access currently holds twenty-one (21) user licenses which are used primarily by the Accounting and Procurement staff at Access. No additional licenses are required at this time nor do any software modules need to be added.

Since implementing the Oracle ERP Cloud, the agency has recognized numerous improvements over its previous financial management system. This has included the following: 1) the ERP Cloud platform has enabled the agency to have a secure system that is routinely being updated with the latest enhancements from Oracle; 2) it has streamlined the procurement and accounts payable approval work flow process and eliminated the majority of the recordkeeping functions by storing most of the documents within Oracle's database; 3) it has greatly reduced the number of hours staff needs to spend in providing data and reports to outside auditors; and 4) financial reports can be customized to meet the agency's needs and are readily available online to authorized staff. The further enhancements proposed would make Access' ability to navigate the procurement landscape much more robust.

SEPTEMBER 16, 2024

TO: BOARD OF DIRECTORS

FROM: MATTHEW AVANCENA, DIRECTOR, PLANNING AND COORDINATION

RE: CONSIDERATION TO APPROVE COMMUNITY ADVISORY COMMITTEE (CAC) BYLAW CHANGES

ISSUE:

CAC officer terms are one year and are limited to no more than two consecutive terms served by any one individual. To prepare for officer elections, the CAC formed a nominating subcommittee to contact other committee members to determine their availability and interest in running for either the Chairperson and/or Vice-Chairperson position. The nominating subcommittee reported that no active CAC member is available to serve as an officer. However, the current CAC officers, who are termed out, have stated that they are willing to continue to serve. The CAC bylaws do not address this scenario and, therefore, staff is proposing the amendments below.

RECOMMENDATION:

Review and approve the revised bylaws.

IMPACT ON BUDGET:

None.

BACKGROUND:

In accordance with the bylaws, the CAC formed the nominating subcommittee at the May 12, 2024 CAC meeting. The subcommittee, comprised of members Bhumit Shaw, Gordon Cardona and Maria Aroch, contacted other committee members to determine if they wanted to nominate themselves or another CAC member. If a member nominates another CAC member, the subcommittee will contact the member to determine if they wish to run for a position. As of the release of the September 10, 2024 CAC meeting agenda, no active member is available to serve as an officer.

The duties of the chairperson require a considerable commitment of time and energy. The chair presides at monthly CAC meetings, actively collaborates with Access staff to develop the meeting agenda, represents the CAC at meetings of the Access Services Board of Directors as an ex-officio Board member. The chair also reports to the Access Board any actions taken by the CAC including the establishment of subcommittees, policy and operational recommendations, member concerns and potential agenda items for the next CAC meeting. Therefore, any CAC member who desires to run for the chairperson position must be mindful of the time commitment.

At the September 10 CAC meeting, staff presented bylaw changes that would allow a current officer to serve another one-year term if no other active member runs for office. Staff also presented bylaw changes that define "active member" status. The CAC approved the proposed bylaw changes and subsequently held officer elections to re-elect Chairperson Yael Hagen to a third one-year term and Vice-Chair Terri Lantz to a second one-year term.

The full markup of the bylaws follows this page.

ACCESS SERVICES COMMUNITY ADVISORY COMMITTEE (CAC)

REVISED BYLAWS (May 2020)

ARTICLE 1 – NAME

Section 1 - The name of the committee shall be the Access Services Community Advisory Committee (CAC).

ARTICLE 2 – PURPOSE

Section 1 - The CAC provides community input and advice to Access Services Board of Directors and staff concerning operational policy issues to impact and improve the Access Services transportation program.

Section 2 - While CAC is not intended to be a complaint resolution or appeals board, it does allow for public input at the regularly scheduled CAC meeting.

ARTICLE 3 - REPRESENTATION

Section 1 - The Access Services Board of Directors shall appoint a slate of fifteen (15) Los Angeles County residents comprised of; persons with disabilities who are frequent riders of Access Services, residents who demonstrate broad knowledge of the transportation use and needs of people with disabilities, or, where needed, persons with knowledge of specific disabilities to the CAC following receipt of an application for CAC membership and using the process outlined in Article 3.1. Representatives shall be appointed to ensure that the committee reflects both diversity across various types of disabilities and regional diversity across the geographic area being served by Access Services.

Section 2 - Removal of Representatives

2.1 - Representatives serve at the pleasure of the Access Services Board of Directors and may be removed at any time by a majority vote of the Access Services Board of Directors.

2.2 - A representative who misses three (3) meetings during each year of their term may be subject to removal from the CAC.

2.2.1 - The representative shall be requested to provide justification for continued service to a CAC subcommittee formed to review such justification.

2.2.2 – The subcommittee made up of two CAC members and an Access Services staff member not associated with the CAC will decide that those absences are justified or unjustified, or in the case that no justification is provided, a determination that the CAC member abandoned their position.

2.2.3 - The CAC Chairperson will forward the subcommittee’s recommendation to the Access Services Board of Directors.

2.2.4 - The Access Services Board of Directors will then make the final determination whether to remove the representative.

ARTICLE 3.1 - MEMBERSHIP APPLICATION PROCESS

Section 1 - Any CAC Membership opening will be posted publicly on the agency website along with distribution to interested stakeholders such as: the Los Angeles County Independent Living Center Collaborative and the Los Angeles City and County Commissions on Disabilities.

Section 2 - Applicants will be required to have attended at least two (2) meetings of the CAC as a member of the general public within a recent six-month period.

Section 3 - All applications for CAC membership received prior to, or subsequent to, the posting of an opening will be kept on file in accordance with provisions in Article 3 Section 6. Applications will be reviewed by a CAC Member Selection subcommittee of no less than three (3) CAC members and the Access Services CAC staff liaison. The subcommittee will ensure that the basic qualification requirements of CAC meeting attendance and CAC diversity needs, as described in Article 3 Sections 1 and 2, are met.

Section 4 - Applicants that meet the basic qualifications as determined by the CAC Member Selection subcommittee will be offered the opportunity to attend an in-person interview with the CAC Member Selection Subcommittee and Access Services staff liaison. Applicants who do not meet the basic qualifications will be informed in writing of the subcommittee's decision and will be extended an offer to apply for future open positions.

Section 5 - Following the application review process for qualifications and after any in-person interviews as specified in Article 3, Section 4, the CAC Member Selection subcommittee will meet in person or through other means, such as by teleconference, to select the subcommittee's member recommendation(s) for ratification by the full CAC to fill the vacant position(s).

Section 6 - Applicants who meet the basic qualifications but who are not selected by the CAC Member Selection subcommittee, as specified in Article 3, Section 5, will be offered the option to have their application kept on file and maintained for three (3) years. When a CAC vacancy occurs, these qualified applicants will be contacted to affirm their continued interest in serving on the CAC. If applicants are still interested in serving on the CAC, they will be given the opportunity to update their application for the review process as outlined in Article 3, Section 2.

Section 7 - Applicant(s) ratified by the full CAC will be forwarded to the Board of Directors for final review and approval. The Applicant must attend this Board meeting.

Section 8 - Orientation. New members approved by the Board of Directors will be provided an orientation which includes: ADA paratransit regulations, open meeting rules, Robert's rules of order, and recent developments.

ARTICLE 4 – TERMS

Section 1 - There shall be eight (8) representatives appointed to a two-year term (known as Group A) and seven (7) representatives appointed to a two-year term (known as Group B). Group A members have term expiration dates which occur on even numbered years. Group B members have term expiration dates which occur on odd numbered years. Members will be reappointed every two years on the date of the Board of Directors meeting.

Section 2 - Representatives who are unable to complete their terms may submit their resignations to the Committee through the Access Services staff liaison. The Access Services staff liaison and the Committee will recommend any new members as vacancies occur. Access Services staff will provide nominations to the Board of Directors for all vacancies. There shall be no limit to the number of terms an individual may serve.

ARTICLE 5 - OFFICERS

Section 1 - The CAC will have a Chairperson and a Vice-Chairperson.

Section 2 - Officers Election Process

2.1- A nominations subcommittee consisting of 3-5 CAC members shall be appointed by the CAC during one of its regular meetings but no later than July 30.

2.2 - Nominations subcommittee members cannot be nominated for officer positions

2.3 - The nominations subcommittee will contact each CAC member and determine if they wish to nominate themselves or another CAC member.

2.4 - The nominations subcommittee will then contact those CAC members nominated by another member to determine if they wish to run for election.

(Proposed Change)

2.5 – Only an active member in good standing is eligible to run for office. An “active member” is defined as: a) A member who has been on the CAC for at least one year. b) A member who consistently attends CAC meetings on a regular basis and actively participates in discussions. c) A member who has not missed more than three meetings during each year of their term without notifying staff or other CAC members of the reasons for their absence.

2.6 - Any CAC members can also submit their nomination from the floor on the day of the election.

2.7 - Each nominee will present either a written or verbal platform speech/presentation at the September CAC meeting, or the next scheduled CAC meeting and officers shall be chosen by private ballot of 51% of the CAC present.

2.8 - New officers will be provided specific enhanced orientation on Robert’s Rules or Order and open meeting requirements prior to being seated.

Section 3 - Terms and Appointment Process

3.1 - Officer Terms are one year and will be limited to no more than two consecutive terms served by any one individual.

(Proposed Change)

3.2 – If the Nominations Subcommittee reports that no other active CAC member is available to serve as an officer, then the bylaws shall permit the current officer(s), even if they are termed out, to serve another one-year term until the next officer election. This exception can only take effect if no active member runs for office during the election.

3.3 - Committee members will recommend the elected Chairperson and Vice-Chairperson for consideration by the Board of Directors Chairperson. If ratified by the Board Chair, the term is one year from September.

Section 4 - Duties of the Chairperson

4.1 - Preside at the CAC meetings.

4.2 - Develop an Agenda, in collaboration with Access Services staff liaison, based on Access Services staff requests for agenda items to discuss and CAC Member requests for agenda items to discuss.

4.3 - Represent the CAC at meetings of the Access Services Board of Directors as an ex-officio Board Member

4.4 - Reports to the Access Services Board actions taken by the CAC including the establishment of subcommittees, policy and operational recommendations, CAC concerns and potential agenda items for the next CAC meeting.

Section 5 - Duties of the Vice-Chairperson

5.1 - Perform the duties of the Chairperson in the absence of the Chairperson.

Section 6 - Vacancies of Officer Positions

6.1 - A Vacancy of an Officer position shall exist in the following circumstances: (1) The resignation or death of an officer; (2) The removal of an officer by a ROLL CALL VOICE VOTE of a majority of the committee; or (3) The removal of an officer as a representative on the CAC by the Board of Directors as provided in Article 3, Section 2 of these Bylaws.

Section 7 - Filling Vacancies of Officer Positions

7.1 - In the event of a vacancy of the officer position of Chair, the presiding Vice-Chair Officer will automatically assume the role of Chair.

7.2 - There will be an election conducted for the vacant Vice-Chair position by using the process in Article 5 Section 2.

ARTICLE 6 – SUBCOMMITTEES

Section 1 - The CAC may establish subcommittees which will be charged with a specific purpose or task.

1.1- Subcommittee membership will be appointed by the CAC Chairperson or in the absence of the Chairperson the Vice- Chairperson.

1.2- Subcommittee Officers; A Chairperson and Vice-Chairperson will be elected by the subcommittee. Standing subcommittee's Chairperson and Vice-Chairperson will be elected by the Standing Subcommittee using the process outlined in Article 5. Officers shall be presented to the CAC for approval serving for a one-year term.

1.3 - Members will include CAC members.

1.4 - Members may include non-CAC members who have expertise, insight, knowledge, or specific interest in the specific purpose or task.

1.5 - Subcommittees will encourage open discussion and dialogue with all persons attending their meetings.

1.6 - All subcommittee meetings that are standing subcommittees or which comprise a quorum of CAC members shall be posted according to the Brown Act. An Access Services staff person will be assigned to each subcommittee and will attend subcommittee meetings.

1.7 - Subcommittees shall report their activities to the CAC on a regular basis. The CAC shall take recommendations under advisement and determine further action, if appropriate.

Section 2 - The CAC shall have a standing subcommittee called the Quality Services Subcommittee (QSS).

2.1 – The purpose of the Quality Services Subcommittee (QSS) is to monitor the quality of service of Access Services and to make comment and recommendations to the CAC.

2.2 - Composition –

2.2.1 - One Access Services rider from each existing service region appointed by the CAC.

2.2.2 - One additional appointment from each existing service region appointed at the discretion of the CAC.

2.2.3 - Access Services staff from Operations and Customer Service appointed by Access Services Executive Director (non-voting members).

2.2.4 - A representative from each transportation contractor appointed by Access Services Executive Director.

2.2.5 - A member of the Board of Directors of Access Services appointed by the Board of Directors.

2.2.6 - At least one member from the CAC appointed by the CAC.

2.3 - Terms shall be for one year commencing in _____ with a _____ appointment.

2.4 - The Quality Services Subcommittee shall meet at least quarterly. QSS will select a member to report activities/recommendations at the next following CAC meeting using format developed by the CAC.

ARTICLE 7 - MEETINGS

Section 1 - The CAC shall meet once a month on the second Tuesday of every month at a location approximately centralized to the population of the County of Los Angeles, adjacent to public transportation and in an Americans with Disabilities Act (ADA) compliant venue.

Section 2 - CAC meetings are subject to the Ralph M. Brown Act (Government Code Section 54952.3), requiring that all meetings involving CAC deliberations are open to the public, with advance posting of agenda(s).

Section 3 - CAC meetings shall be conducted under Roberts Rules of Order, except where these Bylaws provide other provisions.

Section 4 - Special meetings of the CAC may be called by Access Services staff or at the request of the Chairperson.

Section 5 - To facilitate full discussion of issues by the CAC, members of the public will be given the opportunity to comment prior to CAC discussion.

5.1 - Public comment will be limited to brief comments, as directed by the Chairperson, on each agenda item. As appropriate, the Chairperson may suggest staff contact the member of the public making comment directly regarding specific questions.

Section 6 - Change in meeting location, date or special meeting requires representatives to be notified at least seven (7) days in advance and follows the required posting procedure.

Section 7 - Alternative formats are available, upon request, by contacting Access Services three (3) business days prior to the date of a meeting to assure availability.

Section 8 - Minutes of the Committee shall be recorded by Access Services staff and returned to the Committee for review and approval. Approved Minutes of the Committee shall be forwarded to the Access Services Board of Directors in a format that is accessible to individual Board Members.

ARTICLE 8 - VOTING/QUORUM

Section 1 - A majority of the representatives currently appointed must be present at a meeting for a quorum.

Section 2 - An affirmative vote of a majority of the representative's present is required for any action items.

Section 3 - A representative must be present at the time of a vote to vote on a particular issue.

Section 4 - An absent representative cannot authorize a proxy vote.

Section 5 - Representatives are expected to actively participate in regularly scheduled CAC meetings and Subcommittee meetings.

ARTICLE 9 - COMPENSATION AND REIMBURSEMENT

Section 1 - Per the Access Services Board of Directors, CAC Representatives may receive such compensation, if any, for their services as committee representatives or officers, and such reimbursement of expenses.

Section 2 - Per the Board of Director's action, CAC Representatives are provided stipend FOR EACH meeting in which their attendance is requested by Access Services staff or Board of Directors.

Section 3 - Compensation is limited to two (2) stipends monthly for CAC Representatives.

ARTICLE 10 – AMENDMENTS

Section 1 - These Bylaws may be amended at any regularly scheduled Committee meeting as defined by Articles 7 and 8 above, subject to final approval of the Access Services Board of Directors.

SEPTEMBER 16, 2024

TO: BOARD OF DIRECTORS

FROM: RICK STREIFF, SENIOR MANAGER OF FLEET DESIGN AND MAINTENANCE
BRIAN SELWYN, MANAGER OF PROCUREMENT AND CONTRACT ADMINISTRATION

RE: CONSIDERATION TO APPROVE PURCHASE AUTHORIZATION FOR ADA PARATRANSIT VEHICLES

ISSUE:

Board approval is required to purchase up to one hundred sixty-four (164) accessible vehicles for ADA paratransit service, as outlined in the FY25 budget, including up to two (2) electric ADA paratransit vehicles.

RECOMMENDATION:

Authorize the Executive Director to negotiate contracts with public agencies such as the State of California, the CalAct/MBTA Purchasing Cooperative, or other similar agencies to purchase up to 164 ADA paratransit vehicles, including up to two (2) electric vehicles, in an amount not to exceed \$22,980,000.

IMPACT ON BUDGET:

The funds needed for the purchase of the 164 vehicles will come from the FY25 authorized capital program utilizing local Proposition C, and/or other funds as may be made available by the regional planning agency. The proposed total expenditure includes applicable sales tax, licenses and fees.

ALTERNATIVES CONSIDERED:

None. The vehicles are needed to replace a similar number of vehicles which have reached or surpassed their established useful lifespan. This purchase will allow Access to continue to provide service to its customers in safe and fuel-efficient vehicles.

EFFECT OF APPROVAL OF STAFF RECOMMENDATION:

Should the staff recommendation be approved by the Board, staff would be authorized, but not required, to negotiate and enter written contracts for the purchase of vehicles upon terms and conditions no less favorable to Access Services than those proposed above. Access would not be legally bound to the vehicle purchase contracts unless such contracts are incorporated into a formal written agreement executed by all parties thereto and approved as to form by this entity’s legal counsel.

BACKGROUND

Access service provider contracts stipulate that most vehicles will be replaced when they reach 250,000 miles, and the proposed vehicles purchased would replace the vehicles that will reach or have reached the mileage threshold.

As of late 2020, the MV-1 and the Dodge Caravan ceased production. Staff had anticipated this change and were prepared to switch to another vehicle type that would be well suited to ADA paratransit service: the Ram Promaster van.

In prior fiscal years, the pandemic impacted the scheduled replacement and delivery of ADA vehicles. The pandemic impact has subsided, and vehicle suppliers are back up to full production and are expected to deliver all prior orders before the end of this calendar year.

However, well over 50% of the fleet exceeds the contractual limit of 250,000 miles or over four years old and is due for replacement.

Staff anticipates that the Ram Promaster vans will be built by Sunset Vans in Riverside, California, the current supplier of the Promaster vans converted for ADA paratransit service; Ford Cutaway replacements will be Turtle Tops built in New Paris, Indiana; and any electric ADA vans would be procured from RO Bus Sales.

Currently, Sunset Vans is filling prior year orders for the Promaster vans that staff anticipates will be delivered by October and Turtle Tops that have an expected delivery of January 2025.

It is imperative that orders for vehicles be placed as soon as possible in order to allow for replacement of our aging fleet and to permit the agency to continue to deliver excellent ADA paratransit services to the region.

Staff has reached out to local suppliers in anticipation of Board approval and estimates vehicle delivery as follows:

Order date October 1, 2024

10/31/2024 20 units

11/30/2024 25 units

12/31/2024	25 units
1/31/2025	25 units
2/28/2025	25 units
3/31/2025	25 units
4/30/2025	Up to 19 units

The acquisition of electric vehicles for use in a pilot project is now possible as at least one such vehicle is available through the CalAct/MBTA Purchasing Cooperative. The purchase and testing of a small number of electric vehicles will help Access determine the feasibility of incorporating them into our ADA paratransit fleet in the future.

SEPTEMBER 16, 2024

TO: BOARD OF DIRECTORS

FROM: HECTOR RODRIGUEZ, DEPUTY EXECUTIVE DIRECTOR

RE: CONSIDERATION TO APPROVE TAX-EXEMPT BOND FINANCING
RESOLUTION

ISSUE:

Board approval of the attached resolution is required to finance part of the purchase of an operating facility for ADA paratransit service.

RECOMMENDATION:

Authorize the Access Board Chair to sign the attached resolution in order to obtain tax-exempt financing.

IMPACT ON BUDGET:

Board authority is required to secure tax-exempt financing for the acquisition of an operating facility. Should the Board approve the resolution and separately approve the purchase, the resolution will authorize staff to seek tax-exempt financing to lower acquisition costs. Should the Board not approve the resolution, staff will seek conventional financing that will increase interest fees over the term of the loan by \$1.5 million to \$2 million.

ALTERNATIVES CONSIDERED:

Staff sought pricing from several banks utilizing traditional financing. The pricing for traditional loans for the desired amounts would be 1.5% to 2% higher than bond financing. Over the proposed seven (7) year term of a loan, the additional cost could amount to at least \$1.5 million to as much as \$2 million more depending on other loan requirements.

Due to the much higher financing cost, staff does not recommend traditional financing.

EFFECT OF APPROVAL OF STAFF RECOMMENDATION:

Should the staff recommendation be approved by the Board, the Access Board chair would be authorized to sign and approve the resolution. The resolution would allow staff to continue to seek bond financing and have it in place should the Board, in a separate action, authorize staff to finalize the purchase of an operating facility.

BACKGROUND

In order to keep acquisition costs as low as possible, staff seeks to finance part of the facility cost utilizing tax-exempt bond financing. The tax-exempt bonds would be privately sold to the bank.

The tax-exempt bonds/obligations would be issued by the California Infrastructure and Economic Development Bank (IBank).

IBank prefers to receive the application documents with the application no later than 35 days prior to the IBank Board Meeting date. Substantially Final Draft of Bond Documents should be received no later than 22 days prior to the IBank Board Meeting date.

In addition, IBank requires a copy of the executed Applicant's Board Resolution (if applicable), authorizing the bond financing with IBank, no later than 7 days prior to the IBank Board Meeting date.

IBank typically meets only once a month on the fourth Wednesday of the month. Because of Access' Board meeting schedule, the Board resolution should be approved this month to meet the deadlines imposed by IBank.

**RESOLUTIONS OF THE BOARD OF DIRECTORS
OF ACCESS SERVICES**

The Board of Directors (the “Board”) of Access Services, a California nonprofit public benefit corporation (the “Corporation”), does hereby adopt and approve the following resolutions and declare them to be in full force and effect at this meeting of the Board on September 23, 2024:

WHEREAS, the Corporation proposes to (a) finance, refinance, and/or reimburse itself for all or a portion of the costs of the acquisition, construction, improvement, furnishing and equipping of the Corporation’s paratransit service facilities located at 15915 South Avalon Boulevard, Compton, California (the “Facilities”), (b) pay interest on the loan obligations incurred in connection with such financing, refinancing and/or reimbursement, and (c) pay certain costs of issuance and related costs in connection with such financing, refinancing and/or reimbursement (collectively, the “Project”); and

WHEREAS, the Corporation proposes that the Project be undertaken with the proceeds from the sale of obligations (the “Obligations”) issued in an aggregate principal amount not to exceed \$25,000,000, the interest on a portion of which may be excluded from gross income for federal income tax purposes;

WHEREAS, the Obligations will be issued by the California Infrastructure and Economic Development Bank (the “Issuer”) pursuant to a Loan Agreement among CN Financing, Inc., a California corporation (the “Lender”), the Issuer and the Corporation; and

WHEREAS, the Corporation proposes to enter into an ISDA Master Agreement (including the Schedule thereto) and, from time to time, one or more Confirmations (collectively, the “Swap Documents”), with the swap provider named therein (the “Swap Provider”) in connection with one or more of the Obligations to fix the interest rate on the applicable Obligations (the “Swaps”);

NOW, THEREFORE, IT IS HEREBY RESOLVED that:

Section 1. The Corporation approves and consents to the undertaking of the Project, the issuance of the Obligations and entering into the Swaps.

Section 2. The Corporation approves the following documents and agreements and authorizes the Chair of the Board, the Executive Director and the Deputy Executive Director of the Corporation, each acting alone (collectively, the “Authorized Officers” and each an “Authorized Officer”), to execute each of such documents and agreements for and on behalf of the Corporation (collectively, the “Transaction Documents”):

- (a) the Loan Agreement;
- (b) the Tax Regulatory Agreement, between the Corporation and the Issuer;
- (c) the Deed of Trust with Assignment of Leases and Rents, Security Agreement and Financing Statement, from the Corporation in favor of CN Financing, Inc. (the “Collateral Agent”);
- (d) the Environmental Indemnity Agreement, by the Corporation in favor of the Lender, the Swap Provider and the Collateral Agent;
- (e) the Swap Documents; and

(f) any other documents, instruments or certificates required by the Issuer, the Lender or the Swap Provider in connection with the Obligations or the Swaps.

Section 3. The Authorized Officers are authorized from time to time to execute renewals, extensions or amendments of any and all Transaction Documents.

Section 4. The authority hereby granted shall apply with equal force and effect to the successors in office of the Authorized Officers. All actions heretofore taken by the officers and agents of the Corporation in connection with the Project, the Swaps and the Transaction Documents are hereby approved, confirmed and ratified as acts and deeds of the Corporation.

Section 5. Each of the Authorized Officers is hereby authorized and directed, for and on behalf of the Corporation, to execute and deliver the Transaction Documents (with such changes, insertions and omissions as such Authorized Officer executing such documents may require or approve, such requirement or approval to be conclusively evidenced by the execution of the Transaction Documents by the Authorized Officer), to execute and deliver all other documents and instruments, and to take such other action in consummation of the transactions herein contemplated, as the Authorized Officer shall deem to be necessary or desirable.

Section 6. The Corporation is hereby authorized to enter into one or more interest rate swap, foreign exchange, and other derivative transactions, and related agreements, with the Swap Provider, subject to such changes as may be approved by an Authorized Officer, such officer's signature on such documents to constitute conclusive evidence of such approval.

Section 7. The Corporation approves and adopts the Post-Issuance Compliance and Remedial Action Procedures attached hereto as **Exhibit A**, and hereby designates the Deputy Executive Director as the Responsible Person in connection with ensuring compliance with such Post-Issuance Compliance and Remedial Action Procedures.

[Execution Page Follows]

INTRODUCED AND ADOPTED at a meeting of the Board on September 23, 2024.

By _____

Theresa DeVera
Chair of the Board of Directors

Attest:

By _____

Secretary of the Board

EXHIBIT A

POST-ISSUANCE COMPLIANCE AND REMEDIAL ACTION PROCEDURES

Access Services, a California nonprofit public benefit corporation (the “Corporation”), hereby adopts the procedures described herein (the “Procedures”) as its written procedures for post-issuance compliance and remedial action applicable to tax-advantaged bonds, notes, leases, certificates of participation or similar (collectively, “Obligations”) heretofore and hereafter issued or executed and delivered by it or on its behalf. These Procedures are intended to supplement any previous post-issuance compliance and remedial action procedures that may have been adopted by the Corporation and any procedures evidenced in writing by any tax document for any Obligations heretofore or hereafter issued, entered into or executed and delivered by it or on its behalf, the related information returns filed in connection with any Obligations and the instructions to such information returns.

1. Responsible Person. The Corporation has assigned the Deputy Executive Director as the responsible person (the “Responsible Person”) for ensuring post-issuance and remedial action compliance with the requirements of any tax and financing documents for Obligations. This responsibility is included in the job description for the Responsible Person, and such person has or will review any prior post-issuance compliance and remedial action procedures, these Procedures, any tax documents for any Obligations heretofore or hereafter issued, entered into or executed and delivered by it or on its behalf, the related information returns, if any, filed in connection with any Obligations (such as IRS Forms 8038 or 8038-G) and the instructions to such information returns, and consult with bond counsel (currently Kutak Rock LLP) and other professionals as needed.

2. Succession Planning. The Corporation will ensure that, when the current Responsible Person leaves such person’s current position at the Corporation, the responsibility for financing and tax covenant compliance will be explained in detail to his or her successor, such successor will be provided compliance training (as further described in the following section), and notice of any succession will be given in writing to any applicable issuer of any obligations then outstanding.

3. Training. Compliance training for the Responsible Person should include, among other things, annual meetings with bond counsel to discuss monitoring compliance with applicable tax laws and attendance at post-issuance compliance trainings organized by bond counsel or the Internal Revenue Service or entities such as the Government Finance Officers Association or similar organizations.

4. Procedures for Timely Expenditure of Proceeds. The Corporation acknowledges that, at the time of issuance of the Obligations, it must reasonably expect to spend at least 85% of the net sale proceeds of the new money Obligations to carry out the projects financed with the proceeds of the Obligations within three years of the date such Obligations are originally issued, entered into or executed and delivered. The Corporation will treat as “sale proceeds” any amounts actually or constructively received by the Corporation from issuance or execution and delivery of the Obligations, including amounts used to pay accrued interest other than pre-issuance accrued interest. “Net sale proceeds” means the sale proceeds less any amounts deposited into reasonably required reserve or replacement or base rental reserve funds. The Corporation has established or will establish reasonable accounting procedures for tracking and reporting to the Responsible Person the expenditure of net sale proceeds.

5. Compliance with Arbitrage Yield Restriction and Rebate Requirements. The Responsible Person will create a system to ensure that for all applicable Obligations, not less than six months prior to each five-year anniversary of the closing date for Obligations, the Corporation will retain an arbitrage rebate consultant to prepare a report determining the yield of the

Obligations under the Internal Revenue Code of 1986, as amended (the “Code”), and whether there is any amount owed to the Internal Revenue Service under Section 148 of the Code.

6. Procedures to Comply with Remediation Requirements. The Responsible Person will establish and maintain a system for tracking and monitoring the use of the facilities financed or refinanced with the proceeds of Obligations to ensure that the use of all of such facilities will not violate the private business tests or the private loan financing test under Section 141 of the Code. If, after the issuance or execution and delivery of Obligations, the use of the facilities financed or refinanced with the proceeds of Obligations changes so that the private business tests or the private loan financing test would be met, or if another violation of these procedures occurs which requires correction, the Corporation will, in connection with consulting bond counsel, undertake a closing agreement through the Voluntary Closing Agreement Program of the Internal Revenue Service or take one of the actions permitted by the Code and associated regulations, which are described generally on Attachment I hereto.

7. Ongoing Procedures. The Responsible Person will review any prior procedures, these Procedures, tax and financing documents relating to Obligations, information returns for obligations and related instructions to such information returns, and the status and use of the obligation-financed or refinanced facilities on at least an annual basis and at the following intervals: (a) six months prior to each five-year anniversary of the issue or execution and delivery date of the Obligations; (b) within 30 days of the date the Obligations are finally retired, defeased, refunded or terminated; (c) when any rebate payment is made; (d) when a facility financed or refinanced with proceeds of Obligations is placed in service; (e) if the Corporation determines that a facility planned to be financed or refinanced with proceeds of Obligations will not be completed; and (f) if any of the representations, statements, circumstances or expectations of the Corporation that are set forth in the tax or financing documents for Obligations are no longer true, have changed or have not come to pass as described in such documents. This review will be made for the purposes of identifying any possible violation of federal tax requirements related to Obligations and to ensure the timely correction of those violations pursuant to the remedial action provisions outlined above or through the Voluntary Closing Agreement Program. If any possible violation is identified, the Responsible Person will notify the Corporation and the Corporation’s counsel or the Corporation’s bond counsel, if any, so that any existing or expected violation can be corrected.

8. Recordkeeping. The Responsible Person will develop and implement a system for maintaining records relating to these Procedures. Such records must be kept and maintained for the life of the related Obligations, and any Obligations that refund or refinance such obligations, plus at least four years (or such longer period as may be required in related tax documents for such obligations). These records may be maintained on paper, by electronic media or by any combination thereof.

**ATTACHMENT I TO
POST-ISSUANCE COMPLIANCE
AND REMEDIAL ACTION PROCEDURES
REMEDIAL ACTION PROCEDURES**

Capitalized terms used herein but not defined have the meaning assigned thereto in Section 5 below and in the Post-Issuance Compliance and Remedial Action Procedures to which these Remedial Action Procedures are attached. This attachment describes written procedures that may be required to be taken by, or on behalf of, an issuer of Obligations.

1. Background. The maintenance of the tax status of the Obligations (e.g., as tax-exempt obligations under federal tax law) depends upon the compliance with the requirements set forth in the Internal Revenue Code of 1986, as amended (the “Code”). *The purpose of this attachment is to set forth written procedures to be used in the event that any deliberate actions are taken that are not in compliance with the tax requirements of the Code (each, a “Deliberate Action”) with respect to the Obligations, the proceeds thereof or the facilities financed or refinanced by the Obligations (the “Facilities”).*

2. Consultation with Bond Counsel. If Deliberate Action is taken with respect to the Obligations and the Facilities subsequent to the issuance or execution and delivery of the Obligations, then the Corporation (and, if applicable, the conduit issuer) must consult with Kutak Rock LLP or other nationally recognized bond counsel (“Bond Counsel”) regarding permissible Remedial Actions that may be taken to remediate the effect of any such Deliberate Action upon the federal tax status of the Obligations. Note that remedial actions or corrective actions other than those described in this attachment may be available with respect to the Obligations and the Facilities, including remedial actions or corrective actions that may be permitted by the Commissioner through the voluntary closing agreement programs (VCAP) provided by the Internal Revenue Service from time to time.

3. Conditions to Availability of Remedial Actions. None of the Remedial Actions described in this attachment are available to remediate the effect of any Deliberate Action with respect to the Obligations and the Facilities unless the following conditions have been satisfied and unless Bond Counsel advises otherwise:

(a) The issuer of the Obligations reasonably expected on the date the Obligations were originally issued or executed and delivered that the Obligations would meet neither the Private Business Tests nor the Private Loan Financing Test of Section 141 of the Code and the Treasury Regulations thereunder for the entire term of the Obligations (such expectations may be based on the representations and expectations of the applicable conduit borrower, if there is one);

(b) The average weighted maturity of the Obligations did not, as of such date, exceed 120% of the Average Economic Life of the Facilities;

(c) Unless otherwise excepted under the Treasury Regulations, the Corporation (or, if applicable, a conduit issuer) delivers a certificate, instrument or other written records satisfactory to Bond Counsel demonstrating that the terms of the arrangement pursuant to which the Deliberate Action is taken is bona fide and arm’s-length, and that the non-exempt person using either the Facilities or the proceeds of the Obligations as a result of the relevant Deliberate Action will pay fair market value for the use thereof;

(d) Any disposition must be made at fair market value and any Disposition Proceeds actually or constructively received by the Corporation (or, if applicable, by a

conduit issuer) as a result of the Deliberate Action must be treated as gross proceeds of the Obligations and may not be invested in obligations bearing a yield in excess of the yield on the Obligations subsequent to the date of the Deliberate Action; and

(e) Proceeds of the Obligations affected by the Remedial Action must have been allocated to expenditures for the Facilities or other allowable governmental purposes before the date on which the Deliberate Action occurs (except to the extent that redemption or defeasance, if permitted, is undertaken, as further described in Section 4(A) below).

4. Types of Remedial Action. Subject to the conditions described above, and only if the Corporation (or, if applicable, a conduit issuer) obtains an opinion of Bond Counsel prior to taking any of the actions below to the effect that such actions will not affect the federal tax status of the Obligations, the following types of Remedial Actions may be available to remediate a Deliberate Action subsequent to the issuance of the Obligations:

(a) Redemption or Defeasance of Obligations.

(i) If the Deliberate Action causing either the Private Business Use Test or the Private Loan Financing Test to be satisfied consists of a fair market value disposition of any portion of the Facilities exclusively for cash, then the Corporation may allocate the Disposition Proceeds to the redemption of Nonqualified Obligations pro rata across all of the then-outstanding maturities of the Obligations at the earliest call date of such maturities of the Obligations after the taking of the Deliberate Action. If any of the maturities of the Obligations outstanding at the time of the taking of the Deliberate Action are not callable within 90 days of the date of the Deliberate Action, the Corporation may (subject generally to the limitations described in (iii) below) allocate the Disposition Proceeds to the establishment of a Defeasance Escrow for any such maturities of the Obligations within 90 days of the taking of such Deliberate Action.

(ii) If the Deliberate Action consists of a fair market value disposition of any portion of the Facilities for other than exclusively cash, then the Corporation (or, if applicable, a conduit issuer) may use any funds (other than proceeds of the Obligations or proceeds of any obligation the interest on which is excludable from the gross income of the registered owners thereof for federal income tax purposes) for the redemption of all Nonqualified Obligations within 90 days of the date that such Deliberate Action was taken. In the event that insufficient maturities of the Obligations are callable by the date which is within 90 days after the date of the Deliberate Action, then such funds may be used for the establishment of a Defeasance Escrow within 90 days of the date of the Deliberate Action for all of the maturities of the Nonqualified Obligations not callable within 90 days of the date of the Deliberate Action.

(iii) If a Defeasance Escrow is established for any maturities of Nonqualified Obligations that are not callable within 90 days of the date of the Deliberate Action, written notice must be provided to the Commissioner of Internal Revenue Service at the times and places as may be specified by applicable regulations, rulings or other guidance issued by the Department of the Treasury or the Internal Revenue Service. Note that the ability to create a Defeasance Escrow applies only if the Obligations to be defeased and redeemed all mature or are

callable within ten and one-half (10.5) years of the date the Obligations are originally issued or executed and delivered. If the Obligations are not callable within ten and one-half years, and none of the other remedial actions described below are applicable, the remainder of this attachment is for general information only, and Bond Counsel must be contacted to discuss other available options.

(b) Alternative Use of Disposition Proceeds. Use of any Disposition Proceeds in accordance with the following requirements may be treated as a Remedial Action with respect to the Obligations:

(i) the Deliberate Action consists of a disposition of all or any portion of the Facilities for not less than the fair market value thereof for cash;

(ii) the Corporation (or, if applicable, a conduit issuer) reasonably expects to expend the Disposition Proceeds resulting from the Deliberate Action within two years of the date of the Deliberate Action;

(iii) the Disposition Proceeds are treated as Proceeds of the Obligations for purposes of Section 141 of the Code and the Regulations thereunder, and the use of the Disposition Proceeds in the manner in which such Disposition Proceeds are in fact so used would not cause the Disposition Proceeds to satisfy the Private Activity Bond Tests;

(iv) no action is taken after the date of the Deliberate Action to cause the Private Activity Bond Tests to be satisfied with respect to the Obligations, the Facilities or the Disposition Proceeds (other than any such use that may be permitted in accordance with the Treasury Regulations);

(v) Disposition Proceeds used in a manner that satisfies the Private Activity Bond Tests or which are not expended within two years of the date of the Deliberate Action must be used to redeem or defease Nonqualified Obligations in accordance with the requirements set forth in Section 4(a) hereof; and

(c) Alternative Use of Facilities. The Corporation (and, if applicable, a conduit issuer) may be considered to have taken sufficient Remedial Actions to cause the Obligations to continue their applicable treatment under federal tax law if, subsequent to taking any Deliberate Action with respect to all or any portion of the Facilities:

(i) the portion of the Facilities subject to the Deliberate Action is used for a purpose that would be permitted for qualified tax-exempt obligations;

(ii) the disposition of the portion of the Facilities subject to the Deliberate Action is not financed by a person acquiring the Facilities with proceeds of any obligation the interest on which is exempt from the gross income of the registered owners thereof under Section 103 of the Code for purposes of federal income taxation; and

(iii) any Disposition Proceeds other than those arising from an agreement to provide services (including Disposition Proceeds arising from an

installment sale) resulting from the Deliberate Action are used to pay the debt service on the Obligations on the next available payment date or, within 90 days of receipt thereof, are deposited into an escrow that is restricted as to the investment thereof to the yield on the Obligations to pay debt service on the Obligations on the next available payment date;

Absent an opinion of Bond Counsel, no Remedial Actions are available to remediate the satisfaction of the Private Security or Payment Test regarding the same with respect to the Obligations. Nothing herein is intended to prohibit Remedial Actions not described herein that may become available subsequent to the date the Obligations are originally issued or executed and delivered to remediate the effect of a Deliberate Action taken with respect to the Obligations, the proceeds thereof or the Facilities.

5. Additional Defined Terms. For purposes of this attachment, the following terms have the following meanings:

“*Commissioner*” means the Commissioner of Internal Revenue, including any successor person or body.

“*Defeasance Escrow*” means an irrevocable escrow established to redeem obligations on their earliest call date in an amount that, together with investment earnings thereon, is sufficient to pay all the principal of, and interest and call premium on, obligations from the date the escrow is established to the earliest call date. A Defeasance Escrow may not be invested in higher yielding investments or in any investment under which the obligor is a user of the proceeds of the obligations.

“*Deliberate Action*” means any action, occurrence or omission by the Corporation (or, if applicable, by a conduit issuer) that is within the control of the Corporation (or, if applicable, by such conduit issuer) which causes either (1) the Private Business Use Test to be satisfied with respect to the Obligations or the Facilities (without regard to the Private Security or Payment Test), or (2) the Private Loan Financing Test to be satisfied with respect to the Obligations or the proceeds thereof. An action, occurrence or omission is not a Deliberate Action if (1) the action, occurrence or omission would be treated as an involuntary or compulsory conversion under Section 1033 of the Code, or (2) the action, occurrence or omission is in response to a regulatory directive made by the government of the United States.

“*Disposition Proceeds*” means any amounts (including property, such as an agreement to provide services) derived from the sale, exchange or other disposition of property (other than Investments) financed with the proceeds of the Obligations.

“*Nonqualified Obligations*” means that portion of the Obligations outstanding at the time of a Deliberate Action in an amount that, if the outstanding Obligations were issued or executed and delivered on the date on which the Deliberate Action occurs, the outstanding Obligations would not satisfy the Private Business Use Test or the Private Loan Financing Test, as applicable. For this purpose, the amount of private business use is the greatest percentage of private business use in any one-year period commencing with the Deliberate Action.

“*Private Activity Bond Tests*” means, collectively, the Private Business Use Test, the Private Security or Payment Test and the Private Loan Financing Test.

“*Private Business Tests*” means the Private Business Use Test and the Private Security or Payment Test.

“*Private Business Use Test*” has the meaning set forth in Section 141(b)(1) of the Code.

“*Private Loan Financing Test*” has the meaning set forth in Section 141(c) of the Code.

“*Private Security or Payment Test*” has the meaning set forth in Section 141(b)(2) of the Code.

“*Remedial Action*” means any of the applicable actions described in Section 4 hereof, or such other actions as may be prescribed from time to time by the Department of the Treasury or the Internal

Revenue Service, which generally have the effect of rectifying noncompliance by the Corporation with certain provisions of Section 141 of the Code and the Regulations thereunder and are undertaken by the Corporation to maintain the federal tax status of the Obligations.

6. Change in Law. This attachment is based on law in effect as of this date. Statutory or regulatory changes, including but not limited to clarifying Treasury Regulations, may affect the matters set forth in this attachment.

SEPTEMBER 16, 2024

TO: BOARD OF DIRECTORS
 FROM: F SCOTT JEWELL, DIRECTOR OF ADMINISTRATION
 RE: UPCOMING BOARD ITEMS

ISSUE:

The following items are tentatively scheduled to be addressed by the Board and its committees through November 2024.

October 28, 2024 - Board Meeting

Agenda Items:	Disposition:
Strategic Plan Update	Presentation
Renewal of Agency Insurance Policies	Action
Reappointment of TPAC members	Action
Northern Region Contract Extension	Action

November 6, 2024 - Annual Meeting - In-person at California Endowment

Agenda Items:	Disposition:
Establishment of Nominating Committees	Action