



Board of Directors Regular Meeting

March 10, 2021 | 10:00 a.m.

To be held by Zoom Video Conference

NOTICE IS HEREBY GIVEN that the members of the DCTA Board of Directors will be meeting via video conference using Zoom. The meeting will be made available to the public at the following web address <https://zoom.us/j/93584638173> or by joining via telephone by dialing the following number: +1 346 248 7799; Meeting ID: 935 8463 8173

CALL TO ORDER

INVOCATION

PUBLIC COMMENT

This agenda item provides an opportunity for citizens to address the DCTA Board of Directors on any agenda item(s) or other matters relating to DCTA. Each speaker will be given a total of three (3) minutes to address any item(s). Anyone wishing to speak shall be courteous and cordial. Any person who wishes to address the DCTA Board of Directors regarding any item(s) may do so by utilizing the "raise hand" function of the Zoom meeting at this time. Citizens that are not able to connect virtually to the Zoom meeting must email his or her public comment to lbaker@dcta.net no later than 3:00 pm on Tuesday, March 9, 2021 to ensure the comment will be read. The Board of Directors is not permitted to take action on any subject raised by a speaker during Public Comments. However, the DCTA Board of Directors may have the item placed on a future agenda for action; refer the item to the DCTA Administration for further study or action; briefly state existing DCTA policy; or provide a brief statement of factual information in response to the inquiry.

CONSENT AGENDA

1. Consider Approval of January 28, 2021 Meeting Minutes

([packet pages 7-14](#))

Action Item

Backup Information: Exhibit 1: January 28, 2021 Meeting Minutes

2. Consider Approval of Monthly Financial Statements for January 2021

([packet pages 15-22](#))

Action Item

Backup Information: Memo

Exhibit 1.1: Monthly Financial Statements – January 2021

Exhibit 1.2: Capital Projects Budget Report – January 2021

3. Consider Approval of Award of Bids for Fluids, Oils and Lubricants

([packet pages 23-131](#))

Action Item

Presenter: Nicole Recker, VP Mobility Services & Administration

Backup Information: Memo

Exhibit 1: RFB 21-03

Exhibit 2: Bid Tabulation

Exhibit 3: Bid Submittal J.A.M. Distributing dba Brenntag Lubricants Central

REGULAR AGENDA

1. **Presentation of Audit Report for Fiscal Year End 09/30/2020 by Weaver & Tidwell, LLP and Consider Approval of the FY2020 Financial Statements and Supplementary Information**
([packet pages 132-221](#))

Action Item

Presenter(s): Marisa Perry, CFO/VP Finance
Jennifer Ripka, Partner, Weaver and Tidwell, LLP
Backup Information: Memo
Exhibit 1: FY2020 Comprehensive Annual Financial Report (CAFR)
Exhibit 2: FY2020 Single Audit Report

2. **Consider Approval of RFP for Audit Services for FY2021-2023**
([packet pages 222-330](#))

Action Item

Presenter: Marisa Perry, CFO/VP Finance
Backup Information: Memo
Exhibit 1: Request for Proposals
Exhibit 2: Plante Moran Proposal
Exhibit 3: Evaluation Consensus Scores

3. **Consider Approval of Interlocal Agreement with DART for Cooperative Procurements**
([packet pages 331-335](#))

Action Item

Presenter: Nicole Recker, VP Mobility Services & Administration
Backup Information: Memo
Exhibit 1: Interlocal Agreement

4. **Consider Approval of Kittelson Task Order for Public Involvement Plan Services**
([packet pages 336-343](#))

Action Item

Presenter: Nicole Recker, VP Mobility Services & Administration
Backup Information: Memo
Exhibit 1: Kittelson and Associates Task Order 4

5. **Discuss Joint DCTA/DART Rail O&M Facility**
([packet page 344](#))

Discussion Item

Presenter: Kristina Holcomb, Deputy CEO
Backup Information: Memo

6. Discuss and Provide Staff Direction Regarding the Status of DCTA and Trinity Metro's Partnership for Joint Bus Operations & Maintenance

[\(packet pages 345-347\)](#)

Discussion Item

Presenter: Nicole Recker, VP Mobility Services & Administration

Backup Information: Memo

7. Review and Discuss MaaS Service Plan Update and Considerations

[\(packet pages 348-352\)](#)

Discussion Item

Presenter: Nicole Recker, VP Mobility Services & Administration

Chris Newport, Accenture

Backup Information: Memo

Exhibit 1: Service Transition Considerations

8. Review and Discuss Project Manager Office (PMO) Progress Report

[\(packet pages 353-364\)](#)

Discussion Item

Presenter: Nicole Recker, VP Mobility Services & Administration

Chris Newport, Accenture

Backup Information: Memo

Exhibit 1: PMO Status Report

9. Discuss Potential 35W Corridor High Intensity Bus Service

[\(packet pages 365-366\)](#)

Discussion Item

Presenter(s): Kristina Holcomb, Deputy CEO

Backup Information: Memo

10. Discuss Board Member Cybersecurity Training

[\(packet pages 367-374\)](#)

Discussion Item

Presenters: Kristina Holcomb, Deputy CEO

Javier Trilla, Director of Information Technology

Backup Information: Memo

Exhibit 1: HB 3834 (86th Legislature)

11. Staff Briefing on Recent Inclement Weather Response and Recovery

[\(packet pages 375-413\)](#)

Discussion Item

Presenter: Kristina Holcomb, Deputy CEO

Backup Information: Memo

Exhibit 1: Inclement Weather Media Coverage Report

Exhibit 2: Inclement Weather Social Media Tracking

12. Discuss Local & Regional Transportation Updates and Legislative Issues

Discussion Item

Presenters: Chris Watts, Board Chair
Dianne Costa, Highland Village Representative
Raymond Suarez, CEO

INFORMATIONAL REPORTS

1. Monthly Financial Reports

([packet pages 414-421](#))

Background: Memo 1: Monthly Sales Tax Receipts
Exhibit 1.1: FY21 Monthly Sales Tax Report
Memo 2: Monthly Mobility-as-a-Service Update
Memo 3: Budget Information
Exhibit 3.1: Proposed FY22 Budget Calendar

2. Ridership Trend Report

([packet pages 422-429](#))

Background: Memo
Exhibit 1: FY19, FY20, & FY21 Total Monthly Ridership – Rail
Exhibit 2: FY19, FY20, & FY21 Total Monthly Ridership – Bus
Exhibit 3: FY19, FY20, & FY21 Total Monthly Ridership – Access
Exhibit 4: FY19, FY20, & FY21 Total Monthly Ridership – On-Demand
Exhibit 5: A-train Ridership Pre- and During COVID-19 Comparison

3. Upcoming Brand Ambassador Services

([packet pages 430-437](#))

Background: Memo
Exhibit 1: Brand Ambassador Scope of Work

4. Community Advisory Committee Meeting Recap Report (Jan 2021)

([packet pages 438-450](#))

Background: Memo
Exhibit 1: Community Advisory Committee Recap Report (Jan 2021)

5. State & Congressional Legislative Updates

([packet pages 451-468](#))

Background: Memo
Exhibit 1: Transportation-Related Bill Tracking Report
Exhibit 2: Lieutenant Governor's Priority Bills
Exhibit 3: Capital Edge Congressional Briefing



6. Rider Alert/Email Marketing System RFP

(packet pages 469-473)

Background: Memo

Exhibit 1: Email Marketing Scope of Work

7. DCTA Priority Actions Flowchart

(packet pages 474-475)

Background: Exhibit 1: Updated DCTA Priority Actions Flowchart

FUTURE AGENDA ITEMS AND BOARD MEMBER REQUESTS

Staff will discuss proposed future agenda items. Board members may request an informational item or action item to be added to the next Board meeting agenda.

Backup Information: Exhibit 1: Board Agenda Outlook as of 3.03.2021 (packet page 476)

Next Scheduled Meeting Date: April 22, 2021

REPORT ON ITEMS OF COMMUNITY INTEREST

Pursuant to Texas Government Section 551.0415 the Board of Directors may report on following items: (1) expression of thanks, congratulations, or condolences; (2) information about holiday schedules; (3) recognition of individuals; (4) reminders about upcoming DCTA and Member City events; (5) information about community events; and (6) announcements involving imminent threat to public health and safety.

CONVENE EXECUTIVE SESSION

The Board may convene the Regular Board Meeting into Closed Executive Session for the following:

- A. As Authorized by Section 551.071(2) of the Texas Government Code, the Board of Directors Meeting may be Convened into Closed Executive Session for the Purpose of Seeking Confidential Legal Advice from the General Counsel on any Agenda Item Listed Herein or the Regular Board Meeting Agenda.

RECONVENE OPEN SESSION

Reconvene and Take Necessary Action on Items Discussed during Executive Session.

ADJOURN

Board Members:

Chris Watts, Denton, *Chair*

Cesar Molina, Denton County Seat 1, *Vice Chair*

Sam Burke, Denton County Seat 2, *Secretary*

Dianne Costa, Highland Village

TJ Gilmore, Lewisville

Non-Voting Board Members:

Mark Miller, Connie White, Dennie Franklin, Tom Winterburn, Joe Perez

Staff Liaison:

Raymond Suarez, CEO



This notice was posted on 3/4/2021 at 9:55 AM.

A handwritten signature in blue ink, appearing to read "L. Baker", is written over a horizontal line.

Lindsey Baker, Government Affairs Director, Interim FOIA

Joint Board of Directors Meeting Minutes for:January 28, 2021**Regular Meeting Minutes**

The Joint Board of Directors of the Denton County Transportation Authority convened the Joint Meeting of the Board of Directors with Cesar Molina, Vice Chair presiding on January 28, 2021 remotely using Zoom Meeting.

Attendance**Voting Members**

Chris Watts, Chair, Denton
Cesar Molina, Vice Chair, Denton County
Sam Burke, Secretary, Denton County
Dianne Costa, Highland Village
TJ Gilmore, Lewisville

Non-Voting Members

Tom Winterburn, Corinth
Dennie Franklin, Frisco
Connie White, Small Cities
Mark Miller, Flower Mound
Joe Perez, The Colony

NTMC Board

Dean Ueckert, Chair
Richard Hayes, Vice Chair
Don Combs, Member
Sara Hensley, Member
Raymond Suarez, Member

Legal Counsel

Joe Gorfida, NJDHS

DCTA Executive Staff

Raymond Suarez, CEO
Kristina Holcomb, Deputy Chief Executive Officer
Marisa Perry, Chief Financial Officer/Vice
President of Finance
Nicole Recker, Vice President of Mobility Services
and Administration

DCTA Staff Attendees

Lindsey Baker, Director of Government Affairs
Rose Jerome, Project Controls Coordinator
Athena Forrester, Assistant Vice President of
Regulatory Compliance/DBE Liaison
Amber Karkauskas, Controller
Whitney Trayler, Grants Manager
Sarah Hultquist, Mobility Service Coordinator
Rusty Comer, Manager of Bus Administration
Tim Palermo, Planning & Data Analytics Manager
Adam Wells, Desktop & Application Support
Specialist

Scheduled Guest Speakers

Chris Newport, Accenture
Rick Dennis, HillCo
Wayne Gensler, Trinity Metro
Kelli Shields, Trinity Metro
Jennifer Ripka, Weaver
Kristin Derryberry, Weaver

Public Attendees

Mayor Charlotte Wilcox, Highland Village Alternate
Kristin Green, Lewisville Alternate
RJ Garza, NTMC General Manager
Claire Powell, City of Lewisville
Paul Stevens, Highland Village
Brandi Bird, Bird Advocacy & Consulting
Justin Grass, DRC
Albert Dirla
Trey Pope
George Cisneros
Rachel Jenkins
Amy Moore
Paula Richardson
Dell Warnsley

CALL TO ORDER – *Chair Watts asked Vice Chair Molina to call meeting to order and announced the presence of quorum at 9:04 am.*

CALL TO ORDER NTMC BOARD OF DIRECTORS MEETING (NTMC BOARD CHAIR)

INVOCATION & MOMENT OF SILENCE IN MEMORY OF BRANDY PEDRON

PUBLIC COMMENT – *No public comments were made or submitted*

JOINT MEETING REGULAR AGENDA

1. Presentation of the FY2020 Preliminary Audit Report

- *Board Member Costa asked how long Weaver had been DCTA's auditors; Jennifer Ripka said this was the final year on the second contract term between DCTA and Weaver; Marisa Perry, CFO, mentioned that DCTA had an active RFP on the streets for audit services and staff would bringing a request for approval to the Board at the next meeting.*

2. DCTA Status Update on Bus Operations and Maintenance Partnership Exploration

- *Nicole Recker, VP Mobility Services & Administration provided a status update on exploration of a partnership with Trinity Metro for bus operations and maintenance. In an effort to provide more efficient bus operations and management services, and gain access to established technology platforms and practices, DCTA and Trinity Metro are exploring joint bus operations and maintenance through a local government corporation. DCTA and Trinity Metro perform materially identical functions and services, in the same region, and are pursuant to similar statutory authority and restrictions. Both agencies desire to operate state-of-the-art transportation systems and to provide their patrons the highest achievable level of service. Those and other shared characteristics make DCTA and Trinity Metro ideal candidates for mutually advantageous collaboration and cooperation.*

3. Trinity Metro Status Update on Bus Operations and Maintenance Partnership Exploration

- *Wayne Gensler, Trinity Metro presented on behalf of CEO Bob Baulsir.*

4. DCTA Service Plan Update & MaaS Proposal Presentation

Nicole Recker, VP Mobility Services & Administration, provided an updated on the service plan and MaaS proposal. Staff will be requesting that the DCTA board consider awarding MaaS Task Order #2 to River North Transit (Via). River North Transit (via) estimates an annual cost of \$3,600,000 for the initial year of service and \$4,680,000 for the second year of service. Portions of the proposed service have the potential to be federally reimbursed. The extent of federal reimbursement is dependent on the service solutions established with River North Transit (Via).

5. Discuss Potential DCTA Bus Operations Impacts to NTMC and Provide Direction to NTMC Board

- *Discussion led by Chair Watts and Raymond Suarez.*

6. NTMC 2021 Board Meeting Calendar & Future Agenda Items

- *Kristina Holcomb presented the proposed NTMC calendar of meetings for 2021. The proposed calendar was provided in the meeting packet.*

JOINT MEETING INFORMATIONAL REPORTS – No questions asked on Info Reports.

- 1. DCTA Priority Actions Progress Report** *Priority Actions Flowchart and memo were provided in meeting packet.*
- 2. NTMC GM Report** *January GM Report was provided in meeting packet.*
- 3. NTMC Financial Statements for FY2021 Year to Date November 2020 and December 2020** *Financial Statements provided in meeting packet.*
- 4. NTMC CBA Negotiation Progress Report** *As NTMC approaches the expiration of the CBA, they are required to provide notice of their request to bargain at least sixty (60) days prior to March 31, 2021. NTMC received official notice from ATU 1338 to bargain on January 4, 2021 and NTMC confirmed receipt of request – which meets the requirements set forth in the CBA.*

ADJOURN NTMC BOARD OF DIRECTORS MEETING AND CONTINUATION OF DCTA BOARD OF DIRECTORS MEETING at 11:21 a.m.

[Board Vice Chair Molina made a motion to recess the meeting for short break at 11:21 a.m. The time of recess expired, and the meeting resumed at 11:34 a.m.]

CONSENT AGENDA

- *Board Member Costa presented motion to approve Consent Agenda Items. Secretary Burke seconded the motion. Motion passed unanimously by the Board with no abstentions.*
- 1. Consider Approval of December 10, 2020 Meeting Minutes** *Minutes provided in meeting packet*
 - 2. Consider Approval of Monthly Financial Statements for November & December 2020 and Quarterly Reports for Q1 FY21** *Financial statements provided in meeting packet.*
 - 3. Consider Approval of Assignment of Ground Lease to Eastsky Hebron Phase 3 and 4 Owner LLC.** *Memo and Interlocal Agreement provided in meeting packet.*
 - 4. Consider Approval of the Interlocal Agreement with City of Lewisville for Rail Crossing Modifications at Andes Metals** *Memo and Interlocal Agreement provided in meeting packet.*

REGULAR AGENDA

1. Discuss Board Communications, Meeting Process, and Materials

- *Board Member Costa indicated that she would like an Attendee List ahead of future meetings.*

- Board Members: Costa, Gilmore, Franklin, Molina suggested sending Board emails Bi-weekly going forward.
- Board Member Burke suggested creating a 1-page briefing.

2. Presentation Regarding Quarterly Agency Updates

- a. **PTC Certification, Fiber Project Partnerships, NCTCOG Policy Bundle TDC Award**
- Kristina Holcomb, Deputy CEO presented the following: completion of PTC Certification for DCTA and recognized Rony Philip who lead the effort and completion few months prior to the necessary FRA completion date.
- b. **PTASP Certification and Marketing & Community Outreach Updates** *Discussion only. No action taken.*
- c. **Rail Liability Insurance, Agency Finance Awards** *Discussion only. No action taken.*

3. Consider Approval of Resolution R21-01 Approving FY21 Budget Revision 2021-02

- Marisa Perry, Chief Financial Officer led the discussion on the following: Sales Tax surpassed current budget as well as prior year. Bring additional budget amendment to Board. YTD – FY21 at 2million over budget which is 1million prior year.
- Board Member Costa asked for further clarification of merit increases from Segal Waters.
- Board Member Gilmore asked for Comp Study be sent to members as backup. Staff indicated that this was mailed out in November in reference to the Transformation Study.
- Vice Chair Molina asked for Action to approve.
- Board Member Gilmore: Cap the TRiP Administrative Fee to 100k with the understanding that staff will come back if it should exceed that.
- Marisa Perry, Chief Financial Officer reiterated: With Board's approval of the Budget Revision presented with Adjustment reducing the \$295k to \$100k. Approval of resolution R-21.01.
- A Motion to approve Agenda Item 3 as presented was made by Board Member Gilmore. The motion was seconded by Vice Chair Molina. All board members voted yes. Motion passed unanimously by the Board with no abstentions.

4. Consider Approval of the Accenture Task Order #2 PMO Services

- Nicole Recker, VP of Mobility Services & Administration presented the following: Staff recommends that the Board approve TO#2 PMO Services for Accenture.
- Chair Watts: asked for re-explanation of TO#1
- Board Member Gilmore asked if DTCA can make some decisions without Accenture recommendations
- Board Member Costa: indicated that this was a good investment; we have started with this program and let us finish. Board Member Costa made a motion to approve.
- Chair Watts seconds the motion
- Board Member Burke: indicated that he would like to see at the end of TO#2, all recommendations by Accenture and not need a TO#3 in order to complete

– All in Favor with no oppositions

5. Consider Approval and Award of Mobility as a Service Contract to River North Transit, LLC (VIA)

- Nicole Recker, VP of Mobility Services & Administration presented the following: Staff recommends that the Board award Service Contract to River North Transit (VIA). Upon award, staff would work with each of the 3 member cities and also work with the cities to refine the service proposal to meet the needs of each city. Final proposed service plan would go to the public for required FTA public involvement process. Also conduct a Title VI analysis. Final service plan would come back to the Board in June/July for final approval. This would kick start the time of actual service possibly Aug/Sept timeframe.
- Chair Watts: Motion to approve for base level 1 & base level 2.
- Board Member Gilmore: Second the motion
- DCTA Nicole Recker: Clarified that this Agenda recommendation was solely for the contract with VIA.
- Secretary Burke: indicated that he was excited for the member cities; moving forward towards unity.
- Chair Watts asked how this would affect questions/issues with public.
- DCTA Nicole Recker indicated that internal teams will share a 90 day Outreach period after all City Roundtables and to make sure that all 3 member cities were in alignment.
- Chair Watts: made a motion to Approve award to the MaaS contract to VIA with preference of scenario 1 service plan contingent upon satisfying all Federal Regulations for change in service plans.
- Board Member Gilmore: Second the revised motion with a friendly amendment of direction towards option 2 of the 4 provided with preference on base level 2.
- Vice Chair Molina: Votes all in favor with no oppositions

6. Consider Approval of City of Lewisville TRiP Project Pre-Award Authority Request and Authorize CEO to negotiate and enter into a Project Funding Agreement with the City of Lewisville

- Kristina Holcomb, Deputy CEO presented the following: Kristina reiterated that in November the Board approved the TRiP program. In the policy member cities could submit projects and this is first request. City of Lewisville has submitted a Trail Project 1.6 mile of trail which will cost 1.76 million. Also included is to authorize the CEO to negotiate and enter into Project Funding Agreement with City of Lewisville. As a result, DCTA & Legal are working with City of Lewisville to create a Project Funding Agreement.
- Vice Chair Molina asked Board Member Gilmore if there were any questions.
- Board Member Gilmore indicated that this seemed to be a smooth process on both sides.
- Board Member Costa: Motion to approve
- Secretary Burke: Second the motion
- Votes all in favor with no oppositions

7. Presentation and Introduction to Federal Transit Administration (FTA) Formula Funds

- *Presentation by Whitney Traylor, Grants Manager*
- *Information Only; No Questions asked; No Action Required*

8. Discuss Status of the DCTA/DART Regional Joint Rail Operations Facility Partnership

- *Kristina Holcomb, Deputy CEO presented the following: DCTA continues to meet with DART. DART has done a feasibility study about having a permanent facility on DCTA property. Recent discussion, DART has asked DCTA to lead the construction of the temporary facility at Rail OMF. DART's new vehicles are estimated to arrive within the next 22-24 months. Eventually the permanent facility at Rail will be a Joint Operation for both DCTA and DART. Next step is to bring ILA to the board. Modifications will be made to the existing ILA and then presented.*
- *No questions asked*
- *Informational Only; No Action Required*

9. Receive an Update on the 87th Texas Legislative Session and Provide Direction to Staff Regarding Agency's Stated Legislative Agenda

- *Raymond Suarez, CEO presented the following: Indicated at this time its in our best interest to continue to research on P3's and ask the Board not to pursue P3 language this session.*
- *Board Member Gilmore: Asked what is the advantage of standing down?*
- *Raymond Suarez, CEO: asked "What advantages does P3 give us that we are not able to do today?" Member cities have a lot of this language already. Trinity Metro will move forward without DCTA and will provide a letter of support. Possibly pursue this again for the next Legislative Session.*
- *Chair Watts: This issue is not right for the agency at this time.*
- *Board Member Costa: Information she received at the RTC, the goal is to continue to work and get approval at a later date.*
- *Vice Chair Molina: General Consensus is not to pursue at this time.*

10. Discuss Local, Regional Transportation and Legislative Issues

- *Board Member Costa: discussed the RTC meeting that was held; transportation trends given. Dallas Regional Mobility discussed Community Education Resource Webpage which educates our youth in the are of transportation. Discussed National Bike Month and the Denton County Rail Trail. Also spoke about partnerships with DART & Trinity Metro.*
- *Chair Watts: No further information*
- *Raymond Suarez, CEO: No further information*

INFORMATIONAL REPORTS – *The following information reports were presented to the Board in the Board Packets for review. No questions were asked.*

1. **Monthly Financial Reports** *Sales tax represents the single largest source of revenue for DCTA at 49.89% for the Fiscal Year 2021 budget. The annual sales tax budget for FY21 is \$26,624,124. Because of its importance in funding of DCTA's ongoing operations, the Board adopted a Budget Contingency Plan that outlines the Agency's response when declines in sales tax hit a specific target.*
2. **Ridership Trend Report** *The holiday season and UNT winter break combined to significantly reduce December bus ridership which decreased by 57 percent from November. December A-train passenger boardings were much less impacted in December; declining about 3 percent during the same period. Such November-December declines are consistent with prior years.*
3. **FY21 TRiP Annual Call for Projects** *TRiP will enable partnerships between the Agency and its member cities on mutually beneficial investments in transit-supportive projects by enabling DCTA the ability to distribute funds to member cities for eligible projects consistent with DCTA's enabling legislation. In accordance with the TRiP policy adopted November 2020, the FY21 Annual Call for Projects is now open and will be active for 90 days as specified in the adopted TRiP policy.*

FUTURE AGENDA ITEMS AND BOARD MEMBER REQUESTS

- *Kristina Holcomb, Deputy CEO indicated that the FY21 calendar was distributed. If we need to revise November or December meetings when can discuss at a later date.*
- *Board Member Costa: suggested discussing the March 18 Transit Day on our February meeting. Also wanted to acknowledge all condolences to Staff in regard to Brandy in her passing and the quick help that staff has provided for all members of the company.*
- *Raymond Suarez, CEO will be sending out a report this month regarding DCTA's performances over the last year and on operating statistics. With Accenture's help get through recommended milestones and guidelines for FY21. Asked to go into Closed Session either February or March to discuss results of that performance and Raymond's compensation as previously discussed in June.*
- *Chair Watts acknowledge Vice Chair Molina and thanked him for taking over this month's meeting.*

REPORT ON ITEMS OF COMMUNITY INTEREST

- *No Questions were asked.*

CONVENE EXECUTIVE SESSION

- *The Board did not convene into executive session.*

RECONVENE OPEN SESSION

- *The Board did not convene into executive session.*

ADJOURN

- *Motion to adjourn the meeting was made and the meeting was adjourned at 2:29 p.m*



The minutes of the January 28, 2021 Board of Directors Meeting were passed and approved by a vote on this 10th day of March 2021.

Chris Watts, Chair

ATTEST

Sam Burke, Secretary

Board of Directors Memo

March 10, 2021

SUBJECT: Monthly Financial Statements for January 2021

Background

The financial statements are presented monthly to the Board of Directors for acceptance. The reports presented for the period ending January 31, 2021 include the Statement of Change in Net Position, Statement of Net Position, and Capital Projects Fund. These reports provide a comparison of budget vs. actual for the fiscal year as of the current month.

Previous Board Activity & Action

There has been no previous Board-level activity on this item.

Identified Need

Provides the Board a review of the agency's financial position and performance to budget.

Financial Impact

The following are major variances between year-to-date budget and year-to-date actuals, which are annotated on the Statement of Change in Net Position.

- **Note A:** Passenger Revenues – YTD favorable by \$7k due to a higher YTD average fare per rider of \$2.39 compared to budgeted \$1.50 fare per rider. This positive variance is partially offset by lower than budgeted rail ridership; YTD FY21 rail ridership of 33k was 23% less than budgeted ridership of 42k. YTD bus ridership for Connect, Access, Zone service, North Texas Xpress, Frisco and CCT of 78k was 16% lower than budgeted ridership of 93k. Ridership remained under budget throughout the month of January in response to COVID-19, telecommuting arrangements, and declines in travel.

		YTD FY21 Actual Ridership	YTD FY21 Budgeted Ridership	% Variance, Actual to Budget	YTD FY20 Actual Ridership	% Variance, Actual to Prior Yr
Total Rail Ridership		32,680	42,431	-23%	131,444	-75%
Connect		69,625	78,593	-11%	187,174	-63%
Access & Zone Service		6,091	10,129	-40%	14,030	-57%
Frisco	(A)	721	2,237	-68%	3,327	-78%
Collin County Transit (CCT)	(A)	3,345	968	246%	5,382	-38%
North Texas Express		1,563	1,266	23%	4,815	-68%
University of North Texas	(B)	88,800	245,260	-64%	648,227	-86%
Special Movements	(B)	-	-	N/A	4,763	-100%
Total Bus Ridership		170,145	338,453	-50%	867,718	-80%
Vanpool	(B)	66,561	-	N/A	48,745	37%
Total System Ridership		269,386	380,884	-29%	1,047,907	-74%

(A) Includes Demand Response service and Taxi service.

(B) These ridership numbers are not linked to passenger revenues and are shown for information purposes only to include all system ridership. DCTA is installing trail counters with an anticipated usage reporting in Spring 2021.

- **Note B:** Contract Service Revenue – YTD unfavorable by \$189k primarily due to lower than budgeted revenue hours and billable fuel costs. Actual YTD billed demand response service for Frisco and CCT was under budget by roughly \$87k. Average YTD pass-through fuel cost of \$1.53/gallon was 44% lower than budgeted \$2.75/gallon and YTD usage of 26k gallons was 36% lower than budgeted usage of 41k gallons (\$72k decreased revenue). Additionally, Special Movements, Lyft, and Taxi services were all under budget (\$43k decreased revenue).
- **Note C:** Sales Tax Revenue – January sales tax revenue was not yet received as of month-end close and is accrued for the month based on budget. Sales tax generated in January will be received in March. The Sales Tax Report included in this agenda packet provides a more detailed Budget to Actual comparison of sales tax receipts collected through February, representing sales tax generated through December.
- **Note D:** Federal/State Grants - Capital – YTD unfavorable by \$1.2 million mainly due to timing differences of drawdowns for Positive Train Control (PTC) funding. The PTC Enhancements project has been put on hold to ensure that any future plans align with the potential partnership with DART for the joint rail operations facility.

	YTD FY21 Actual Revenue	YTD FY21 Budgeted Revenue	Variance, Actual to Budget
PTC Implementation & Enhancements	\$ 3,796	\$ 1,190,345	\$ (1,186,549)
	<u>\$ 3,796</u>	<u>\$ 1,190,345</u>	<u>\$ (1,186,549)</u>

- **Note E:** Federal/State Grants - Operating – YTD unfavorable by \$1.7 million due in part to the delay in execution of the Fixed Guideway grant that is used for Rail Preventive Maintenance as well as a timing difference in budgeted CARES Act funding. Reimbursement requests will be made as expenses are incurred, and DCTA will continue to monitor and will propose a budget revision if necessary.

	YTD FY21 Actual Revenue	YTD FY21 Budgeted Revenue	Variance, Actual to Budget
Bus Preventive Maintenance	\$ 191,447	\$ 666,169	\$ (474,722)
Rail Preventive Maintenance	176,970	822,181	(645,211)
Bus Operating Assistance	1,313,049	1,265,955	47,094
Rail Operating Assistance	1,299,806	1,787,695	(487,888)
ADA Assistance	77,968	100,000	(22,032)
Vanpool	62,821	102,200	(39,379)
Safety & Security Equipment	-	21,436	(21,436)
NCTCOG Train the Trainer	56,364	118,000	(61,637)
	<u>\$ 3,178,425</u>	<u>\$ 4,883,636</u>	<u>\$ (1,705,211)</u>

Recommendation

Staff recommends approval.

Exhibits

Exhibit 1.1 : Monthly Financial Statements – January 2021

Exhibit 1.2 : Capital Projects Budget Report – January 2021

Submitted By:

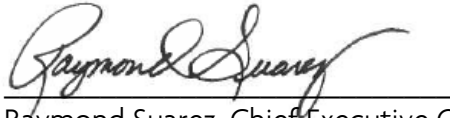

Amber Karkauskas, Controller

Final Review:



Marisa Perry, CPA, Chief Financial Officer/VP of Finance

Approval:



Raymond Suarez, Chief Executive Officer



DENTON COUNTY TRANSPORTATION AUTHORITY

CHANGE IN NET POSITION
MONTH AND YEAR TO DATE AS OF JANUARY 31, 2021
(UNAUDITED)

Description	Month Ended January 31, 2021			Year to Date January 31, 2021			Annual Budget
	Actual	Budget	Variance	Actual	Budget	Variance	
Revenue and Other Income							
Passenger Revenues	\$ 36,779	\$ 42,053	\$ (5,274)	\$ 157,865	\$ 150,523	\$ 7,342	\$ 580,291 Note A
Contract Service Revenues	245,526	290,997	(45,471)	904,182	1,093,534	(189,352)	3,633,760 Note B
Sales Tax Revenues	3,300,505	2,069,351	1,231,154	10,987,564	7,629,522	3,358,042	26,624,124 Note C
Federal/State Grants - Capital	987	361,545	(360,558)	3,796	1,190,345	(1,186,549)	6,094,359 Note D
Federal/State Grants - Operating	2,618,143	2,695,810	(77,668)	3,178,425	4,883,635	(1,705,211)	16,506,873 Note E
Total Revenues and Other Income	<u>6,201,939</u>	<u>5,459,756</u>	<u>742,183</u>	<u>15,231,832</u>	<u>14,947,559</u>	<u>284,273</u>	<u>53,439,407</u>
Operating Expenses							
Salary, Wages and Benefits	319,412	347,061	27,649	1,294,043	1,416,722	122,679	4,263,661
Outsourced Services and Charges	210,809	503,486	292,677	988,404	1,798,066	809,662	4,934,792
Materials and Supplies	135,341	240,838	105,497	373,035	1,003,934	630,899	2,953,519
Utilities	29,758	42,578	12,820	110,072	169,933	59,861	508,810
Insurance	121,362	140,658	19,296	477,829	562,632	84,803	1,685,712
Purchased Transportation Services	711,364	932,654	221,290	2,994,669	3,630,439	635,770	11,203,657
Employee Development	7,335	22,122	14,787	20,499	105,407	84,908	241,604
Leases and Rentals	18,459	19,584	1,125	68,134	78,476	10,342	238,468
Depreciation	796,937	891,474	94,537	3,188,376	3,288,308	99,932	10,489,375
Total Operating Expenses	<u>2,350,777</u>	<u>3,140,455</u>	<u>789,678</u>	<u>9,515,062</u>	<u>12,053,917</u>	<u>2,538,855</u>	<u>36,519,598</u>
Income Before Non-Operating Revenues and Expenses	3,851,163	2,319,301	1,531,862	5,716,770	2,893,642	2,823,128	16,919,809
Non-Operating Revenues / (Expense)							
Investment Income	8,957	8,330	627	22,300	33,320	(11,020)	100,000
Gain (Loss) on Disposal of Assets	-	-	-	3,850	-	3,850	-
Fare Evasion Fee	-	-	-	-	-	-	-
Other Income/(Expense) - Miscellaneous	9,940	-	9,940	13,472	-	13,472	200,000
Long Term Debt Interest/Expense	(38,329)	(20,226)	(18,103)	(305,558)	(230,496)	(75,062)	(612,330)
Total Non-Operating Revenues / (Expenses)	<u>(19,432)</u>	<u>(11,896)</u>	<u>(7,536)</u>	<u>(265,936)</u>	<u>(197,176)</u>	<u>(68,760)</u>	<u>(312,330)</u>
Income (Loss) before Transfers	3,831,731	2,307,405	1,524,326	5,450,835	2,696,466	2,754,369	16,607,479
Transfers Out	(636,089)	(650,598)	14,509	(2,201,915)	(2,619,644)	417,729	(8,027,839)
Total Transfers	<u>(636,089)</u>	<u>(650,598)</u>	<u>14,509</u>	<u>(2,201,915)</u>	<u>(2,619,644)</u>	<u>417,729</u>	<u>(8,027,839)</u>
Change in Net Position	<u>\$ 3,195,642</u>	<u>\$ 1,656,807</u>	<u>\$ 1,538,835</u>	<u>\$ 3,248,920</u>	<u>\$ 76,822</u>	<u>\$ 3,172,098</u>	<u>\$ 8,579,640</u>



DENTON COUNTY TRANSPORTATION AUTHORITY

STATEMENT OF NET POSITION

AS OF JANUARY 31, 2021

(UNAUDITED)

	January 31, 2021	December 31, 2020	Change
Assets			
Current Assets			
Operating Cash & Cash Equivalents	\$ 35,020,662	\$ 33,618,659	\$ 1,402,003
Reserves: Cash & Cash Equivalents	6,526,112	6,525,790	323
Reserves: Investments	5,546,323	5,546,323	-
Accounts & Notes Receivable	8,743,806	6,125,066	2,618,740
Prepaid Expenses	1,129,624	1,254,797	(125,173)
Inventory	23,339	44,527	(21,188)
Restricted Asset-Cash and Equivalents	1,538,413	1,538,265	149
Total Current Assets	58,528,279	54,653,425	3,874,854
Non-Current Assets			
Land	17,394,147	17,394,147	-
Land Improvements	12,148,631	12,148,631	-
Machinery & Equipment	5,243,986	5,243,986	-
Vehicles	92,885,535	92,885,535	-
Computers & Software	1,791,431	1,791,431	-
Intangible Assets	16,997,155	16,997,155	-
Construction in Progress	20,675,197	20,587,550	87,647
Other Capital Assets, Net	234,616,978	234,616,978	-
Accumulated Depreciation	(90,278,961)	(89,482,024)	(796,937)
Net Pension Asset	25,989	25,989	-
Total Non-Current Assets	311,500,088	312,209,378	(709,290)
Total Assets	370,028,367	366,862,803	3,165,564
Deferred Outflow of Resources			
Deferred Outflows Related to Pensions	290,447	290,447	-
Total Deferred Outflow of Resources	290,447	290,447	-
Liabilities			
Current Liabilities			
Accounts Payable and Accrued Expenses	480,299	547,884	(67,585)
Deferred Revenues	49,763	50,585	(822)
Interest Payable	130,558	92,229	38,329
Retainage Payable	621,036	621,036	-
Total Current Liabilities	1,281,656	1,311,734	(30,078)
Non-Current Liabilities			
Rail Easement Payable	900,000	900,000	-
Bonds Payable	23,535,000	23,535,000	-
Net Pension Liability	-	-	-
Total Non-Current Liabilities	24,435,000	24,435,000	-
Total Liabilities	25,716,656	25,746,734	(30,078)
Deferred Inflow of Resources			
Deferred Inflows Related to Pensions	70,096	70,096	-
Total Deferred Inflow of Resources	70,096	70,096	-
Net Position			
Net Investment in Capital Assets	289,978,580	289,978,580	-
Unrestricted	51,304,562	51,304,562	-
Change in Net Position	3,248,920	53,278	3,195,642
Total Net Position	\$ 344,532,061	\$ 341,336,420	\$ 3,195,642



NORTH TEXAS MOBILITY CORPORATION

CHANGE IN NET POSITION
MONTH AND YEAR TO DATE AS OF JANUARY 31, 2021
(UNAUDITED)

Description	Month Ended January 31, 2021			Year to Date January 31, 2021			Annual Budget
	Actual	Budget	Variance	Actual	Budget	Variance	
Operating Expenses							
Salary, Wages and Benefits	\$ 603,478	\$ 602,624	\$ (854)	\$ 2,096,824	\$ 2,425,639	\$ 328,815	\$ 7,451,314
Outsourced Services and Charges	22,235	33,354	11,119	66,864	133,020	66,156	399,919
Materials and Supplies	76	257	181	114	1,096	982	3,293
Insurance	9,158	9,868	710	36,633	39,934	3,301	118,878
Employee Development	1,142	4,495	3,353	1,481	19,955	18,474	54,435
Total Operating Expenses	<u>636,089</u>	<u>650,598</u>	<u>14,509</u>	<u>2,201,915</u>	<u>2,619,644</u>	<u>417,729</u>	<u>8,027,839</u>
Income (Loss) before Transfers	(636,089)	(650,598)	14,509	(2,201,915)	(2,619,644)	417,729	(8,027,839)
Transfers In	<u>636,089</u>	<u>650,598</u>	<u>(14,509)</u>	<u>2,201,915</u>	<u>2,619,644</u>	<u>(417,729)</u>	<u>8,027,839</u>
Total Transfers	<u>636,089</u>	<u>650,598</u>	<u>(14,509)</u>	<u>2,201,915</u>	<u>2,619,644</u>	<u>(417,729)</u>	<u>8,027,839</u>
Change in Net Position	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>



NORTH TEXAS MOBILITY CORPORATION

STATEMENT OF NET POSITION

AS OF JANUARY 31, 2021

(UNAUDITED)

	January 31, 2021	December 31, 2020	Change
Assets			
Operating Cash & Cash Equivalents	\$ 164,212	\$ 133,024	\$ 31,188
Accounts & Notes Receivable	-	-	-
Prepaid Expenses	73,266	82,424	(9,158)
Total Assets	<u>237,478</u>	<u>215,448</u>	<u>22,030</u>
Liabilities			
Accounts Payable and Accrued Expenses	<u>237,478</u>	<u>215,448</u>	<u>22,030</u>
Total Liabilities	<u>237,478</u>	<u>215,448</u>	<u>22,030</u>
Net Position			
Change in Net Position	-	-	-
Total Net Position	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>

DENTON COUNTY TRANSPORTATION AUTHORITY

CAPITAL PROJECT FUND

AS OF JANUARY 31, 2021

Capital Project Number/Name	Project Budget	January 2021 Actuals Booked	Actuals Life To Date	\$ Under/ (Over) Budget	% of Budget (As of January 2021 Close)
Construction Work in Progress					
G&A Capital Projects					
Total 10302 · Infrastructure Acquisition	\$ 3,251,990	\$ -	\$ 2,605,264	\$ 646,726	80%
Total 10702 · Transportation Reinvestment Program	100,000	-	-	100,000	0%
Total 10702.1 · Transportation Reinvestment Program - Denton	2,605,707	-	-	2,605,707	0%
Total 10702.2 · Transportation Reinvestment Program - Highland Village	288,794	-	-	288,794	0%
Total 10702.3 · Transportation Reinvestment Program - Lewisville	2,919,651	-	-	2,919,651	0%
Total G&A Capital Projects	9,166,142	-	2,605,264	6,560,878	28%
Bus Capital Projects					
Total 50306 · Major Maintenance - Bus	125,000	-	119,780	5,220	96%
Total 50411 · Integrated Fare Payment	600,000	-	-	600,000	0%
Total 50514 · Fleet {2020}	1,062,600	-	-	1,062,600	0%
Total 50515 · Fleet {2021}	1,880,100	-	875	1,879,225	0%
Total Bus Capital Projects	3,667,700	-	120,655	3,547,045	3%
Rail Capital Projects					
Total 61406.1 · Positive Train Control Implementation	16,720,141	71,742	15,989,972	730,169	96%
Total 61406.2 · Positive Train Control Enhancements	5,000,000	-	148,180	4,851,820	3%
Total 61605 · Brownfield Remediation	385,000	15,905	354,310	30,690	92%
Total 61715 · Trail Safety Improvements	181,157	-	170,507	10,650	94%
Total 61723 · Major Maintenance - Rail 2021	1,638,566	-	558,162	1,080,404	34%
Total 61723.1 · Canopy Repairs 2021	486,127	-	-	486,127	0%
Total Rail Capital Projects	24,410,991	87,647	17,221,131	7,189,860	71%
Total Construction Work in Progress	\$ 37,244,833	\$ 87,647	\$ 19,947,050	\$ 17,297,783	54%

Board of Directors Memo

March 10, 2021

SUBJECT: Consider Approval of Award of Bids for Fluids, Oils and Lubricants

Background

A request for bids was released on January 6, 2021 for the purchase of fluids, oils and lubricants to be used in the maintenance of fleet vehicles.

On January 27, 2021, DCTA received four (4) bids in response to our RFB:

1. J.A.M. Distributing DBA Brenntag Lubricants Central
2. Texas Fueling
3. Valvoline
4. Sun Coast Resources, Inc. (determined to be non-responsive to the solicitation)

Staff conducted a review and evaluation of the bids received and is recommending a single award to the lowest, responsible, responsive bidder based on the total cost, excluding Item 10, Windshield Washer Fluid, removed based on the recommendation of the department.

VENDOR	ESTIMATED 2 YEAR COST
J.A.M Brenntag Lubricants Central	\$240,180.44
Texas Fueling	\$303,612.00
Valvoline	\$354,598.00
Sun Coast Resources inc.	Found to be non-Responsive

Previous Board Activity & Action

No previous Board action has occurred

Identified Need

Fluids will be ordered on an as-needed basis to perform repairs and preventative maintenance on buses and vehicle fleet.

Financial Impact

The term of the contract will be two (2) years, effective April 1, 2021 through and including March 31, 2023, at an estimated total cost not to exceed \$250,000. Expenditures for fluids are reimbursed by Federal Transit Administration (FTA) funds from the preventive maintenance grant fund.

Recommendation

Staff recommends the Board approve and authorize the CEO to execute a contract with J.A.M. Distributing D.B.A. Brenntag Lubricants Central.

Exhibits

Exhibit 1: RFB 21-03

Exhibit 2: Bid Tabulation

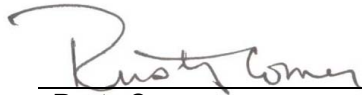
Exhibit 3: Bid Submittal J.A.M. Distributing dba Brenntag Lubricants Central

Submitted by:



Jacob Riley, Procurement Specialist

Final Review:

Rusty Comer
Manager of Bus Administration

Approval:

Nicole Recker
VP, Mobility Services and Administration

Solicitation 21-03

Fluids, Oils and Lubricants

Bid Designation: Public



Denton County Transportation Authority

Bid 21-03 Fluids, Oils and Lubricants

Bid Number **21-03**
 Bid Title **Fluids, Oils and Lubricants**
 Expected Expenditure **\$40,000.00** (This price is expected - not guaranteed)

Bid Start Date **Jan 6, 2021 5:04:05 PM CST**
 Bid End Date **Jan 27, 2021 2:00:00 PM CST**
 Question & Answer End Date **Jan 15, 2021 5:00:00 PM CST**

Bid Contact **Athena Forrester, CPPO, CPPB**
AVP of Regulatory Compliance
aforrester@dcta.net

Contract Duration **2 years**
 Contract Renewal **Not Applicable**
 Prices Good for **90 days**

Bid Comments **DCTA is seeking pricing for the purchase of various automotive fluids, oils, and lubricants to be used by our Fleet Maintenance Department. Some items are bulk delivery with the successful bidder furnishing all equipment necessary to deliver and pump the fluids into storage containers located in the maintenance facility.**

Due to COVID restrictions DCTA is working remotely, in an effort to social distance DCTA is requiring all bids be submitted electronically through BidSync. DCTA will hold a public bid opening electronically at 2:10 pm, January 27, 2021, you may participate in the bid opening by joining us via a Teams meeting.

Microsoft Teams meeting
Join on your computer or mobile app
[Click here to join the meeting](#)
Or call in (audio only)
 +1 254-266-7685,,773564997# United States, Hamilton
 Phone Conference ID: 773 564 997#

Item Response Form

Item **21-03--01-01 - Multi-Purpose Antifreeze/Coolant**
 Quantity **1200 gallon**
 Unit Price
 Delivery Location **Denton County Transportation Authority**
DCTA - Bus Operations & Maintenance
 1101 Teasley Lane
 Denton TX 76205
Qty 1200

Expected Expenditure \$1.00**Description**

Pricing for Year One of the contract-April 1, 2021 through March 31, 2022

Price shall be stated per gallon

Multi-Purpose Antifreeze/Coolant

Ethylene Glycol concentrate for usage at a mixture of 50/50 with high quality water.

Must meet Cummins 90T8-4;
ASTM D4340, D3306, D4985, D4656, D5345; GM 6038M, 1825M, 1899M;
Chrysler MS7170; Ford ESE-M97B44- AS AE J1034; Deere H24B1, H24C1;
PACCAR; Mack Truck, Freightliner

Item 21-03--01-02 - Engine Oil 15W40**Quantity 3000 gallon**Unit Price **Delivery Location Denton County Transportation Authority**DCTA - Bus Operations & Maintenance

1101 Teasley Lane

Denton TX 76205

Qty 3000**Expected Expenditure \$1.00****Description**

Pricing for Year One of the contract-April 1, 2021 through March 31, 2022

Prices shall be stated per gallon

Must meet Cummins CES-20081, API CJ-4/SL, API CJ-4

Item 21-03--01-03 - Engine Oil 10W30**Quantity 1800 gallon**Unit Price **Delivery Location Denton County Transportation Authority**DCTA - Bus Operations & Maintenance

1101 Teasley Lane

Denton TX 76205

Qty 1800**Expected Expenditure \$1.00****Description**

Pricing for Year One of the contract-April 1, 2021 through March 31, 2022

Price state shall be per gallon

Must meet API category SN

Item 21-03--01-04 - Diesel Exhaust Fluid (DEF)**Quantity 4200 gallon**

Unit Price

Delivery Location

Denton County Transportation AuthorityDCTA - Bus Operations & Maintenance

1101 Teasley Lane

Denton TX 76205

Qty 4200**Expected Expenditure** \$1.00**Description**

Pricing for Year One of the contract-April 1, 2021 through March 31, 2022

Price state shall be per gallon

Certified by the American Petroleum Institute (API).

Item 21-03--01-05 - Transmission Fluid**Quantity 1800 gallon**

Unit Price

Delivery Location

Denton County Transportation AuthorityDCTA - Bus Operations & Maintenance

1101 Teasley Lane

Denton TX 76205

Qty 1800**Expected Expenditure** \$1.00**Description**

Pricing for Year One of the contract-April 1, 2021 through March 31, 2022

Price state shall be per gallon

Allison-Approved TES 295 (TranSynd)

Item 21-03--01-06 - Transmission ATF Fluid**Quantity 1000 gallon**

Unit Price

Delivery Location

Denton County Transportation AuthorityDCTA - Bus Operations & Maintenance

1101 Teasley Lane

Denton TX 76205

Qty 1000**Expected Expenditure** \$1.00**Description**

Pricing for Year One of the contract-April 1, 2021 through March 31, 2022

Price state shall be per gallon

Equivalent to Dexron/ Mercon

Item 21-03--01-07 - Grease Red High Temp (400 LB Drum)

Quantity **4 drums**Unit Price Delivery Location **Denton County Transportation Authority**DCTA - Bus Operations & Maintenance

1101 Teasley Lane

Denton TX 76205

Qty 4**Expected Expenditure** \$1.00**Description**

Pricing for Year One of the contract-April 1, 2021 through March 31, 2022

Price state shall be per 55 gallon drum

Lithium Hydroxy Stearate, NLGI Grade 1 & 2 Requirement: Grease shall be Lithium Complex Stearate, National Lubrication Grease Institute Grade 2. Grease shall be industrial grease utilized in numerous industrial applications.

Item **21-03--01-08 - Grease (General Purpose)**Quantity **5 drums**Unit Price Delivery Location **Denton County Transportation Authority**DCTA - Bus Operations & Maintenance

1101 Teasley Lane

Denton TX 76205

Qty 5**Expected Expenditure** \$1.00**Description**

Pricing for Year One of the contract-April 1, 2021 through March 31, 2022

Price state shall be per 55 gallon drum

Equivalent to GM 4733-M

Item **21-03--01-09 - Differential Commercial Gear Oil 80W90**Quantity **1200 gallon**Unit Price Delivery Location **Denton County Transportation Authority**DCTA - Bus Operations & Maintenance

1101 Teasley Lane

Denton TX 76205

Qty 1200**Expected Expenditure** \$1.00**Description**

Pricing for Year One of the contract-April 1, 2021 through March 31, 2022

Price state shall be per gallon

Gear Lubricants SAE Viscosity shall be 80W90. SAE Specifications are J2360

Item	21-03--01-10 - Windshield Washer fluid
Quantity	2 gallon
Unit Price	<input type="text"/>
Delivery Location	Denton County Transportation Authority <u>DCTA - Bus Operations & Maintenance</u> 1101 Teasley Lane Denton TX 76205 Qty 2
Expected Expenditure \$1.00	

Description

Pricing for Year One of the contract-April 1, 2021 through March 31, 2022

Price state shall be per 2.5 gallon container

Delivered at 100% strength. Will dilute with water on site..

Item	21-03--01-11 - Multi-Purpose Antifreeze/Coolant
Quantity	1200 gallon
Unit Price	<input type="text"/>
Delivery Location	Denton County Transportation Authority <u>DCTA - Bus Operations & Maintenance</u> 1101 Teasley Lane Denton TX 76205 Qty 1200
Expected Expenditure \$1.00	

Description

Pricing for Year Two of the contract-April 1, 2022 through March 31, 2023

Price shall be stated per gallon

Multi-Purpose Antifreeze/Coolant

Ethylene Glycol concentrate for usage at a mixture of 50/50 with high quality water.

Must meet Cummins 90T8-4;
ASTM D4340, D3306, D4985, D4656, D5345; GM 6038M, 1825M, 1899M;
Chrysler MS7170; Ford ESE-M97B44- AS AE J1034; Deere H24B1, H24C1;
PACCAR; Mack Truck, Freightliner

Item	21-03--01-12 - Engine Oil 15W40
Quantity	3000 gallon
Unit Price	<input type="text"/>
Delivery Location	Denton County Transportation Authority <u>DCTA - Bus Operations & Maintenance</u> 1101 Teasley Lane Denton TX 76205 Qty 3000

Expected Expenditure \$1.00**Description**

Pricing for Year Two of the contract-April 1, 2022 through March 31, 2023

Price shall be stated per gallon

Must meet Cummins CES-20081, API CJ-4/SL, API CJ-4

Item	21-03--01-13 - Engine Oil 10W30
Quantity	1800 gallon
Unit Price	<input type="text"/>
Delivery Location	Denton County Transportation Authority <u>DCTA - Bus Operations & Maintenance</u> 1101 Teasley Lane Denton TX 76205 Qty 1800

Expected Expenditure \$1.00**Description**

Pricing for Year Two of the contract-April 1, 2022 through March 31, 2023

Price shall be stated per gallon

Must meet API category SN

Item	21-03--01-14 - Diesel Exhaust Fluid (DEF)
Quantity	4200 gallon
Unit Price	<input type="text"/>
Delivery Location	Denton County Transportation Authority <u>DCTA - Bus Operations & Maintenance</u> 1101 Teasley Lane Denton TX 76205 Qty 4200

Expected Expenditure \$1.00**Description**

Pricing for Year Two of the contract-April 1, 2022 through March 31, 2023

Price shall be stated per gallon

Certified by the American Petroleum Institute (API).

Item	21-03--01-15 - Transmission Fluid
Quantity	1800 gallon
Unit Price	<input type="text"/>
Delivery Location	Denton County Transportation Authority <u>DCTA - Bus Operations & Maintenance</u> 1101 Teasley Lane

Denton TX 76205

Qty 1800**Expected Expenditure** \$1.00**Description**

Pricing for Year Two of the contract-April 1, 2022 through March 31, 2023

Price shall be stated per gallon

Allison-Approved TES 295 (TranSynd)

Item 21-03--01-16 - Transmission ATF Fluid**Quantity** 1000 gallon**Unit Price** **Delivery Location** Denton County Transportation AuthorityDCTA - Bus Operations & Maintenance

1101 Teasley Lane

Denton TX 76205

Qty 1000**Expected Expenditure** \$1.00**Description**

Pricing for Year Two of the contract-April 1, 2022 through March 31, 2023

Price shall be stated per gallon

Equivalent to Dexron/ Mercon

Item 21-03--01-17 - Grease Red High Temp (400 LB Drum)**Quantity** 4 drums**Unit Price** **Delivery Location** Denton County Transportation AuthorityDCTA - Bus Operations & Maintenance

1101 Teasley Lane

Denton TX 76205

Qty 4**Expected Expenditure** \$1.00**Description**

Pricing for Year Two of the contract-April 1, 2022 through March 31, 2023

Price shall be stated per 55 gallon drum

Lithium Hydroxy Stearate, NLGI Grade 1 & 2 Requirement: Grease shall be Lithium Complex Stearate, National Lubrication Grease Institute Grade 2. Grease shall be industrial grease utilized in numerous industrial applications.

Item 21-03--01-18 - Grease (General Purpose)**Quantity** 5 drums**Unit Price**

Delivery Location **Denton County Transportation Authority**
DCTA - Bus Operations & Maintenance
 1101 Teasley Lane
 Denton TX 76205
Qty 5

Expected Expenditure \$1.00

Description

Pricing for Year Two of the contract-April 1, 2022 through March 31, 2023

Price shall be stated per 55 gallon drum

Equivalent to GM 4733-M

Item **21-03--01-19 - Differential Commercial Gear Oil-- 80W90**
 Quantity **1200 gallon**
 Unit Price
 Delivery Location **Denton County Transportation Authority**
DCTA - Bus Operations & Maintenance
 1101 Teasley Lane
 Denton TX 76205
Qty 1200

Expected Expenditure \$1.00

Description

Pricing for Year One of the contract-April 1, 2021 through March 31, 2022

Price state shall be per gallon

Gear Lubricants SAE Viscosity shall be 80W90. SAE Specifications are J2360

Item **21-03--01-20 - Windshield Washer fluid**
 Quantity **2 gallon**
 Unit Price
 Delivery Location **Denton County Transportation Authority**
DCTA - Bus Operations & Maintenance
 1101 Teasley Lane
 Denton TX 76205
Qty 2

Expected Expenditure \$1.00

Description

Pricing for Year One of the contract-April 1, 2021 through March 31, 2022

Price state shall be per 2.5 gallon container

Delivered at 100% strength. Will dilute with water on site..



SOLICITATION OVERVIEW AND ENDORSEMENT

SOLICITATION TYPE/No.	Request for Bids (RFB) 21-03		
TITLE	Fluids, Oils, and Lubricants		
PROCUREMENT SCHEDULE	Dates and times are subject to change, any changes will be issued by addenda.		
PRE BID/PROPOSAL MEETING DATE	NA	PRE BID/PROPOSAL MEETING LOCATION	NA
QUESTIONS DUE	January 15, 2021, by 5:00 pm CST	RESPONSES TO QUESTIONS RELEASED	January 19, 2021, by 5:00 pm CST
DUE DATE/TIME	January 27, 2021, at 2:00 pm CST A Bid Opening will be held at 2:10 pm electronically, see information listed on BidSync to join the bid opening.		
QUESTIONS/ CLARIFICATIONS	All requests for clarifications and questions shall be submitted in writing. No verbal questions will be accepted and no verbal replies will be provided. Bidders/Proposers must submit requests for changes to or approval of equals, clarifications and modifications of the specifications in writing. The solicitation documents can only be modified in writing. Procurement must receive the requests no later than the date indicated above. Procurement will issue a response to those requests to all bidders/proposers by posting the replies to Periscope S2G no later than the date indicated above. DCTA assumes no responsibility for delayed or lost responses		
ALL QUESTIONS AND REQUESTS FOR CLARIFICATIONS SHALL BE SENT TO	Jacob Riley procurement@dcta.net or submitted via Periscope S2G at www.bidsync.com		
RECEIPT OF BID/PROPOSAL	Prior to the time and date indicated above, all bids must be received electronically at www.bidsync.com Bids received after the due date and time shall not be considered and will be returned unopened. Bids submitted to other DCTA locations may be returned unopened and will not be considered in the award of the contract. DCTA reserves the right to change the deadline for submitting bids. Further, DCTA reserves the right to unilaterally revise or amend the scope of services up to the time set for submitting bids. Such revisions and addenda, if any, shall be announced by addenda to this solicitation. Copies of such addenda shall be furnished to all prospective bidders.		
ACCEPTANCE PERIOD	BIDS SHALL REMAIN VALID FOR 90 DAYS FROM THE DUE DATE		
DBE (DISADVANTAGED BUSINESS ENTERPRISE) PROGRAM	It is the policy of DCTA to create a level playing field on which DBEs, as defined in 49 CFR Part 26, can compete fairly for DOT-assisted contracts. Additionally, DCTA is committed to removing barriers to the participation of DBEs on DOT-assisted contracts. The DBE requirements of 49 CFR Part 26 applies to this procurement. By submitting its bid/proposal, Bidder/Proposer certifies that it will take all necessary and reasonable steps in accordance with 49 CFR Part 26 to ensure that DBEs are given the maximum opportunity to compete for and participate in the performance of this contract. Bidder/Proposer further certifies and agrees that it has not and will not discriminate on the basis of race, color, national origin, or sex in the award of subcontracts under this contract or in performance of this contract. DCTA's DBE Program is available at www.dcta.net		
DBE GOAL	<input checked="" type="checkbox"/> yes <input type="checkbox"/> no DBE goal %		
DAVIS-BACON AND COPELAND ANTI-KICKBACK	The Davis-Bacon and Copeland Acts are codified at 40 USC 3141, et seq. and 18 USC 874. The Acts apply to grantee construction contracts and subcontracts that "at least partly are financed by a loan or grant from the Federal Government." 40 USC 3145(a), 29 CFR 5.2(h), 49 CFR 18.36(i) (5). The Acts apply to any construction contract over \$2,000. 40 USC 3142(a), 29 CFR 5.5(a). "Construction," for purposes of the Acts, includes "actual construction, alteration and/or repair, including painting and decorating of public buildings and public works of the Government." 29 CFR 5.5(a).		
CERTIFIED PAYROLL	<input type="checkbox"/> yes <input checked="" type="checkbox"/> no Wage Rate		
BID/PROPOSAL ENDORSEMENT	TO BE COMPLETED FOR HAND DELIVERED AND MAILED RESPONSES ONLY		
BUSINESS NAME			
CONTACT NAME		TITLE	
TELEPHONE		EMAIL	
ADDRESS			
SIGNATURE			DATE

SCOPE OF WORK, TERMS AND CONDITIONS

1. OVERVIEW

DCTA is seeking pricing for the purchase of various automotive fluids, oils, and lubricants to be used by our Fleet Maintenance Department. Some items are bulk delivery with the successful bidder furnishing all equipment necessary to deliver and pump the fluids into storage containers located in the maintenance facility. DCTA shall not provide any manpower or equipment to unload or move products.

2. CONTRACT

Submission of a bid constitutes an offer to perform the work specified and to be bound by the terms contained or referenced herein. Upon acceptance of the offer, and upon award of the Contract to the successful offeror (if any), this procurement solicitation document (entitled "Request for Bid") together with the completed and executed forms required herein, and all attachments hereto, together with the contract shall collectively constitute the Contract documents.

3. CONTRACT TERM

The term of the contract shall be for two (2) years effective April 1, 2021, through and including March 31, 2023.

4. PRODUCTS AND SCOPE OF SERVICES

Items furnished under this pricing agreement shall conform to the manufacturer's specifications and shall perform the functions for which they were designed and manufactured. Product specifications are summarized in the table below.

Item Number	Description	Required Industry Specifications	Required Delivery Time from date of order	Estimated Annual Usage (Gallons or Drums)	Storage Capacity (Bulk and Drums)
1	Multi-Purpose Antifreeze/Coolant Ethylene Glycol concentrate for usage at a mixture of 50/50 with high quality water.	Must meet Cummins 90T8-4; ASTM D4340, D3306, D4985, D4656, D5345; GM 6038M, 1825M, 1899M; Chrysler MS7170; Ford ESE-M97B44- AS AE J1034; Deere H24B1, H24C1; PACCAR; Mack Truck, Freightliner	Three (3) business days of initial order	1,200 bulk	500 gal
2	Engine Oil – 15W40	Must meet Cummins CES-20081, API CJ-4/SL, API CJ-4	Three (3) business days of initial order	3,000 bulk	500 gal
3	Engine Oil – 10W30	Must meet API category SN	Three (3) business days of initial order	1,800 bulk	500 gal
4	Diesel Exhaust Fluid (DEF)	Certified by the American Petroleum Institute (API).	Three (3) business days of initial order	4,200 bulk	500 gal
5	Transmission Fluid	Allison-Approved TES 295 (TranSynd)	Three (3) business days of initial order	1,800 bulk	500 gal
6	Transmission ATF Fluid	Equivalent to Dexron/ Mercon	Three (3) business days of initial order	1,000 Bulk	55 Gal Drum
7	Grease Red High Temp (400 LB Drum)	Lithium Hydroxy Stearate, NLGI Grade 1 & 2 Requirement: Grease shall be Lithium Complex Stearate, National Lubrication Grease Institute Grade 2. Grease shall be industrial grease utilized in numerous industrial applications.	Three (3) business days of initial order	4 Drums	55 gal
8	Grease (General Purpose)	Equivalent to GM 4733-M	Three (3) business days of initial order	5 Drums	55 Gal
9	Differential Commercial Gear Oil – 80W90	Gear Lubricants SAE Viscosity shall be 80W90. SAE Specifications are J2360	Three (3) business days of initial order	1,200 bulk	300 gal
10	Windshield Washer fluid	Delivered at 100% strength. Will dilute with water on site..	Three (3) business days of initial order	5 gallons	2.5 gal

5. FREIGHT / DELIVERY CHARGES

Shall be included in the bid price. No additional fees for delivery or freight shall be paid by DCTA.

6. DCTA SERVICE/DELIVERY LOCATIONS:

The locations include, but are not limited to, the following:

DCTA Bus Operations and Maintenance Facility
1101 Teasley Lane
Denton, TX 76205

DCTA reserves the right to add, delete or change delivery locations during the term of the contract.

7. PRODUCT DELIVERY AND PICKUP REQUIREMENTS

Bulk delivery fluids shall be pumped into DCTA tanks upon delivery by the vendor. Vendor shall supply all equipment, including a minimum of 100ft of hose required to pump fluids from the delivery truck to DCTA storage tanks or containers. Vendor shall be responsible for pickup and disposal of all empty drums. Empty drums shall be picked up when delivery occurs, drums shall be disposed per regulations and at the expense of the vendor.

8. SAMPLES / DEMOS

When requested, samples/demos shall be furnished to the Authority at no expense.

9. DESCRIPTIVE LITERATURE

If bidding an equal, bidder is requested to submit descriptive literature sufficient in detail to enable an intelligent comparison of the specification of the product(s) bid. Failure to provide literature with this Request for Bids may result in rejection of the bid or that part of the bid.

10. TECHNICAL INFORMATION

All bidders shall furnish technical information, bulletins and/or product identification specifications for each item bid. Material Safety Data Sheets and any required warnings regarding the safe use of the product(s) shall be included with bid.

GENERAL TERMS AND CONDITIONS

1. CANCELLATION

The DCTA reserves the right to cancel this RFB or cancel the award of this contract at any time before execution of the contract by both parties if cancellation is deemed to be in DCTA's best interest. In no event shall the DCTA have any liability for the cancellation of award. The Bidder assumes the sole risk and responsibility for all expenses connected with the preparation of its bid.

2. EVALUATION AND AWARD OF CONTRACT

The Owner reserves the right to reject any and all bids, cancel and reissue the solicitation, waive any and all informalities except for the time of submission of the Bid and to negotiate contract terms with the Successful Bidder. The Owner also reserves the right to reject all nonconforming, non-responsive, unbalanced or conditional Bids. Also, the Owner reserves the right to reject the Bid of any Bidder if the Owner believes that it would not be in the best interest of the Project to make an award to that Bidder, whether because the Bid is not responsive or the Bidder is unqualified or has doubtful financial ability or fails to meet any other pertinent standard or criteria established by the Owner. Discrepancies in the multiplication of units of Work and unit prices will be resolved in favor of the unit prices. Discrepancies between the indicated sum of any column of figures and the correct sum thereof will be resolved in favor of the correct sum.

In evaluating Bids, the owner will consider the qualifications of the Bidders, whether or not the Bids comply with the prescribed requirements, unit prices, completion time, and other data, as may be requested in the Bid form or prior to the Notice of Award.

Because bids and offers can at times be ambiguous, DCTA reserves the right to request additional information before making an award. DCTA also reserves the right to seek clarification from any bidder or offeror about any statement in its bid that DCTA finds ambiguous.

The Owner may consider the qualifications and experience of any Subcontractors, Suppliers, or other persons or organizations proposed for those portions of the Work as to which the identity of Subcontractors, Suppliers, and other persons and organizations must be submitted as requested by the Owner.

The Owner may consider its past experience with the Bidder and any Subcontractors, Suppliers or other persons or organizations proposed to perform any portions of the Work, and the Owner reserves the right to reject any and all bids from persons or organizations with whom the Owner has previously experienced problems including but not limited to issues relating to performance, workmanship, and disputes or litigation.

The Owner may conduct such investigations as the owner deems necessary to assist in the evaluation of any Bid and to establish the responsibility, qualifications and financial stability of Bidders, proposed Subcontractors, Suppliers and other persons and organizations to perform and furnish the Work in accordance with the Contract Documents to the Owner's satisfaction within the prescribed time. DCTA may award the contract to responsible bidders/proposers possessing the ability to perform successfully under the terms and conditions of the procurement. Consideration will be given to such matters as bidders/proposers integrity, compliance with public policy, record of past performance, and financial and technical resources.

If contract is to be awarded, it will be awarded to the lowest responsive responsible Bidder whose bid will be in the best interests of the DCTA. DCTA will award the contract to a single supplier, affording DCTA the improved cost effectiveness as well as one stop shopping. If determined to be in the best interest of DCTA, it reserves the right to award to multiple bidders, to add and delete items and/or to order from multiple bidders.

The Procurement Manager shall recommend the bidder determined to be the lowest responsive and responsible bidder to the Denton County Transportation Authority Board of Directors. Based on the evaluation committees recommendation the DCTA Board of Directors will authorize the DCTA President to enter into a contract with the selected bidder.

3. ADDENDUM

The contents of all addendums sent to bidder are to be incorporated in the RFB documents and will become part of the contract documents.

4. PROOF OF INSURABILITY

Bidder must submit proof of insurability with their bid. Proof of insurability can be in the form of a letter from the Bidder's insurance provider stating the provider's commitment to insure the Bidder for the types of coverages and levels of coverages specified in this RFB.

5. CONFIDENTIALITY

It is in the public interest for the DCTA to receive as many bids as possible. The DCTA acknowledges the possible confidential nature of any aspect of the bid including the cost or price information requested by the Request for Bids, and the DCTA obliges itself in good faith not to disclose any page of the bid containing information which the Bidder clearly marks as confidential during the evaluation process. After contract award, disclosure of information shall be made only in accordance with Texas law and applicable Federal requirements.

6. TAXES

DCTA is tax exempt and shall furnish the successful bidder with the necessary tax exemption certificate.

7. INDEMNIFICATION

DCTA SHALL NOT BE LIABLE FOR ANY LOSS, DAMAGE, OR INJURY OF ANY KIND OR CHARACTER TO ANY PERSON OR PROPERTY ARISING FROM THE SERVICES OF THE CONTRACTOR PURSUANT TO THIS AGREEMENT. CONTRACTOR HEREBY WAIVES ALL CLAIMS AGAINST DCTA, ITS OFFICERS, AGENTS AND EMPLOYEES (COLLECTIVELY REFERRED TO IN THIS SECTION AS "DCTA") FOR DAMAGE TO ANY PROPERTY OR INJURY TO, OR DEATH OF, ANY PERSON ARISING AT ANY TIME AND FROM ANY CAUSE OTHER THAN THE NEGLIGENCE OR WILLFUL MISCONDUCT OF DCTA. CONTRACTOR AGREES TO INDEMNIFY AND SAVE HARMLESS DCTA FROM AND AGAINST ANY AND ALL LIABILITIES, DAMAGES, CLAIMS, SUITS, COSTS (INCLUDING COURT COSTS, ATTORNEYS' FEES AND COSTS OF INVESTIGATION) AND ACTIONS BY REASON OF INJURY TO OR DEATH OF ANY PERSON OR DAMAGE TO OR LOSS OF PROPERTY TO THE EXTENT CAUSED BY THE CONTRACTOR'S NEGLIGENT PERFORMANCE OF SERVICES UNDER THIS AGREEMENT OR BY REASON OF ANY ACT OR OMISSION ON THE PART OF CONTRACTOR, ITS OFFICERS, DIRECTORS, SERVANTS, AGENTS, EMPLOYEES, REPRESENTATIVES, CONTRACTORS, SUBCONTRACTORS, LICENSEES, SUCCESSORS OR PERMITTED ASSIGNS (EXCEPT WHEN SUCH LIABILITY, CLAIMS, SUITS, COSTS, INJURIES, DEATHS OR DAMAGES ARISE FROM OR ARE ATTRIBUTED TO SOLE NEGLIGENCE OF DCTA). IF ANY ACTION OR PROCEEDING SHALL BE BROUGHT BY OR AGAINST DCTA IN CONNECTION WITH ANY SUCH LIABILITY OR CLAIM, CONTRACTOR, ON NOTICE FROM DCTA, SHALL DEFEND SUCH ACTION OR PROCEEDINGS AT CONTRACTOR'S EXPENSE, BY OR THROUGH ATTORNEYS REASONABLY SATISFACTORY TO DCTA. CONTRACTOR'S OBLIGATIONS UNDER THIS SECTION SHALL NOT BE LIMITED TO THE LIMITS OF

COVERAGE OF INSURANCE MAINTAINED OR REQUIRED TO BE MAINTAINED BY CONTRACTOR UNDER THIS AGREEMENT. THIS PROVISION SHALL SURVIVE THE TERMINATION OF THIS AGREEMENT.

CONTRACTOR SHALL INDEMNIFY DCTA FOR ANY FINES AND LEGAL FEES INCURRED BECAUSE EMPLOYEES, AGENTS, OR WORKERS SUPPLIED BY CONTRACTOR ARE NOT AUTHORIZED TO WORK IN THE UNITED STATES.

By the execution and submission of this bid, bidder acknowledges bidder has read and does comply with all terms and conditions, clauses and requirements contained herein.

8. PAYMENT

DCTA shall pay the BIDDER, upon the submission of proper invoices. Unless otherwise specified in this contract, payment shall be made within thirty (30) days of receipt of a complete and correct invoice.

Invoices shall be emailed to the following e-mail address:

accountspayable@dcta.net

9. ASSIGNMENT

The successful bidder shall not assign, sell, transfer or convey the agreement completely or in part, without the prior written consent of DCTA.

10. VENUE

The agreement will be governed and construed according to the laws of the State of Texas; and venue for any action concerning this contract shall be in Denton County, Texas. The parties agree to submit to the personal and subject matter jurisdiction of said court.

11. INDEPENDENT CONTRACTOR

It is understood and agreed by and between the parties, that successful bidder, in satisfying conditions in this contract, is acting independently, and that DCTA assumes no responsibility or liabilities to any third party in connection with these actions. All services to be performed by successful bidder pursuant to this contract shall be in the capacity of an independent contractor, and not as an agent or employee of DCTA. Successful bidder shall supervise the performance of its services and shall be entitled to control the manner and means by which its services are to be performed, subject to the terms of this contract.

12. TERMINATION / DISPUTE RESOLUTION

Termination for Convenience of DCTA

DCTA may terminate all or part of this Contract upon determining that termination is in the public interest. Termination under this Article shall be effective upon delivery of written notice of termination to Contractor. Upon termination under this provision, Contractor shall be entitled to payment in accordance with the terms of this Contract for Contract work completed before termination, and to payment for all reasonable Contract close-out costs including reasonable profit to include materials purchased and work performed. Within thirty (30) days after termination pursuant to this provision, Contractor shall submit an itemized invoice for all un-reimbursed Contract work completed before termination and all Contract close-out costs actually incurred by Contractor. DCTA shall not be liable for any costs invoiced later than thirty (30) days after termination notice. Contractor is not entitled to any alleged lost profit on work not performed but which would have been performed had this Contract not been terminated.

Termination for Default

If the Contractor refuses or fails to properly prosecute or perform the work or any separable part, with the diligence and good workmanship that will ensure its completion and acceptance within the time specified in this Contract including any extension, or fails to complete the work within this time, DCTA may, by written notice to the Contractor, terminate the right to proceed with the work (or the separable part of the work) that has been delayed or not performed in a good workmanship like manner. In this event, DCTA may take over the work and complete it by contract or otherwise, and may take possession of and use any materials, reports, schedules, appliances, or other work product necessary for completing the work. The Contractor and its sureties shall be liable for any damage to DCTA resulting from the Contractor's refusal or failure to complete the work within the specified time or not performed in a good workmanship like manner, whether or not the Contractor's right to proceed with the work is terminated. This liability includes any increased costs incurred by DCTA in completing the work.

The Contractor's right to proceed shall not be terminated nor the Contractor charged with damages under this Article, if:

- (1) The delay in completing the work arises from unforeseeable causes beyond the control and without the fault or negligence of the Contractor. Examples of such causes include (i) acts of God or of the public enemy, (ii) acts of another Contractor in the performance of a contract with DCTA, (iii) fires, (iv) floods, (v) epidemics, (vi) quarantine restrictions, (vii) strikes, (viii) freight embargoes, (ix) unusually severe weather, or (x) delays of subcontractors or suppliers at any tier arising from unforeseeable causes beyond the control and without the fault or negligence of both the Contractor and the subcontractors or suppliers; and
- (2) The Contractor, within 10 days from the beginning of any delay (unless extended by the Project Manager), notifies the Project Manager in writing of the causes of delay. The Project Manager shall ascertain the facts and the extent of delay. If, in the judgment of the Project Manager, the findings of fact warrant such action, the time for completing the work shall be extended with an appropriate Contract amendment, the right to proceed terminated or no action taken by the Project Manager. The findings of the Project Manager shall be final and conclusive on the parties, but subject to Claims.
- (3) The Contractor cures such failures to perform within 10 calendar days (or more if authorized in writing by the Project Manager) after receipt of the notice of default.

If, after termination of the Contractor's right to proceed, it is determined that the Contractor was not in default, or that the delay was excusable, the rights and obligations of the parties will be the same as if the termination had been issued for the convenience of DCTA.

Termination of Force Majeure

To the extent either party of this agreement shall be wholly or partially prevented from the performance of the term specified, or of any obligation or duty placed on such party by reason of or through work strikes, stoppage of labor, riot, fire, flood, acts of war, insurrection, court judgment, act of God, or other specific cause reasonably beyond the parties control and not attributable to its malfeasance, neglect or nonfeasance. In such event, the time for performance of such obligation or duty shall be suspended until such disability to perform is removed.

Disputes

Performance During Dispute – Unless otherwise directed by DCTA, contractor shall continue performance under this contract while matters in dispute are being resolved. Further, DCTA shall pay contractor for any undisputed work performed by contractor prior or during the resolution of the matters in dispute.

13. PROTEST PROCEDURES

Protests relative to this procurement will be reviewed and adjudicated by DCTA in accordance with its Procurement Policy and Procedures Manual maintained in DCTA's offices in Lewisville, TX.

14. ADMINISTRATIVE REMEDIES

Denton County Transportation Authority reserves the right to accept or reject any and/or all bids, to waive any formalities and/or irregularities and to award the Contract in the best interest of the DCTA.

By submission of a bid in response to this solicitation, the Bidder agrees to exhaust its administrative remedies under DCTA's Procurement Regulations or Disputes Clause of any resulting contract prior to seeking judicial relief of any type in connection with any matter related to this solicitation, the award of any contract, and any dispute under any related contract. Protests relative to this procurement will be reviewed and adjudicated by DCTA in accordance with its Procurement Policy and Procedures Manual maintained in DCTA's offices in Lewisville, TX.

15. OPEN RECORDS

All responses submitted to DCTA become the property of DCTA and are subject to the Public Information Act (Texas Government Code Chapter 552). The interested firms/individuals should familiarize themselves with the provisions of that Act. In no event shall DCTA, or any of its agents, Representatives, consultants, directors, officers, or employees, be liable to a firm/individual for the disclosure of all or any portion of a response submitted pursuant to the RFB.

If a firm/individual has special concerns about information that it desires to make available to DCTA, but which it believes constitutes a trade secret, proprietary information or other information excepted from disclosure, such firm/individual should specifically and conspicuously designate each page of that information, which the Bidder believes, should not be disclosed outside DCTA. Disclosure of requested information will be subject to the Texas Public Information Act.

16. CONTRACT

The successful Bidder may be required to execute a contract prepared and approved by DCTA General Counsel.

17. PROHIBITION OF BOYCOTT ISREAL

Company verifies that (i) it does not Boycott Israel; and (ii) will not Boycott Israel during the term of the Contract. This section does not apply if the Company is a sole proprietor, a non-profit entity or a governmental entity; and only applies if: (i) the Company has ten (10) or more fulltime employees and (ii) this Contract has a value of \$100,000.00 or more to be paid under the terms of this Contract.

18. PROHIBITION OF CONTRACTS WITH CERTAIN COMPANIES

DCTA is prohibited from entering into a contract with a company that does business with Iran, Sudan, or a foreign terrorist organization.

19. RELATIONSHIP AND WORK IN GENERAL

Contractor, an independent contractor, covenants and agrees to perform for the stated compensation, all of the services described in Scope of Work, Terms and Conditions of this Contract. Contractor agrees to complete the work in a professional and workmanlike manner with a high degree of care to ensure the accuracy and timeliness thereof.

20. ASSIGNMENT OF PERSONNEL

Contractor agrees to assign qualified staff members including a Project Manager who shall be responsible for the task administration and work performance.

21. EMPLOYMENT OF PERSONNEL

Contractor agrees to employ, at its own expense, all personnel required in performing the services under this contract. Personnel employed by Contractor shall not be employees of, nor have any contractual relationship with DCTA. All personnel engaged in the work shall be fully qualified and shall be authorized or licensed to perform such work as required.

22. EMPLOYMENT OF VETERANS

Applicable to capital projects only-Contractor shall provide a hiring preference, to the extent practicable, to veterans (as defined in section 2108 of Title 5) who have the requisite skills and abilities to perform the construction work required under this contract. This shall not be understood, construed or enforced in any manner that would require an employer to give a preference to any veteran over any equally qualified applicant who is a member of any racial or ethnic minority, female, an individual with a disability, or a former employee.

23. USE OF SUBCONTRACTORS

The Contractor may utilize the services of specialty subcontractors on those parts of the work which, under normal contracting practices, are performed by specialty subcontractors.

No work or services under this Contract shall be subcontracted without the prior written approval of DCTA. DCTA reserves the right to reject any subcontractors proposed to be utilized on this project.

24. DBE SUBCONTRACTS

If DBE subcontractors are utilized to perform under this contract the contractor must make available to DCTA copies of all DBE subcontracts upon request. The subcontractor shall ensure that all subcontracts or agreements with the Prime to supply labor or materials require that the subcontract and all lower tier subcontracts be performed in accordance with 49 CFR Part 26.55.

25. INSPECTION OF WORK

DCTA shall have the right to review and inspect the progress of the work described herein at all times.

26. COPYRIGHT

No reports, maps, or other documents produced in whole or in part under this contract shall be the subject of an application for copyright by or on behalf of the Contractor. All reports, maps, and other documents produced under this contract shall become the property of DCTA. The Contractor shall, at its expense, defend all suits or proceedings instituted against DCTA and pay any award of damages assessed against DCTA in such suits or proceedings, insofar as the same are based on any claim that materials furnished or work performed under the contract constitutes an infringement of any patent, trade secret, copyright, or any other proprietary right.

27. PROPRIETARY RIGHTS

Contractor agrees not to release data or information about the results of the project to any person outside of DCTA without first obtaining written authorization to release such information from DCTA.

28. OWNERSHIP OF DOCUMENTS

The parties agree and understand that any and all documents produced under this Contract are the sole and exclusive property of DCTA and DCTA retains ownership of all such documentation including, but not limited to, studies, plans, specifications, intellectual property and all related documents. To the extent necessary, CONTRACTOR HEREBY ASSIGNS AND TRANSFERS ANY AND ALL COPYRIGHTS TO DCTA.

29. MAINTENANCE OF RECORDS

Bidder must maintain records to show actual time involved in performance of the Work.

30. CHANGES BY CONTRACTOR

If, during the performance of Work under the Contract, the Contractor finds it impracticable to comply strictly with the specifications, the Contractor will notify the DCTA Project Manager and Procurement Manager immediately in writing.

31. WRITTEN ACCEPTANCE BY DCTA

Any bids by Contractor that vary or add to this Contract shall be construed as additional terms or modifications and shall not become part of the Contract unless accepted in writing, by DCTA.

32. CHANGE ORDERS / CONTRACT MODIFICATIONS

All requests for changes in the work must be submitted in writing to the DCTA Project Manager. Changes shall be made only with the prior approval DCTA and only by appropriate written Change Order or Contract Modification as appropriate. The Procurement Manager may, at any time, by a written Change Order or Contract Modification, and without notice to the Surety (if any), make changes within the general scope of this Contract. If the change affects the Contractor's costs, then the Procurement Manager shall also make an equitable adjustment in the Contractor's compensation.

33. WHOLE AGREEMENTS

The Contract constitutes the whole of the agreement between the parties hereto and neither thereof has been induced to make or enter into the Contract by reason of any promise, agreement, representation, statement, or warranty other than contained herein.

34. PARTIAL INVALIDITY

If any term, provision, covenant, or condition of this agreement is held by a court of competent jurisdiction to be invalid, void, or unenforceable, the remainder of the provisions shall remain in full force and effect and shall in no way be affected, impaired, or invalidated.

35. TITLES AND HEADINGS FOR CONVENIENCE ONLY

As used throughout this Contract, titles and headings of sections are for convenience only, and shall not be used to aid in interpretation of the provisions contained herein.

36. COMPENSATION

The bidder shall be compensated for work in performance of the contract and per the agreed upon fees. The bidder shall include as part of his invoice a list of all subcontractors and the amounts to be paid to each of the subcontractors from this invoice. DCTA will require specific payment reporting criteria for all payments made to subcontractors and will provide additional information and forms upon selection as the awarded firm.

37. PROMPT PAYMENT

The prime contractor agrees to pay each subcontractor under this prime contract for satisfactory performance of its contract no later than 30 days from the receipt of each payment the prime contractor receives from the Denton County Transportation Authority. Any delay or postponement of payment from the above referenced time frame may occur only for good cause following written approval of the Denton County Transportation Authority. This clause applies to both DBE and non-DBE subcontracts and must be included in contracts between the Denton County Transportation Authority, the prime contractor, sub-contracts and sub-recipients.

38. RETAINAGE

The prime contractor agrees to return retainage payments to each subcontractor within 30 days after the subcontractors work is satisfactorily completed. Any delay or postponement of payment from the above referenced time frame may occur only for good cause following written approval of the Denton County Transportation Authority. This clause applies to both DBE and non-DBE subcontracts.

39. MINORITY OWNED FINANCIAL INSTITUTIONS

In accordance with the requirements of 49 CFR Part 26, and grant agreements between DCTA and the Department of Transportation (DOT), to investigate the full extent of services offered by financial institutions owned and controlled by socially and economically disadvantaged individuals in the community, to make reasonable efforts to use these institutions, and to encourage prime contractors on DOT-assisted contract to make use of these institutions. Information regarding financial institutions may be obtained on-line from the Federal Reserve at <https://www.fdic.gov/regulations/resources/minority/mdi.html>

40. NON-DISCRIMINATION

The contractor, sub-recipient or subcontractor shall not discriminate on the basis of race, color, national origin, or sex in the performance of this contract. The contractor shall carry out applicable requirements of 49 CFR part 26 in the award and administration of DOT-assisted contracts. Failure by the contractor to carry out these requirements is a material breach of this contract, which may result in the termination of this contract or such other remedy as the recipient deems appropriate, which may include, but is not limited to:

- (1) Withholding monthly progress payments;
- (2) Assessing sanctions
- (3) Liquidated damages; and/or
- (4) Disqualifying the contractor from future bidding as non-responsible

41. GRATUITIES

It shall be unethical for any person to offer, give, or agree to give any DCTA officer or former DCTA officer, or for any DCTA officer or former DCTA officer to solicit, demand, accept, or agree to accept from another person, a gratuity or an offer of employment in connection with any decision, approval, disapproval, recommendation, or preparation of any part of a program requirement or a purchase request, influencing the content of any specification or procurement standard, rendering of advice, investigation, auditing, or in any other advisory capacity in any proceeding or application, request for ruling, determination, claim or controversy, or other particular matter, pertaining to any program requirement or a contract or subcontract, or to any solicitation therefore.

42. FUNDING

Funds for payment have been provided through the DCTA budget approved by the Board of Directors for this fiscal year only. State of Texas statutes prohibit the obligation and expenditure of public funds beyond the fiscal year for which a budget has been approved. Therefore, anticipated orders or other obligations that may arise past the end of the current DCTA fiscal year shall be subject to budget approval.

43. FEDERAL FUNDS

DCTA is a recipient of federal funds from the Federal Transit Authority (FTA) and as a recipient of federal funds specific clauses and certifications must be included in any contract that involves the disbursement of federal funds. If federal dollars will be utilized under this contract. Bidders must adhere to the clauses and certifications if applicable. All required clauses and certifications will be included if applicable.

44. PROCUREMENT OF RECOVERED MATERIALS

If federal dollars are utilized for this project all contractors must comply with section 6002 of the Solid Waste Disposal Act, as amended by the Resource Conservation and Recovery Act.

45. SILENCE OF SPECIFICATIONS

The apparent silence of the specifications as to any detail or to the apparent omission from it of a detailed description concerning any point, shall be regarded as meaning that only the best commercial practices are to prevail. All interpretations of these specifications shall be made on the basis of this statement.

INSURANCE REQUIREMENTS

Bidders performing work on DCTA's behalf shall provide the DCTA a certificate of insurance or a copy of their insurance policy(s) evidencing the coverage and coverage provisions identified herein within ten (10) days of request from DCTA. Bidders shall provide DCTA evidence that all subcontractors performing work on the project have the same types and amounts of coverage as required herein or that the subcontractors are included under the bidder's policy. Work shall not commence until insurance has been approved by DCTA.

All insurance companies and coverage must be authorized by the Texas Department of Insurance to transact business in the State of Texas and must have a A.M. Best's rating A-VI or greater.

Listed below are the types and minimum amounts of insurances required and which must be maintained during the term of the contract. DCTA reserves the right to amend or require additional types and amounts of coverage or provisions depending on the nature of the work.

COMMERCIAL GENERAL LIABILITY:

Covering Bodily Injury/Property Damage, Products/Completed Operations and Personal Advertising Injury

- Per occurrence\$1,000,000
- General Aggregate \$2,000,000
- Products/Completed Aggregate \$2,000,000
- Personal Advertising Injury per occurrence \$1,000,000

BUSINESS AUTO LIABILITY

to include coverage for:

- Owned/Leased vehicles
- Non-owned vehicles
- Hired vehicles
- Combined Single Limit \$1,000,000

WORKERS' COMPENSATION EMPLOYERS' LIABILITY

Texas Statutory Limits with Employer's Liability limits per occurrence:

- Each accident \$1,000,000
- Disease Policy Limits \$1,000,000
- Disease each employee..... \$1,000,000

ADDITIONAL INSURED:

The Commercial General Liability and Business Automobile Liability policies shall be endorsed to name DCTA, its directors and employees as additional insured regarding Bidder's operations in performance of this Contract.

WAIVER OF SUBROGATION:

The Workers' Compensation and Employers' Liability policies shall be endorsed to provide a waiver of subrogation in favor of DCTA, its officers, directors and employees.

COVERAGE PRIMARY:

Such insurance as is provided therein shall be primary and non-contributing with any other valid and collectible insurance available to DCTA. The limits of liability required above may be provided by a single policy of insurance or by a combination of primary, excess or umbrella policies. But in no event shall the total limits of liability available for any one occurrence or accident be less than the amounts required herein.

NO COMMENCEMENT WITHOUT COVERAGE:

The Bidder shall not commence work at the site under this Contract until he/she has obtained all required insurance and until such insurance has been approved by DCTA. Bidder shall not allow any subcontractor to commence work until all similar required insurance has been obtained and approved. Approval of the insurance by DCTA shall not relieve or decrease the liability of the Bidder hereunder.

CERTIFICATES:

Certificate of Insurance evidencing insurance coverage as required shall be furnished to the Purchasing Manager prior to commencement of work and within ten (10) calendar days after the date of Notice of Award. CERTIFICATES SHALL BE PROVIDED BY BIDDER AND ANYONE INVOLVED IN THE PERFORMANCE OF WORK UNDER THIS CONTRACT (not otherwise included under Bidder's coverage), INCLUDING ALL SUBCONTRACTORS. All certificates from Bidder and any subcontractors must be issued reflecting DCTA as the certificate holder. All Certificates of Insurance shall reflect the Denton County Transportation Authority project number. Failure to furnish the required certificates of insurance within the time allowed shall not be considered cause for modification of any contractual time limits. All policies of insurance presented, as proof of compliance with the above requirements shall be on forms and with insurance companies approved by DCTA. All such insurance policies shall be provided by insurance companies having a Best's rating of A-VI rating or greater as shown in the most current issue of A.M. Best's Key Rating Guide. Policies of insurance issued by insurance companies not rated by Best's or have a Best's rating lower than A-VI will not be accepted as complying with the insurance requirements of the Contract unless such insurance companies are approved in writing prior to the award of the Contract. Certificate of Insurance shall contain transcripts from the proper office of the insurer, evidencing in particular those insured, the extent of the insurance, the location, and the cancellation clause as required below.

NO LAPSE OR CANCELLATION:

The Bidder and any subcontractor shall not cause any insurance to be canceled nor permit any insurance to lapse. All insurance policies shall not be canceled, reduced, restricted, or limited until thirty (30) days after DCTA has received written notice. In the event of cancellation or lapse of insurance, the Bidder shall notify DCTA immediately and unless otherwise directed by DCTA, shall cease work until evidence of acceptable insurance coverage is supplied to DCTA.

BREACH:

Failure to maintain insurance coverage as required herein shall constitute a material breach and default.

DCTA.

BREACH:

Failure to maintain insurance coverage as required herein shall constitute a material breach and default.

Federal Clauses

Fly America Requirements – Applicability – all contracts involving transportation of persons or property, by air between the U.S. and/or places outside the U.S. These requirements do not apply to micro-purchases (\$10,000 or less, except for construction contracts over \$2,000). Contractor shall comply with 49 USC 40118 (the “Fly America” Act) in accordance with General Services Administration regulations 41 CFR 301-10, stating that recipients and subrecipients of Federal funds and their contractors are required to use US Flag air carriers for US Government financed international air travel and transportation of their personal effects or property, to the extent such service is available, unless travel by foreign air carrier is a matter of necessity, as defined by the Fly America Act. Contractor shall submit, if a foreign air carrier was used, an appropriate certification or memorandum adequately explaining why service by a US flag air carrier was not available or why it was necessary to use a foreign air carrier and shall, in any event, provide a certificate of compliance with the Fly America requirements. Contractor shall include the requirements of this section in all subcontracts that may involve international air transportation.

Buy America Requirements – Applicability – Construction Contracts and Acquisition of Goods or Rolling Stock (valued at more than \$150,000) Contractor shall comply with 49 USC 5323(j) and 49 CFR 661, stating that Federal funds may not be obligated unless steel, iron, and manufactured products used in FTA-funded projects are produced in the United States, unless a waiver has been granted by FTA or the product is subject to a general waiver. General waivers are listed in 49 CFR 661.7, and include software, microcomputer equipment and small purchases (currently less than \$150,000) made with capital, operating, or planning funds. Separate requirements for rolling stock are stated at 5323(j)(2)(C) and 49 CFR 661.11. Rolling stock must be manufactured in the US and have a minimum 60% domestic content for FY2016 and FY2017, a minimum 65% domestic content for FY2018 and FY2019 and a minimum 70% domestic content for FY2020 and beyond. A bidder or offeror shall submit appropriate Buy America certification to the recipient with all bids on FTA-funded contracts, except those subject to a general waiver. Proposals not accompanied by a completed Buy America certification shall be rejected as nonresponsive. This requirement does not apply to lower tier subcontractors.

Cargo Preference - Use of US-Flag Vessels – Applicability – Contracts involving equipment, materials or commodities which may be transported by ocean vessels. These requirements do not apply to micro-purchases (\$10,000 or less, except for construction contracts over \$2,000). Contractor shall: a. use privately owned US-Flag commercial vessels to ship at least 50% of the gross tonnage (computed separately for dry bulk carriers, dry cargo liners, and tankers) involved, whenever shipping any equipment, material, or commodities pursuant to the underlying contract to the extent such vessels are available at fair and reasonable rates for US flag commercial vessels; b. furnish within 20 working days following the loading date of shipments originating within the US or within 30 working days following the loading date of shipments originating outside the US, a legible copy of a rated, "on-board" commercial bill-of-lading in English for each shipment of cargo described herein to the Division of National Cargo, Office of Market Development, Maritime Administration, Washington, DC 20590 and to the recipient (through contractor in the case of a subcontractor's bill-of-lading.) c. include these requirements in all subcontracts issued pursuant to this contract when the subcontract involves the transport of equipment, material, or commodities by ocean vessel.

Energy Conservation – Applicability – All Contracts except micro-purchases (\$10,000 or less, except for construction contracts over \$2,000) Contractor shall comply with mandatory standards and policies relating to energy efficiency, stated in the state energy conservation plan issued in compliance with the Energy Policy & Conservation Act.

Access to Records and Reports – Applicability – As shown below. These requirements do not apply to micro-purchases (\$10,000 or less, except for construction contracts over \$2,000) The following access to records requirements apply to this Contract:

1. Where the purchaser is not a State but a local government and is an FTA recipient or a subgrantee of FTA recipient in accordance with 49 CFR 18.36(i), contractor shall provide the purchaser, the FTA, the US Comptroller General or their authorized representatives access to any books, documents,

papers and contractor records which are pertinent to this contract for the purposes of making audits, examinations, excerpts and transcriptions. Contractor shall also, pursuant to 49 CFR 633.17, provide authorized FTA representatives, including any PMO contractor, access to contractor's records and construction sites pertaining to a capital project, defined at 49 USC 5302(a)1, which is receiving FTA assistance through the programs described at 49 USC 5307, 5309 or 5311.

2. Where the purchaser is a State and is an FTA recipient or a subgrantee of FTA recipient in accordance with 49 CFR 633.17, contractor shall provide the purchaser, authorized FTA representatives, including any PMO Contractor, access to contractor's records and construction sites pertaining to a capital project, defined at 49 USC 5302(a)1, which receives FTA assistance through the programs described at 49 USC 5307, 5309 or 5311. By definition, a capital project excludes contracts of less than the simplified acquisition threshold currently set at \$250,000.
3. Where the purchaser enters into a negotiated contract for other than a small purchase or under the simplified acquisition threshold and is an institution of higher education, a hospital or other non-profit organization and is an FTA recipient or a subgrantee of FTA recipient in accordance with 49 CFR 19.48, contractor shall provide the purchaser, the FTA, the US Comptroller General or their authorized representatives, access to any books, documents, papers and record of the contractor which are directly pertinent to this contract for the purposes of making audits, examinations, excerpts and transcriptions.
4. Where a purchaser which is an FTA recipient or a subgrantee of FTA recipient in accordance with 49 USC 5325(a) enters into a contract for a capital project or improvement (defined at 49 USC 5302(a)1) through other than competitive bidding, contractor shall make available records related to the contract to the purchaser, the Secretary of USDOT and the US Comptroller General or any authorized officer or employee of any of them for the purposes of conducting an audit and inspection.
5. Contractor shall permit any of the foregoing parties to reproduce by any means whatsoever or to copy excerpts and transcriptions as reasonably needed.
6. Contractor shall maintain all books, records, accounts and reports required under this contract for a period of not less than three (3) years after the date of termination or expiration of this contract, except in the event of litigation or settlement of claims arising from the performance of this contract, in which case contractor agrees to maintain same until the recipient, FTA Administrator, US Comptroller General, or any of their authorized representatives, have disposed of all such litigation, appeals, claims or exceptions related thereto. Re: 49 CFR 18.39(i)(11).

FTA does not require the inclusion of these requirements in subcontracts.

Federal Changes – Applicability – All Contracts except micro-purchases (\$10,000 or less, except for construction contracts over \$2,000) Contractor shall comply with all applicable FTA regulations, policies, procedures and directives, including without limitation those listed directly or by reference in the Master Agreement between the recipient and FTA, as they may be amended or promulgated from time to time during the term of the contract. Contractor's failure to comply shall constitute a material breach of the contract.

Recycled Products – Applicability – All contracts for items designated by the EPA, when the purchaser or contractor procures \$10,000 or more of one of these items during the current or previous fiscal year using Federal funds. The contractor agrees to comply with all the requirements of Section 6002 of the Resource Conservation and Recovery Act (RCRA), as amended (42 U.S.C. 6962), including but not limited to the regulatory provisions of 40 CFR Part 247, and Executive Order 12873, as they apply to the procurement of the items designated in Subpart B of 40 CFR Part 247.

No Government Obligation to Third Parties – Applicability – All contracts except micro-purchases (\$10,000 or less, except for construction contracts over \$2,000)

- (1) The recipient and contractor acknowledge and agree that, notwithstanding any concurrence by the US Government in or approval of the solicitation or award of the underlying contract, absent the express written consent by the US Government, the US Government is not a party to this contract and shall not

be subject to any obligations or liabilities to the recipient, the contractor, or any other party (whether or not a party to that contract) pertaining to any matter resulting from the underlying contract.

(2) Contractor agrees to include the above clause in each subcontract financed in whole or in part with FTA assistance. It is further agreed that the clause shall not be modified, except to identify the subcontractor who will be subject to its provisions.

Program Fraud and False or Fraudulent Statements or Related Acts – Applicability – All contracts except micro-purchases (\$10,000 or less, except for construction contracts over \$2,000)

(1) Contractor acknowledges that the provisions of the Program Fraud Civil Remedies Act of 1986, as amended, 31 USC 3801 et seq. and USDOT regulations, "Program Fraud Civil Remedies," 49 CFR 31, apply to its actions pertaining to this project. Upon execution of the underlying contract, contractor certifies or affirms the truthfulness and accuracy of any statement it has made, it makes, it may make, or causes to be made, pertaining to the underlying contract or FTA assisted project for which this contract work is being performed. In addition to other penalties that may be applicable, contractor further acknowledges that if it makes, or causes to be made, a false, fictitious, or fraudulent claim, statement, submittal, or certification, the US Government reserves the right to impose the penalties of the Program Fraud Civil Remedies Act (1986) on contractor to the extent the US Government deems appropriate.

(2) If contractor makes, or causes to be made, a false, fictitious, or fraudulent claim, statement, submittal, or certification to the US Government under a contract connected with a project that is financed in whole or in part with FTA assistance under the authority of 49 USC 5307, the Government reserves the right to impose the penalties of 18 USC 1001 and 49 USC 5307(n)(1) on contractor, to the extent the US Government deems appropriate. (3) Contractor shall include the above two clauses in each subcontract financed in whole or in part with FTA assistance. The clauses shall not be modified, except to identify the subcontractor who will be subject to the provisions.

Termination – Applicability – All Contracts over \$10,000, except contracts with nonprofit organizations and institutions of higher learning, where the threshold is \$250,000

a. Termination for Convenience (General Provision) the recipient may terminate this contract, in whole or in part, at any time by written notice to contractor when it is in the recipient's best interest. Contractor shall be paid its costs, including contract close-out costs, and profit on work performed up to the time of termination. Contractor shall promptly submit its termination claim to the recipient. If contractor is in possession of any of the recipient's property, contractor shall account for same, and dispose of it as the recipient directs.

b. Termination for Default [Breach or Cause] (General Provision) If contractor does not deliver items in accordance with the contract delivery schedule, or, if the contract is for services, and contractor fails to perform in the manner called for in the contract, or if contractor fails to comply with any other provisions of the contract, the recipient may terminate this contract for default. Termination shall be affected by serving a notice of termination to contractor setting forth the manner in which contractor is in default. Contractor shall only be paid the contract price for supplies delivered and accepted, or for services performed in accordance with the manner of performance set forth in the contract. If it is later determined by the recipient that contractor had an excusable reason for not performing, such as a strike, fire, or flood, events which are not the fault of or are beyond the control of contractor, the recipient, after setting up a new delivery or performance schedule, may allow contractor to continue work, or treat the termination as a termination for convenience.

c. Opportunity to Cure (General Provision) the recipient in its sole discretion may, in the case of a termination for breach or default, allow contractor an appropriately short period of time in which to cure the defect. In such case, the notice of termination shall state the time period in which cure is permitted and other appropriate conditions. If contractor fails to remedy to the recipient's satisfaction the breach or default or any of the terms, covenants, or conditions of this Contract within ten (10) days after receipt by contractor or written notice from the recipient setting forth the nature of said breach or default, the recipient shall have the right to terminate the Contract without any further obligation to contractor. Any

such termination for default shall not in any way operate to preclude the recipient from also pursuing all available remedies against contractor and its sureties for said breach or default.

d. Waiver of Remedies for any Breach In the event that the recipient elects to waive its remedies for any breach by contractor of any covenant, term or condition of this Contract, such waiver by the recipient shall not limit its remedies for any succeeding breach of that or of any other term, covenant, or condition of this Contract.

e. Termination for Convenience (Professional or Transit Service Contracts) the recipient, by written notice, may terminate this contract, in whole or in part, when it is in the recipient's interest. If the contract is terminated, the recipient shall be liable only for payment under the payment provisions of this contract for services rendered before the effective date of termination.

f. Termination for Default (Supplies and Service) If contractor fails to deliver supplies or to perform the services within the time specified in this contractor any extension or if the contractor fails to comply with any other provisions of this contract, the recipient may terminate this contract for default. The recipient shall terminate by delivering to contractor a notice of termination specifying the nature of default. Contractor shall only be paid the contract price for supplies delivered and accepted, or services performed in accordance with the manner or performance set forth in this contract. If, after termination for failure to fulfill contract obligations, it is determined that contractor was not in default, the rights and obligations of the parties shall be the same as if termination had been issued for the recipient's convenience.

g. Termination for Default (Transportation Services) If contractor fails to pick up the commodities or to perform the services, including delivery services, within the time specified in this contract or any extension or if contractor fails to comply with any other provisions of this contract, the recipient may terminate this contract for default. The recipient shall terminate by delivering to contractor a notice of termination specifying the nature of default.

Contractor shall only be paid the contract price for services performed in accordance with the manner of performance set forth in this contract. If this contract is terminated while contractor has possession of the recipient goods, contractor shall, as directed by the recipient, protect and preserve the goods until surrendered to the recipient or its agent. Contractor and the recipient shall agree on payment for the preservation and protection of goods. Failure to agree on an amount shall be resolved under the Dispute clause. If, after termination for failure to fulfill contract obligations, it is determined that contractor was not in default, the rights and obligations of the parties shall be the same as if termination had been issued for the recipient's convenience.

h. Termination for Default (Construction) If contractor refuses or fails to prosecute the work or any separable part, with the diligence that will insure its completion within the time specified, or any extension, or fails to complete the work within this time, or if contractor fails to comply with any other provisions of this contract, the recipient may terminate this contract for default. the recipient shall terminate by delivering to contractor a notice of termination specifying the nature of default. In this event, the recipient may take over the work and compete it by contract or otherwise, and may take possession of and use any materials, appliances, and plant on the work site necessary for completing the work. Contractor and its sureties shall be liable for any damage to the recipient resulting from contractor's refusal or failure to complete the work within specified time, whether or not contractor's right to proceed with the work is terminated. This liability includes any increased costs incurred by the recipient in completing the work.

Contractor's right to proceed shall not be terminated nor shall contractor be charged with damages under this clause if:

1. Delay in completing the work arises from unforeseeable causes beyond the control and without the fault or negligence of contractor. Examples of such causes include: acts of God, acts of the recipient, acts of another contractor in the performance of a contract with the recipient, epidemics, quarantine restrictions, strikes, freight embargoes; and

2. Contractor, within 10 days from the beginning of any delay, notifies the recipient in writing of the causes of delay. If in the recipient's judgment, delay is excusable, the time for completing the work shall

be extended. The recipient's judgment shall be final and conclusive on the parties, but subject to appeal under the Disputes clauses.

If, after termination of contractor's right to proceed, it is determined that contractor was not in default, or that the delay was excusable, the rights and obligations of the parties will be the same as if termination had been issued for the recipient's convenience.

i. Termination for Convenience or Default (Architect & Engineering) the recipient may terminate this contract in whole or in part, for the recipient's convenience or because of contractor's failure to fulfill contract obligations. The recipient shall terminate by delivering to contractor a notice of termination specifying the nature, extent, and effective date of termination. Upon receipt of the notice, contractor shall (1) immediately discontinue all services affected (unless the notice directs otherwise), and (2) deliver to the recipient all data, drawings, specifications, reports, estimates, summaries, and other information and materials accumulated in performing this contract, whether completed or in process. If termination is for the recipient's convenience, it shall make

an equitable adjustment in the contract price but shall allow no anticipated profit on unperformed services. If termination is for contractor's failure to fulfill contract obligations, the recipient may complete the work by contract or otherwise and contractor shall be liable for any additional cost incurred by the recipient. If, after termination for failure to fulfill contract obligations, it is determined that contractor was not in default, the rights and obligations of the parties shall be the same as if termination had been issued for the recipient's convenience.

j. Termination for Convenience or Default (Cost-Type Contracts) the recipient may terminate this contract, or any portion of it, by serving a notice of termination on contractor. The notice shall state whether termination is for convenience of the recipient or for default of contractor. If termination is for default, the notice shall state the manner in which contractor has failed to perform the requirements of the contract. Contractor shall account for any property in its possession paid for from funds received from the recipient, or property supplied to contractor by the recipient. If termination is for default, the recipient may fix the fee, if the contract provides for a fee, to be paid to contractor in proportion to the value, if any, of work performed up to the time of termination. Contractor shall promptly submit its termination claim to the recipient and the parties shall negotiate the termination settlement to be paid to contractor. If termination is for the recipient's convenience, contractor shall be paid its contract close-out costs, and a fee, if the contract provided for payment of a fee, in proportion to the work performed up to the time of termination. If, after serving a notice of termination for default, the recipient payment of a fee, in proportion to the work performed up to the time of termination. If, after serving a notice of termination for default, the recipient determines that contractor has an excusable reason for not performing, such as strike, fire, flood, events which are not the fault of and are beyond the control of contractor, the recipient, after setting up a new work schedule, may allow contractor to continue work, or treat the termination as a termination for convenience.

Government-Wide Debarment and Suspension (Nonprocurement) – Applicability – Contracts over \$25,000 The Recipient agrees to the following:

(1) It will comply with the requirements of 2 C.F.R. part 180, subpart C, as adopted and supplemented by U.S. DOT regulations at 2 C.F.R. part 1200, which include the following: (a) It will not enter into any arrangement to participate in the development or implementation of the Project with any Third Party Participant that is debarred or suspended except as authorized by: 1 U.S. DOT regulations, "Nonprocurement Suspension and Debarment," 2 C.F.R. part 1200, 2 U.S. OMB, "Guidelines to Agencies on Governmentwide Debarment and Suspension (Nonprocurement)," 2 C.F.R. part 180, including any amendments thereto, and 3 Executive Orders Nos. 12549 and 12689, "Debarment and Suspension," 31 U.S.C. § 6101 note, (b) It will review the U.S. GSA "System for Award Management," <https://www.sam.gov>, if required by U.S. DOT regulations, 2 C.F.R. part 1200, and (c) It will include, and require each of its Third Party Participants to include, a similar provision in each lower tier covered transaction, ensuring that each lower tier Third Party Participant: 1 Will comply with Federal debarment and suspension requirements, and 2 Reviews the "System for Award Management" at <https://www.sam.gov>, if necessary to comply with U.S. DOT regulations, 2 C.F.R. part 1200, and (2) If the Recipient suspends, debars, or takes any similar action against a Third Party Participant or individual, the Recipient will provide immediate written notice to the: (a)

FTA Regional Counsel for the Region in which the Recipient is located or implements the Project, (b) FTA Project Manager if the Project is administered by an FTA Headquarters Office, or (c) FTA Chief Counsel,

Contracts Involving Federal Privacy Act Requirements – Applicability – When a grantee maintains files on drug and alcohol enforcement activities for FTA, and those files are organized so that information could be retrieved by personal identifier, the Privacy Act requirements apply to all contracts except micro-purchases (\$10,000 or less, except for construction contracts over \$2,000). The following requirements apply to the Contractor and its employees that administer any system of records on behalf of the Federal Government under any contract:

- (1) The Contractor agrees to comply with, and assures the compliance of its employees with, the information restrictions and other applicable requirements of the Privacy Act of 1974, 5 U.S.C. § 552a. Among other things, the Contractor agrees to obtain the express consent of the Federal Government before the Contractor or its employees operate a system of records on behalf of the Federal Government. The Contractor understands that the requirements of the Privacy Act, including the civil and criminal penalties for violation of that Act, apply to those individuals involved, and that failure to comply with the terms of the Privacy Act may result in termination of the underlying contract.
- (2) The Contractor also agrees to include these requirements in each subcontract to administer any system of records on behalf of the Federal Government financed in whole or in part with Federal assistance provided by FTA.

Civil Rights Requirements – Applicability – All contracts except micro-purchases (\$10,000 or less, except for construction contracts over \$2,000)

The following requirements apply to the underlying contract:

The Recipient understands and agrees that it must comply with applicable Federal civil rights laws and regulations, and follow applicable Federal guidance, except as the Federal Government determines otherwise in writing. Therefore, unless a Recipient or Program, including an Indian Tribe or the Tribal Transit Program, is specifically exempted from a civil rights statute, FTA requires compliance with that civil rights statute, including compliance with equity in service:

- a. Nondiscrimination in Federal Public Transportation Programs. The Recipient agrees to, and assures that each Third Party Participant will, comply with Federal transit law, 49 U.S.C. § 5332 (FTA's "Nondiscrimination" statute): (1) FTA's "Nondiscrimination" statute prohibits discrimination on the basis of: (a) Race, (b) Color, (c) Religion, (d) National origin, (e) Sex, (f) Disability, (g) Age, or (h) Gender identity and (2) The FTA "Nondiscrimination" statute's prohibition against discrimination includes: (a) Exclusion from participation, (b) Denial of program benefits, or (c) Discrimination, including discrimination in employment or business opportunity, (3) Except as FTA determines otherwise in writing: (a) General. Follow: 1 The most recent edition of FTA Circular 4702.1, "Title VI Requirements and Guidelines for Federal Transit Administration Recipients," to the extent consistent with applicable Federal laws, regulations, and guidance, and 2 Other applicable Federal guidance that may be issued, but (b) Exception for the Tribal Transit Program. FTA does not require an Indian Tribe to comply with FTA program specific guidelines for Title VI when administering its projects funded under the Tribal Transit Program,
- b. Nondiscrimination – Title VI of the Civil Rights Act. The Recipient agrees to, and assures that each Third Party Participant will: (1) Prohibit discrimination based on: (a) Race, (b) Color, or (c) National origin, (2) Comply with: (a) Title VI of the Civil Rights Act of 1964, as amended, 42 U.S.C. § 2000d et seq., (b) U.S. DOT regulations, "Nondiscrimination in Federally-Assisted Programs of the Department of Transportation – Effectuation of Title VI of the Civil Rights Act of 1964," 49 C.F.R. part 21, and (c) Federal transit law, specifically 49 U.S.C. § 5332, as stated in the preceding section a, and (3) Except as FTA determines otherwise in writing, follow: (a) The most recent edition of FTA Circular 4702.1, "Title VI and Title VI Dependent Guidelines for Federal Transit Administration Recipients," to the extent consistent with applicable Federal laws, regulations, and guidance. (b) U.S. DOJ, "Guidelines for the enforcement of Title VI, Civil Rights Act of 1964," 28 C.F.R. § 50.3, and (c) Other applicable Federal guidance that may be issued,

c. Equal Employment Opportunity. (1) Federal Requirements and Guidance. The Recipient agrees to, and assures that each Third Party Participant will, prohibit discrimination on the basis of race, color, religion, sex, or national origin, and: (a) Comply with Title VII of the Civil Rights Act of 1964, as amended, 42 U.S.C. § 2000e et seq., (b) Facilitate compliance with Executive Order No. 11246, "Equal Employment Opportunity," as amended by Executive Order No. 11375, "Amending Executive Order No. 11246, Relating to Equal Employment Opportunity," 42 U.S.C. § 2000e note, (c) Comply with Federal transit law, specifically 49 U.S.C. § 5332, as stated in section a, and (d) Comply with FTA Circular 4704.10 other applicable EEO laws and regulations, as provided in Federal guidance, including laws and regulations prohibiting discrimination on the basis of disability, except as the Federal Government determines otherwise in writing, (2) General. The Recipient agrees to: (a) Ensure that applicants for employment are employed and employees are treated during employment without discrimination on the basis of their: 1 Race, 2 Color, 3 Religion, 4 Sex, 5 Disability, 6 Age, or 7 National origin, (b) Take affirmative action that includes, but is not limited to: 1 Recruitment advertising, 2 Recruitment, 3 Employment, 4 Rates of pay, 5 Other forms of compensation, 6 Selection for training, including apprenticeship, 7 Upgrading, 8 Transfers, 9 Demotions, 10 Layoffs, and 11 Terminations, but (b) Indian Tribe. Title VII of the Civil Rights Act of 1964, as amended, exempts Indian Tribes under the definition of "Employer". (3) Equal Employment Opportunity Requirements for Construction Activities. In addition to the foregoing, when undertaking "construction" as recognized by the U.S. Department of Labor (U.S. DOL), the Recipient agrees to comply, and assures the compliance of each Third Party Participant, with: (a) U.S. DOL regulations, "Office of Federal Contract Compliance Programs, Equal Employment Opportunity, Department of Labor," 41 C.F.R. chapter 60, and (b) Executive Order No. 11246, "Equal Employment Opportunity," as amended by Executive Order No. 11375, "Amending Executive Order No. 11246, Relating to Equal Employment Opportunity," 42 U.S.C. § 2000e note,

d. Disadvantaged Business Enterprise. To the extent authorized by applicable Federal law, the Recipient agrees to facilitate, and assures that each Third-Party Participant will facilitate, participation by small business concerns owned and controlled by socially and economically disadvantaged individuals, also referred to as "Disadvantaged Business Enterprises" (DBEs), in the Project as follows: 1) Requirements. The Recipient agrees to comply with: (a) Section 1101(b) of Map-21, 23 U.S.C. § 101 note, (b) U.S. DOT regulations, "Participation by Disadvantaged Business Enterprises in Department of Transportation Financial Assistance Programs," 49 C.F.R. part 26, and (c) Federal transit law, specifically 49 U.S.C. § 5332, as stated in section a, (2) Assurance. As required by 49 C.F.R. § 26.13(a), (b) DBE Program Requirements. Recipients receiving planning, capital and/or operating section a, (2) Assurance. As required by 49 C.F.R. § 26.13(a), (b) DBE Program Requirements. Recipients receiving planning, capital and/or operating assistance that will award prime third-party contracts exceeding \$250,000 in a Federal fiscal year must: 1 Have a DBE program meeting the requirements of 49 C.F.R. part 26, 2 Implement a DBE program approved by FTA, and 3 Establish an annual DBE participation goal, (c) Special

Requirements for a Transit Vehicle Manufacturer. The Recipient understands and agrees that each transit vehicle manufacturer, as a condition of being authorized to bid or propose on FTA-assisted transit vehicle procurements, must certify that it has complied with the requirements of 49 C.F.R. part 26, (d) the Recipient provides assurance that: The Recipient shall not discriminate on the basis of race, color, national origin, or sex in the award and performance of any DOT-assisted contract or in the administration of its DBE program or the requirements of 49 C.F.R. part 26. The Recipient shall take all necessary and reasonable steps under 49 C.F.R. part 26 to ensure nondiscrimination in the award and administration of DOT-assisted contracts. The Recipient's DBE program, as required by 49 C.F.R. part 26 and as approved by DOT, is incorporated by reference in this agreement. Implementation of this program is a legal obligation and failure to carry out its terms shall be treated as a violation of this agreement. Upon notification to the Recipient of its failure to carry out its approved program, the Department may impose sanctions as provided for under 49 C.F.R. part 26 and may, in appropriate cases, refer the matter for enforcement under 18 U.S.C. § 1001 and/or the Program Fraud Civil Remedies Act of 1986, 31 U.S.C. § 3801 et seq., (2) Exception for the Tribal Transit Program. FTA exempts Indian tribes from the Disadvantaged Business Enterprise regulations at 49 C.F.R. part

26 under Map-21 and previous legislation,

e. Nondiscrimination on the Basis of Sex. The Recipient agrees to comply with Federal prohibitions against discrimination on the basis of sex, including: (1) Title IX of the Education Amendments of 1972, as amended, 20 U.S.C. § 1681 et seq., (2) U.S. DOT regulations, "Nondiscrimination on the Basis of Sex in Education Programs or Activities Receiving Federal Financial Assistance," 49 C.F.R. part 25, and (3) Federal transit law, specifically 49 U.S.C. § 5332, as stated in section a,

f. Nondiscrimination on the Basis of Age. The Recipient agrees to comply with Federal prohibitions against discrimination on the basis of age, including: (1) The Age Discrimination in Employment Act (ADEA), 29 U.S.C. §§ 621 – 634, which prohibits discrimination on the basis of age, (2) U.S. Equal Employment Opportunity Commission (U.S. EEOC) regulations, "Age Discrimination in Employment Act," 29 C.F.R. part 1625, which implements the ADEA, (3) The Age Discrimination Act of 1975, as amended, 42 U.S.C. § 6101 et seq., which prohibits discrimination against individuals on the basis of age in the administration of programs or activities receiving Federal funds, (4) U.S. Health and Human Services regulations, "Nondiscrimination on the Basis of Age in Programs or Activities Receiving Federal Financial Assistance," 45 C.F.R. part 90, which implements the Age Discrimination Act of 1975, and (5) Federal transit law, specifically 49 U.S.C. § 5332, as stated in section a,

g. Nondiscrimination on the Basis of Disability. The Recipient agrees to comply with the following Federal prohibitions pertaining to discrimination against seniors or individuals with disabilities: (1) Federal laws, including: (a) Section 504 of the Rehabilitation Act of 1973, as amended, 29 U.S.C. § 794, which prohibits discrimination on the basis of disability in the administration of federally funded programs or activities, (b) The Americans with Disabilities Act of 1990 (ADA), as amended, 42 U.S.C. § 12101 et seq., which requires that accessible facilities and services be made available to individuals with disabilities, 1 General. Titles I, II, and III of the ADA apply to FTA Recipients, but 2 Indian Tribes. While Titles II and III of the ADA apply to Indian Tribes, Title I of the ADA exempts Indian Tribes from the definition of "employer," (c) The Architectural Barriers Act of 1968, as amended, 42 U.S.C. § 4151 et seq., which requires that buildings and public accommodations be accessible to individuals with disabilities, (d) Federal transit law, specifically 49 U.S.C. § 5332, which now includes disability as a prohibited basis for discrimination, and (e) Other applicable laws and amendments pertaining to access for elderly individuals or individuals with disabilities, (2) Federal regulations, including: (a) U.S. DOT regulations, "Transportation Services for Individuals with Disabilities (ADA)," 49 C.F.R. part 37, (b) U.S. DOT regulations, "Nondiscrimination on the Basis of Disability in Programs and Activities Receiving or Benefiting from Federal Financial Assistance," 49 C.F.R. part 27, (c) U.S. DOT regulations, "Transportation for Individuals with Disabilities: Passenger Vessels," 49 C.F.R. part 39, (d) Joint U.S. Architectural and Transportation Barriers Compliance Board (U.S. ATBCB) and U.S. DOT regulations, "Americans With Disabilities (ADA) Accessibility Specifications for Transportation Vehicles," 36 C.F.R. part 1192 and 49 C.F.R. part 38, (e) U.S. DOJ regulations, "Nondiscrimination on the Basis of Disability in State and Local Government Services," 28 C.F.R. part 35, (f) U.S. DOJ regulations, "Nondiscrimination on the Basis of Disability by Public Accommodations and in Commercial Facilities," 28 C.F.R. part 36, (g) U.S. EEOC, "Regulations to Implement the Equal Employment Provisions of the Americans with Disabilities Act," 29 C.F.R. part 1630, (h) U.S. Federal Communications Commission regulations, "Telecommunications Relay Services and Related Customer Premises Equipment for Persons with Disabilities," 47 C.F.R. part 64, Subpart F, (i) U.S. ATBCB regulations, "Electronic and Information Technology Accessibility Standards," 36 C.F.R. part 1194, and (j) FTA regulations, "Transportation for Elderly and Handicapped Persons," 49 C.F.R. part 609, and (3) Other applicable Federal civil rights and nondiscrimination guidance,

- h. Drug or Alcohol Abuse - Confidentiality and Other Civil Rights Protections. The Recipient agrees to comply with the confidentiality and civil rights protections of: (1) The Drug Abuse Office and Treatment Act of 1972, as amended, 21 U.S.C. § 1101 et seq., (2) The Comprehensive Alcohol Abuse and Alcoholism Prevention, Treatment and Rehabilitation Act of 1970, as amended, 42 U.S.C. § 4541 et seq., and (3) The Public Health Service Act, as amended, 42 U.S.C. §§ 290dd – 290dd-2,
- i. Access to Services for People with Limited English Proficiency. Except as the Federal Government determines otherwise in writing, the Recipient agrees to promote accessibility of public transportation services to people whose understanding of English is limited by following: 1) Executive Order No. 13166, "Improving Access to Services for Persons with Limited English Proficiency," August 11, 2000, 42 U.S.C. § 2000d-1 note, and (2) U.S. DOT Notice, "DOT Policy Guidance Concerning Recipients' Responsibilities to Limited English Proficiency (LEP) Persons," 70 Fed. Reg. 74087, December 14, 2005,
- j. Other Nondiscrimination Laws. Except as the Federal Government determines otherwise in writing, the Recipient agrees to: (1) Comply with other applicable Federal nondiscrimination laws and regulations, and (2) Follow Federal guidance prohibiting discrimination.
- k. Remedies. Remedies for failure to comply with applicable Federal Civil Rights laws and Federal regulations may be enforced as provided in those Federal laws or Federal regulations.

Disadvantaged Business Enterprise (DBE) – Applicability – Contracts over \$10,000 awarded on the basis of a bid or proposal offering to use DBEs

- a. This contract is subject to the requirements of Title 49, Code of Federal Regulations, Part 26, Participation by Disadvantaged Business Enterprises in Department of Transportation Financial Assistance Programs. The national goal for participation of Disadvantaged Business Enterprises (DBE) is 10%. The recipient's overall goal for DBE participation is listed elsewhere. If a separate contract goal for DBE participation has been established for this procurement, it is listed elsewhere.
- b. The contractor shall not discriminate on the basis of race, color, national origin, or sex in the performance of this contract. The contractor shall carry out applicable requirements of 49 CFR Part 26 in the award and administration of this contract. Failure by the contractor to carry out these requirements is a material breach of this contract, which may result in the termination of this contract or such other remedy as the municipal corporation deems appropriate. Each subcontract the contractor signs with a subcontractor must include the assurance in this paragraph (see 49 CFR 26.13(b)).
- c. If a separate contract goal has been established, Bidders/offers are required to document sufficient DBE participation to meet these goals or, alternatively, document adequate good faith efforts to do so, as provided for in 49 CFR 26.53.
- d. If no separate contract goal has been established, the successful bidder/offeror will be required to report its DBE participation obtained through race neutral means throughout the period of performance.
- e. The contractor is required to pay its subcontractors performing work related to this contract for satisfactory performance of that work no later than 30 days after the contractor's receipt of payment for that work from the recipient. In addition, the contractor may not hold retainage from its subcontractors or must return any retainage payments to those subcontractors within 30 days after the subcontractor's work related to this contract is satisfactorily completed or must return any retainage payments to those subcontractors within 30 days after incremental acceptance of the subcontractor's work by the recipient and contractor's receipt of the partial retainage payment related to the subcontractor's work.
- f. The contractor must promptly notify the recipient whenever a DBE subcontractor performing work related to this contract is terminated or fails to complete its work, and must make good faith efforts to

engage another DBE subcontractor to perform at least the same amount of work. The contractor may not terminate any DBE subcontractor and perform that work through its own forces or those of an affiliate without prior written consent of the recipient.

Prompt Payment – Applicability – All contracts except micro-purchases \$10,000 or less, (except for construction contracts over \$2,000). The prime contractor agrees to pay each subcontractor under this prime contract for satisfactory performance of its contract no later than 30 days from the receipt of each payment the prime contract receives from the Recipient. The prime contractor agrees further to return retainage payments to each subcontractor within 30 days after the subcontractors work is satisfactorily completed. Any delay or postponement of payment from the above referenced time frame may occur only for good cause following written approval of the Recipient. This clause applies to both DBE and non-DBE subcontracts.

Incorporation of Federal Transit Administration (FTA) Terms – Applicability – All contracts except micro-purchases (\$10,000 or less, except for construction contracts over \$2,000). The preceding provisions include, in part, certain Standard Terms & Conditions required by USDOT, whether or not expressly stated in the preceding contract provisions. All USDOT required contractual provisions, as stated in FTA Circular 4220.1F, are hereby incorporated by reference. Anything to the contrary herein notwithstanding, all FTA mandated terms shall be deemed to control in the event of a conflict with other provisions contained in this Agreement. The contractor shall not perform any act, fail to perform any act, or refuse to comply with any request that would cause the recipient to be in violation of FTA terms and conditions.

Other Federal Requirements:

Full and Open Competition - In accordance with 49 U.S.C. § 5325(h) all procurement transactions shall be conducted in a manner that provides full and open competition.

Prohibition Against Exclusionary or Discriminatory Specifications - Apart from inconsistent requirements imposed by Federal statute or regulations, the contractor shall comply with the requirements of 49 USC 5323(h)(2) by refraining from using any FTA assistance to support procurements using exclusionary or discriminatory specifications.

Conformance with ITS National Architecture - Contractor shall conform, to the extent applicable, to the National Intelligent Transportation Standards architecture as required by SAFETEA-LU Section 5307(c), 23 U.S.C. Section 512 note and follow the provisions of FTA Notice, "FTA National Architecture Policy on Transit Projects," 66 Fed. Reg. 1455 et seq., January 8, 2001, and any other implementing directives FTA may issue at a later date, except to the extent FTA determines otherwise in writing.

Access Requirements for Persons with Disabilities - Contractor shall comply with 49 USC 5301(d), stating Federal policy that the elderly and persons with disabilities have the same rights as other persons to use mass transportation services and facilities and that special efforts shall be made in planning and designing those services and facilities to implement that policy. Contractor shall also comply with all applicable requirements of Sec. 504 of the Rehabilitation Act (1973), as amended, 29 USC 794, which prohibits discrimination on the basis of handicaps, and the Americans with Disabilities Act of 1990 (ADA), as amended, 42 USC 12101 et seq., which requires that accessible facilities and services be made available to persons with disabilities, including any subsequent amendments thereto.

Interest of Members or Delegates to Congress - No members of, or delegates to, the US Congress shall be admitted to any share or part of this contract nor to any benefit arising therefrom.

Ineligible Contractors and Subcontractors - Any name appearing upon the Comptroller General's list of ineligible contractors for federally assisted contracts shall be ineligible to act as a subcontractor for

contractor pursuant to this contract. If contractor is on the Comptroller General's list of ineligible contractors for federally financed or assisted construction, the recipient shall cancel, terminate or suspend this contract.

Other Contract Requirements - To the extent not inconsistent with the foregoing Federal requirements, this contract shall also include those standard clauses attached hereto, and shall comply with the recipient's Procurement Guidelines, available upon request from the recipient.

Compliance With Federal Regulations - Any contract entered pursuant to this solicitation shall contain the following provisions: All USDOT required contractual provisions, as set forth in FTA Circular 4220.1F, are incorporated by reference. Anything to the contrary herein notwithstanding, FTA mandated terms shall control in the event of a conflict with other provisions contained in this Agreement. Contractor shall not perform any act, fail to perform any act, or refuse to comply with any grantee request that would cause the recipient to be in violation of FTA terms and conditions. Contractor shall comply with all applicable FTA regulations, policies, procedures and directives, including, without limitation, those listed directly or incorporated by reference in the Master Agreement between the recipient and FTA, as may be amended or promulgated from time to time during the term of this contract. Contractor's failure to so comply shall constitute a material breach of this contract.

Real Property - Any contract entered into shall contain the following provisions: Contractor shall at all times comply with all applicable statutes and

USDOT regulations, policies, procedures and directives governing the acquisition, use and disposal of real property, including, but not limited to, 49 CFR

18.31-18.34, 49 CFR 19.30-19.37, 49 CFR Part 24, 49 CFR 5326 as amended by Map-21, 49 CFR part 18 or 19, 49 USC 5334, applicable FTA Circular 5010, and FTA Master Agreement, as they may be amended or promulgated during the term of this contract. Contractor's failure to so comply shall constitute a material breach of this contract.

Access to Services for Persons with Limited English Proficiency - To the extent applicable and except to the extent that FTA determines otherwise in writing, the Recipient agrees to comply with the policies of Executive Order No. 13166, "Improving Access to Services for Persons with Limited English Proficiency," 42 U.S.C. § 2000d 1 note, and with the provisions of U.S. DOT Notice, "DOT Guidance to Recipients on Special Language Services to Limited English Proficient (LEP) Beneficiaries," 70 Fed. Reg. 74087, December 14, 2005.

Environmental Justice - Except as the Federal Government determines otherwise in writing, the Recipient agrees to promote environmental justice by following: (1) Executive Order No. 12898, "Federal Actions to Address Environmental Justice in Minority Populations and Low-Income Populations,"

February 11, 1994, 42 U.S.C. § 4321 note, as well as facilitating compliance with that Executive Order, and (2) DOT Order 5610.2, "Department of

Transportation Actions To Address Environmental Justice in Minority Populations and Low-Income Populations," 62 Fed. Reg. 18377, April 15, 1997, and (3) The most recent and applicable edition of FTA Circular 4703.1, "Environmental Justice Policy Guidance for Federal Transit Administration Recipients," August 15, 2012, to the extent consistent with applicable Federal laws, regulations, and guidance,

Environmental Protections - Compliance is required with any applicable Federal laws imposing environmental and resource conservation requirements for the project. Some, but not all, of the major Federal laws that may affect the project include: the National Environmental Policy Act of 1969; the Clean Air Act; the Resource Conservation and Recovery Act; the comprehensive Environmental response, Compensation and Liability Act; as well as environmental provisions with Title 23 U.S.C., and 49 U.C. chapter 53. The U.S. EPA, FHWA and other federal agencies may issue other federal regulations and directives that may affect the project. Compliance is required with any applicable Federal laws and regulations in effect now or that become effective in the future.

Geographic Information and Related Spatial Data - (NOT APPLICABLE TO THE TRIBAL TRANSIT PROGRAM) Any project activities involving spatial data or geographic information systems activities financed with Federal assistance are required to be consistent with the National Spatial Data Infrastructure promulgated by the Federal Geographic Data Committee, except to the extent that FTA determines otherwise in writing.

Geographic Preference - All project activities must be advertised without geographic preference, (except in A/E under certain circumstances, preference for hiring veterans on transit construction projects and geographic-based hiring preferences as proposes to be amended in 2 CFR Part 1201).

Federal Single Audit Requirements - For State Administered Federally Aid Funded Projects Only Non Federal entities that expend \$750,000 or more in a year in Federal awards from all sources are required to comply with the Federal Single Audit Act provisions contained in U.S. Office of Management and Budget (OMB) Circular No. A 133, "Audits of States, Local Governments, and Non Profit Organizations" (replaced with 2 CFR Part

200,"Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards" effective December 26, 2014 as applicable). Non-Federal entities that expend Federal awards from a single source may provide a program specific audit, as defined in the Circular. Non Federal entities that expend less than the amount above in a year in Federal awards from all sources are exempt from Federal audit requirements for that year, except as noted in Sec. 215 (a) of OMB Circular A-133 Subpart B--Audits, records must be available for review or audit by appropriate officials of the cognizant Federal agency the New York State Department of Transportation, the New York State Comptroller's Office and the U.S. Governmental Accountability Office (GAO). Non-Federal entities are required to submit a copy of all audits, as described above, within 30 days of issuance of audit report, but no later than 9 months after the end of the entity's fiscal year, to the New York State Department of Transportation, Contract Audit Bureau, 50 Wolf Road, Albany, NY 12232. Unless a time extension has been granted by the cognizant Federal Agency and has been filed with the New York State Department of Transportation's Contract Audit Bureau, failure to comply with the requirements of OMB Circular A-133 may result in suspension or termination of Federal award payments. Catalog of Federal Domestic Assistance (CFDA) Identification Number The municipal project sponsor is required to identify in its accounts all Federal awards received and expended, and the Federal programs under which they were received. Federal program and award identification shall include, as applicable, the CFDA title and number, award number and year, name of the Federal agency, and name of the pass through entity.

Veterans Preference - As provided by 49 U.S.C. 5325(k), to the extent practicable, the Recipient agrees and assures that each of its Subrecipients:

(1) Will give a hiring preference to veterans, as defined in 5 U.S.C. § 2108, who have the skills and abilities required to perform construction work required under a third party contract in connection with a Capital Project supported with federal assistance appropriated or made available for 49 U.S.C. chapter 53, and (2) Will not require an employer to give a preference to any veteran over any equally qualified applicant who is a member of any racial or ethnic minority, female, an individual with a disability, or a former employee.

Safe Operation of Motor Vehicles

a. Seat Belt Use. The Recipient agrees to implement Executive Order No. 13043, "Increasing Seat Belt Use in the United States," April 16, 1997, 23 U.S.C. § 402 note, (62 Fed. Reg. 19217), by: (1) Adopting and promoting on-the-job seat belt use policies and programs for its employees and other personnel that operate company-owned vehicles, company-rented vehicles, or personally operated vehicles, and (2) Including a "Seat Belt Use" provision in each third party agreement related to the Award. b. Distracted Driving, Including Text Messaging While Driving. The Recipient agrees to comply with: (1) Executive Order No. 13513, "Federal Leadership on Reducing Text Messaging While Driving," October 1, 2009, 23 U.S.C. § 402 note, (74 Fed. Reg. 51225), (2) U.S.

DOT Order 3902.10, "Text Messaging While Driving," December 30, 2009, and (3) The following U.S. DOT Special Provision pertaining to Distracted

Driving: (a) Safety. The Recipient agrees to adopt and enforce workplace safety policies to decrease crashes caused by distracted drivers, including policies to ban text messaging while using an electronic device supplied by an employer, and driving a vehicle the driver owns or rents, a vehicle Recipient owns, leases, or rents, or a privately-owned vehicle when on official business in connection with the Award, or when performing any work for or on behalf of the Award, (b) Recipient Size. The Recipient agrees to conduct workplace safety initiatives in a manner commensurate with its size, such as establishing new rules and programs to prohibit text messaging while driving, re-evaluating the existing programs to prohibit text messaging while driving, and providing education, awareness, and other outreach to employees about the safety risks associated with texting while driving, and (c) Extension of Provision. The Recipient agrees to include the preceding Special Provision of section 34.b(3)(a) – (b) of this Master Agreement in its third party agreements, and encourage its Third Party Participants to comply with this Special Provision, and include this Special Provision in each third party subagreement at each tier supported with federal assistance.

Catalog of Federal Domestic Assistance (CFDA) Identification Number - The municipal project sponsor is required to identify in its accounts all Federal awards received and expended, and the Federal programs under which they were received. Federal program and award identification shall include, as applicable, the CFDA title and number, award number and year, name of the Federal agency, and name of the pass through entity.

The CFDA number for the Federal Transit Administration - Nonurbanized Area Formula (Section 5311) is 20.509. A Recipient covered by the Single Audit Act Amendments of 1996 and OMB Circular A-133, "Audits of States, Local Governments, and Non-Profit Organizations," (replaced with 2 CFR Part 200, "Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards" effective December 26,

2014 as applicable) agrees to separately identify the expenditures for Federal awards under the Recovery Act on the Schedule of Expenditures of Federal Awards (SEFA) and the Data Collection Form (SF-SAC) required by OMB Circular A-133. The Recipient agrees to accomplish this by identifying expenditures for Federal awards made under Recovery Act separately on the SEFA, and as separate rows under Item 9 of Part III on the SF-SAC by CFDA number, and inclusion of the prefix "ARRA" in identifying the name of the Federal program on the SEFA and as the first characters in Item 9d of Part III on the SF-SAC.

Organizational Conflicts of Interest - The Recipient agrees that it will not enter into a procurement that involves a real or apparent organizational conflict of interest described as follows: (1) When It Occurs. An organizational conflict of interest occurs when the Project work, without appropriate restrictions on certain future activities, results in an unfair competitive advantage: (a) To that Third-Party Participant or another Third Party Participant performing the Project work, and (b) That impairs that Third Party Participant's objectivity in performing the Project work, or (2) Other. An organizational conflict of interest may involve other situations resulting in fundamentally unfair competitive conditions, (3) Disclosure Requirements. Consistent with FTA policies, the Recipient must disclose to FTA, and each of its Subrecipients must disclose to the Recipient: (a) Any instances of organizational conflict of interest, or (b) Violations of federal criminal law, involving fraud, bribery, or gratuity violations potentially affecting the federal award, and (4) Failure to Disclose. Failure to make required disclosures can result in remedies for noncompliance, including debarment or suspension.



BIDDER'S QUESTIONNAIRE

1. Name of Contractor ("Business", herein) <input type="text"/>		19. Is any litigation pending against the Business? <input type="checkbox"/> Yes <input type="checkbox"/> No
2. Doing Business As (other business name if applicable) <input type="text"/>		20. Has the Business been debarred, suspended, proposed for debarment, and declared ineligible, voluntarily excluded or otherwise disqualified from bidding, proposing or contracting? <input type="checkbox"/> Yes <input type="checkbox"/> No
3. Federal Tax ID Number <input type="text"/>		21. Has the Business ever been a defaulter, as principal, surety or otherwise? <input type="checkbox"/> Yes <input type="checkbox"/> No
4. Business Mailing Address (include City/State/Zip Code) <input type="text"/>		22. Has the government or other public entity requested or required enforcement of any of its rights under a surety agreement on the basis of a default or in lieu of declaring the Business in default? <input type="checkbox"/> Yes <input type="checkbox"/> No
5. Business Email Address <input type="text"/>		23. Is the Business in arrears upon a contract or debt? <input type="checkbox"/> Yes <input type="checkbox"/> No
6. Business Telephone <input type="text"/>	Business Fax Number <input type="text"/>	24. Are there any proceedings pending relating to the Business' responsibility, debarment, suspension, voluntary exclusion or qualification to receive a public contract? <input type="checkbox"/> Yes <input type="checkbox"/> No
7. Business Type <input type="text"/>		25. Have liquidated damages or penalty provisions been assessed against the Business for failure to complete the work on time or for any other reason? <input type="checkbox"/> Yes <input type="checkbox"/> No
8. Number of Years in Business <input type="text"/>		26. If a "yes" response is given to questions 17-25, please provide a detailed explanation including dates, references to contract information, contacts, etc. (attach additional pages as necessary). DCTA reserves the right to inquire further with respect thereto <input type="text"/>
9. <u>Annual Gross Revenue</u> for the past three years (M = Millions) <input type="checkbox"/> \$1M or Less <input type="checkbox"/> \$1M-\$5M <input type="checkbox"/> \$5M-\$10M <input type="checkbox"/> \$10M-\$16M <input type="checkbox"/> \$16M+		27. List the name and business address of each person or each entity which has a 10% or more ownership or control interest in the Business (attach additional pages as necessary). <input type="text"/>
10. Number of Employees <input type="checkbox"/> 100 or Less <input type="checkbox"/> 101-500 <input type="checkbox"/> 501-750 <input type="checkbox"/> 751-1,000 <input type="checkbox"/> 1,001+		I, individually and on behalf of the business named above, do by my signature below certify that the information provided in this questionnaire is true and correct. I understand that if the information provided herein contains any false statements or any misrepresentations: 1) DCTA will have the grounds to terminate any or all contracts which DCTA has or may have with the business; 2) DCTA may disqualify the business named above from consideration for contracts and/or 3) DCTA may have grounds for initiating legal action under federal, state or local law. Note: This questionnaire is also a certification form; the information requested will be used to determine small business status as per 13 CFR Part 121. Additionally, this information will allow DCTA to report the amount of subcontracting activity for DCTA. <input type="text"/>
11. Is Business a DBE Firm? <input type="checkbox"/> Yes <input type="checkbox"/> No		
12. Is Business Owned by Minority Ethnicity? <input type="checkbox"/> Yes <input type="checkbox"/> No		
13. Ethnic Group Black American Hispanic American Native American Other Subcontinent Asian American White/Caucasian Asian Pacific American		
14. Woman Owned? <input type="checkbox"/> Yes <input type="checkbox"/> No		

15. Veteran Owned

☐ Yes ☐ No

Printed Name

16. Type of Work Performed

☐ Manufacturing ☐ Professional Service
☐ Retail ☐ General/Technical Service

Title

17. Has the Business, or any officer or partner thereof, failed to complete a contract?

☐ Yes ☐ No

Signature of owner

18. Has the Business ever been declared "Not Responsible"

☐ Yes ☐ No

Date

Email Address

(Owner, CEO, President, Majority Stockholder or Designated Representative) Questions about this document should be directed to the Procurement Manager

CONFLICT OF INTEREST QUESTIONNAIRE**FORM CIQ**

For vendor or other person doing business with local governmental entity

This questionnaire is being filed in accordance with chapter 176 of the Local Government Code by a person doing business with the governmental entity.

OFFICE USE ONLY

By law this questionnaire must be filed with the records administrator of the local government not later than the 7th business day after the date the person becomes aware of facts that require the statement to be filed. See Section 176.006, Local Government Code.

Date Received

A person commits an offense if the person violates Section 176.006, Local Government Code. An offense under this section is a Class C misdemeanor.

1 Name of person doing business with local governmental entity.

2

☐ Check this box if you are filing an update to a previously filed questionnaire.

(The law requires that you file an updated completed questionnaire with the appropriate filing authority not later than September 1 of the year for which an activity described in Section 176.006(a), Local Government Code, is pending and not later than the 7th business day after the date the originally filed questionnaire becomes incomplete or inaccurate.)

3

Describe each affiliation or business relationship with an employee or contractor of the local governmental entity who makes recommendations to a local government officer of the local governmental entity with respect to expenditure of money.

4

Describe each affiliation or business relationship with a person who is a local government officer and who appoints or employs a local government officer of the local governmental entity that is the subject of this questionnaire.

CONFLICT OF INTEREST QUESTIONNAIRE**FORM CIQ**

For vendor or other person doing business with local governmental entity

Page 2

5 Name of local government officer with whom filer has affiliation or business relationship. (Complete this section only if the

answer to A, B, or C is YES.)

This section, item 5 including subparts A, B, C & D, must be completed for each officer with whom the filer has affiliation or business relationship. Attach additional pages to this Form CIQ as necessary.

A. Is the Local government officer named in this section receiving or likely to receive taxable income from the filer of the questionnaire?

☐ YES

☐ NO

B. Is the filer of the questionnaire receiving or likely to receive taxable income from or at the direction of the local government officer named in this section AND the taxable income is not from the local governmental entity?

☐ YES

☐ NO

C. Is the filer of this questionnaire affiliated with a corporation or other business entity that the local government officer serves as an officer or director, or holds an ownership of 10 percent or more?

☐ YES

☐ NO

D. Describe each affiliation or business relationship.

6

Describe any other affiliation or business relationship that might cause a conflict of interest.

7

Signature of person doing business with the governmental entity

Date

NON-COLLUSION AFFIDAVIT

This affidavit must be completed and submitted with the bid/proposal

The authorized representative for bidder / proposer, , being first duly sworn, deposes and says that he or she is of the party making the foregoing bid, that the bid is not made in the interest of, or on behalf of, any undisclosed person, partnership, company, association, organization, or corporation; that the bid is genuine and not collusive or sham; that the bidder has not directly or indirectly induced or solicited any other bidder to put in a false or sham bid, and has not directly or indirectly colluded, conspired, connived, or agreed with any bidder or anyone else to put in a sham bid, or that anyone shall refrain from bidding; that the bidder has not in any manner, directly or indirectly, sought by agreement, communication, or conference with anyone to fix the bid price of the bidder or any other bidder, or to fix any overhead, profit, or cost element of the bid price, or of that of any other bidder, or to secure any advantage against the public body awarding the contract of anyone interested in the proposed contract; that all statements contained in the bid are true; and, further, that the bidder has not, directly or indirectly, submitted his or her bid price or any breakdown thereof, or the contents thereof, or divulged information or data relative thereto, or paid, and will not pay, any fee to any corporation, partnership, company, association, organization, bid depository, or to any member or agent thereof to effectuate a collusive or sham bid.

Signature of Authorized Company Representative

Name and Title of Authorized Company Representative

Date

Subscribed and sworn to before me on (Date)

(Notary Seal)

Signature Notary Public

Prohibition of Contracts with Companies Boycotting Israel

This form must be completed and submitted with the bid/proposal

House Bill 89, effective September 1, 2017, amended the Texas Government Code to add Chapter 2270, Prohibition of Contracts with Companies Boycotting Israel.

Effective September 1, 2017, a state agency and a political subdivision (which includes a transportation authority) may not enter a contract with a company for goods or services unless the contract contains a written verification from the company that: (i) it does not Boycott Israel; and (ii) will not Boycott Israel during the term of the contract.

"Boycott Israel" is defined to mean refusing to deal with, terminating business activities with, or otherwise taking any action that is intended to penalize, inflict economic harm on, or limit commercial relations specifically with Israel, or with a person or entity doing business in Israel or in an Israeli-controlled territory, but does not include an action made for ordinary business purposes.

"Company" is defined to mean a for-profit sole proprietorship, organization, association, corporation, partnership, joint venture, limited partnership, limited liability partnership, or limited liability company, including a wholly owned subsidiary, majority-owned subsidiary, parent company, or affiliate of those entities or business associations that exists to make a profit.

"I, (Name of certifying official), the
 (title or position of certifying official) of
 (name of company), verifies that (i) it does not Boycott Israel;
and (ii) will not Boycott Israel during the term of the Contract. This section does not apply if the
Company is a sole proprietor, a non-profit entity or a governmental entity; and only applies if: (i)
the Company has ten (10) or more fulltime employees and (ii) this Contract has a value of
\$100,000.00 or more to be paid under the terms of this Contract.

Signature of Certifying Official Title:

Title:

Date:

-
Instructions for Certification: By signing and submitting this bid or proposal, the prospective lower tier participant is providing the signed certification set out below.

- (1) It will comply and facilitate compliance with U.S. DOT regulations, "Non-procurement Suspension and Debarment," 2 CFR part 1200, which adopts and supplements the U.S. Office of Management and Budget (U.S. OMB) "Guidelines to Agencies on Government-wide Debarment and Suspension (Non-procurement)," 2 CFR part 180,
- (2) To the best of its knowledge and belief, that its Principals and Subrecipients at the first tier:
 - a. Are eligible to participate in covered transactions of any Federal department or agency and are not presently:
 - (1) Debarred,
 - (2) Suspended,
 - (3) Proposed for debarment,
 - (4) Declared ineligible,
 - (5) Voluntarily excluded, or
 - (6) Disqualified,
 - b. Its management has not within a three-year period preceding its latest application or proposal been convicted of or had a civil judgment rendered against any of them for:
 - (1) Commission of fraud or a criminal offense in connection with obtaining, attempting to obtain, or performing a public (Federal, State, or local) transaction, or contract under a public transaction,
 - (2) Violation of any Federal or State antitrust statute, or
 - (3) Commission of embezzlement, theft, forgery, bribery, falsification or destruction of records, making any false statement, or receiving stolen property,
 - c. It is not presently indicted for, or otherwise criminally or civilly charged by a governmental entity (Federal, State, or local) with commission of any of the offenses listed in the preceding subsection 2.b of this Certification,
 - d. It has not had one or more public transactions (Federal, State, or local) terminated for cause or default within a three-year period preceding this Certification,
 - e. If, at a later time, it receives any information that contradicts the statements of subsections 2.a – 2.d above, it will promptly provide that information to FTA,
 - f. It will treat each lower tier contract or lower tier subcontract under its Project as a covered lower tier contract for purposes of 2 CFR part 1200 and 2 CFR part 180 if it:
 - (1) Equals or exceeds \$25,000,
 - (2) Is for audit services, or
 - (3) Requires the consent of a Federal official, and
 - g. It will require that each covered lower tier contractor and subcontractor:

- (1) Comply and facilitate compliance with the Federal requirements of 2 CFR parts 180 and 1200, and
- (2) Assure that each lower tier participant in its Project is not presently declared by any Federal department or agency to be:

- a. Debarred from participation in its federally funded Project,
- b. Suspended from participation in its federally funded Project,
- c. Proposed for debarment from participation in its federally funded Project,
- d. Declared ineligible to participate in its federally funded Project,
- e. Voluntarily excluded from participation in its federally funded Project, or
- f. Disqualified from participation in its federally funded Project, and

3. It will provide a written explanation as indicated on a page attached in FTA's TEAM-Web or the Signature Page if it or any of its principals, including any of its first tier Subrecipients or its Third Party Participants at a lower tier, is unable to certify compliance with the preceding statements in this Certification Group.

Certification

Contractor

Name and Title of Contractor's Authorized Official

Signature Date

Question and Answers for Bid #21-03 - Fluids, Oils and Lubricants

Overall Bid Questions

There are no questions associated with this bid.

RFB 21-03 Fluid, Oils and Lubricants Closed
1/27/2021

	Brenntag Lubricants Central			Valvoline			Texas Fueling		
	QTY	UNIT	EXT	Qty	UNIT	EXT	QTY	UNIT	EXT
Multi-Purpose Antifreeze/Coolant	1200	\$	5.70 \$ 6,840.00	1200	\$	5.87 \$ 7,044.00	1200	8.55	\$ 10,260.00
Engine Oil 15W40	3000	\$	6.55 \$ 19,650.00	3000	\$	7.27 \$ 21,810.00	3000	10.5	\$ 31,500.00
Engine Oil 10W30	1800	\$	5.64 \$ 10,152.00	1800	\$	6.40 \$ 11,520.00	\$ 1,800.00	13.48	\$ 24,264.00
Diesel Exhaust Fluid (DEF)	4200	\$	1.07 \$ 4,494.00	4200	\$	3.98 \$ 16,716.00	4200	2.55	\$ 10,710.00
Transmission Fluid	1800	\$	26.30 \$ 47,340.00	1800	\$	31.20 \$ 56,160.00	1800	32.5	\$ 58,500.00
Transmission ATF Fluid	1000	\$	6.25 \$ 6,250.00	1000	\$	12.36 \$ 12,360.00	1000	10.65	\$ 10,650.00
Grease Red High Temp (400 LB Drum)	4	\$	800.00 \$ 3,200.00	4	\$	1,004.00 \$ 4,016.00	4	1150	\$ 4,600.00
Grease (General Purpose)	5	\$	800.00 \$ 4,000.00	5	\$	1,028.00 \$ 5,140.00	5	850	\$ 4,250.00
Differential Commercial Gear Oil 80W90	1200	\$	10.30 \$ 12,360.00	1200	\$	14.20 \$ 17,040.00	1200	9.7	\$ 11,640.00
Windshield Washer fluid	2	\$	67.22 \$ 134.44	2	\$	25.47 \$ 50.94	2	10	\$ 20.00
Multi-Purpose Antifreeze/Coolant	1200	\$	5.70 \$ 6,840.00	1200	\$	5.87 \$ 7,044.00	1200	8.55	\$ 10,260.00
Engine Oil 15W40	3000	\$	7.75 \$ 23,250.00	3000	\$	7.27 \$ 21,810.00	3000	10.5	\$ 31,500.00
Engine Oil 10W30	1800	\$	6.84 \$ 12,312.00	1800	\$	6.40 \$ 11,520.00	1800	13.48	\$ 24,264.00
Diesel Exhaust Fluid (DEF)	4200	\$	1.07 \$ 4,494.00	4200	\$	3.98 \$ 16,716.00	4200	2.55	\$ 10,710.00
Transmission Fluid	1800	\$	27.50 \$ 49,500.00	1800	\$	31.20 \$ 56,160.00	1800	32.5	\$ 58,500.00
Transmission ATF Fluid	1000	\$	7.50 \$ 7,500.00	1000	\$	12.36 \$ 12,360.00	1000	32.5	\$ 32,500.00
Grease Red High Temp (400 LB Drum)	4	\$	896.00 \$ 3,584.00	4	\$	1,004.00 \$ 4,016.00	4	1150	\$ 4,600.00
Grease (General Purpose)	5	\$	896.00 \$ 4,480.00	5	\$	1,028.00 \$ 5,140.00	5	850	\$ 4,250.00
Differential Commercial Gear Oil 80W90	1200	\$	11.50 \$ 13,800.00	1200	\$	14.20 \$ 17,040.00	1200	9.7	\$ 11,640.00
Windshield Washer fluid	2	\$	67.22 \$ 134.44	2	\$	25.47 \$ 50.94	2	10	\$ 20.00

Total Per Vendor

\$ 240,180.44

\$ 303,612.00

\$ 354,598.00

**Bid Tabulation Packet
for
Solicitation 21-03**

Fluids, Oils and Lubricants

Bid Designation: Public



Denton County Transportation Authority

Brenntag Lubricants Central

Bid Contact **Ryan Weatherly**
ryan.weatherly@brenntag.com
Ph 214-724-8181

Address **3330 Duncanville Rd**
Dallas, TX 75236

Item #	Line Item	Notes	Unit Price	Qty/Unit	Attch. Docs
21-03--01-01	Multi-Purpose Antifreeze/Coolant	Supplier Product Code: Supplier Notes: Fleet Charge SCA 50/50	First Offer - \$5.70	1200 / gallon	\$6,840.00 Y Y
21-03--01-02	Engine Oil 15W40	Supplier Product Code: Supplier Notes: Navi-guard Premium Fleet 15W40	First Offer - \$6.55	3000 / gallon	\$19,650.00 Y Y
21-03--01-03	Engine Oil 10W30	Supplier Product Code: Supplier Notes: Navi-guard Elite Syn-Blend 10W30	First Offer - \$5.64	1800 / gallon	\$10,152.00 Y Y
21-03--01-04	Diesel Exhaust Fluid (DEF)	Supplier Product Code: Supplier Notes: Diesel Exhaust Fluid	First Offer - \$1.07	4200 / gallon	\$4,494.00 Y Y
21-03--01-05	Transmission Fluid	Supplier Product Code: Supplier Notes: Mobil Delvac 1 ATF	First Offer - \$26.30	1800 / gallon	\$47,340.00 Y Y
21-03--01-06	Transmission ATF Fluid	Supplier Product Code: Supplier Notes: Navi-guard ATF	First Offer - \$6.25	1000 / gallon	\$6,250.00 Y Y
21-03--01-07	Grease Red High Temp (400 LB Drum)	Supplier Product Code: Supplier Notes: Puratech Hi-Temp Grease, working on getting a Navi-guard Grease for lower cost this year	First Offer - \$800.00	4 / drums	\$3,200.00 Y Y

21-03--01-08	Grease (General Purpose)	Supplier Product Code: Supplier Notes: Puratech Hi-Temp Grease, working on getting a Navi-guard Grease for lower cost this year	First Offer - \$800.00	5 / drums	\$4,000.00	Y	Y
21-03--01-09	Differential Commercial Gear Oil 80W90	Supplier Product Code: Supplier Notes: Puratech Good Gear 80W90, working on getting a Navi-guard 80W90 for lower cost this year	First Offer - \$10.30	1200 / gallon	\$12,360.00	Y	Y
21-03--01-10	Windshield Washer fluid	Supplier Product Code: Supplier Notes: Blue Magic Super Concentrate	First Offer - \$67.22	2 / gallon	\$134.44	Y	Y
21-03--01-11	Multi-Purpose Antifreeze/Coolant	Supplier Product Code: Supplier Notes: Fleet Charge SCA 50/50	First Offer - \$5.70	1200 / gallon	\$6,840.00	Y	Y
21-03--01-12	Engine Oil 15W40	Supplier Product Code: Supplier Notes: Navi-guard Premium Fleet 15W40	First Offer - \$7.75	3000 / gallon	\$23,250.00	Y	Y
21-03--01-13	Engine Oil 10W30	Supplier Product Code: Supplier Notes: Navi-guard Elite Syn-Blend 10W30	First Offer - \$6.84	1800 / gallon	\$12,312.00	Y	Y
21-03--01-14	Diesel Exhaust Fluid (DEF)	Supplier Product Code: Supplier Notes: Diesel Exhaust Fluid	First Offer - \$1.07	4200 / gallon	\$4,494.00	Y	Y

21-03--01-15	Transmission Fluid	Supplier Product Code:	First Offer - \$27.50	1800 / gallon	\$49,500.00	Y	Y
		Supplier Notes: Mobil Delvac 1 ATF					
21-03--01-16	Transmission ATF Fluid	Supplier Product Code:	First Offer - \$7.50	1000 / gallon	\$7,500.00	Y	Y
		Supplier Notes: Navi-guard ATF					
21-03--01-17	Grease Red High Temp (400 LB Drum)	Supplier Product Code:	First Offer - \$896.00	4 / drums	\$3,584.00	Y	Y
		Supplier Notes: Puratech Hi-Temp Grease					
21-03--01-18	Grease (General Purpose)	Supplier Product Code:	First Offer - \$896.00	5 / drums	\$4,480.00	Y	Y
		Supplier Notes: Puratech Hi-Temp Grease					
21-03--01-19	Differential Commercial Gear Oil 80W90	Supplier Product Code:	First Offer - \$11.50	1200 / gallon	\$13,800.00	Y	Y
		Supplier Notes: Puratech Good Gear 80W90					
21-03--01-20	Windshield Washer fluid	Supplier Product Code:	First Offer - \$67.22	2 / gallon	\$134.44	Y	Y
		Supplier Notes: Blue Magic Super Concentrate					
					Supplier Total	\$240,314.88	

Brenntag Lubricants Central

Item: **Multi-Purpose Antifreeze/Coolant**

Attachments

Fleet Charge 5050 PDS.pdf



FLEET CHARGE® SCA PRECHARGED COOLANT / ANTIFREEZE

DESCRIPTION

Fleet Charge SCA Precharged Coolant/Antifreeze is a Fully Formulated, ethylene glycol-based coolant, precharged with advanced technology Supplemental Coolant Additives (SCAs). Because it is SCA precharged, Fleet Charge SCA Precharged Coolant/Antifreeze requires no SCAs at initial fill and ensures proper chemistry at every top-off. Fleet Charge SCA Precharged Coolant/Antifreeze uses a low silicate and phosphate-free formulation.

FEATURES & BENEFITS

- Works in ALL heavy-duty diesel, gasoline and natural gas engine cooling systems.
- Optimum protection against freezing and boil over.
- Provides corrosion protection of all cooling system metals and components.
- Incorporates nitrite to provide wet sleeve liner protection against cavitation.
- Designed to last the life of the engine when maintained with a high quality SCA filter system.
- Eliminates SCA mixing errors at initial fill.
- Phosphate free formula reduces the risk of scale.

APPLICATIONS

FLEET CHARGE® is a low silicate, low total dissolved solids antifreeze which can be used in all heavy duty applications.



SPECIFICATIONS/RECOMMENDED USE

Meets or exceeds these requirements:

- + ASTM D6210
- + ASTM D3306
- + ASTM D4985
- + TMC RP 329

Recommended for use where the following equipment or specifications are cited:

- + CATERPILLAR
- + GCA A-A-52624
- + CNH EG-3, EG-4
- + CUMMINS 90T8-4, CES 14439
- + DETROIT FLUIDS SPECIFICATION 7SE298, 93K217
- + FORD
- + FREIGHTLINER 48-22880
- + GM
- + INTERNATIONAL
- + JOHN DEERE H24, JDS-G135
- + KOMATSU
- + KUBOTA
- + MTU MTL 5048
- + VOLVO/MACK
- + WAUKESHA

FREEZE/BOIL PROTECTION CHART

Coolant/Water Ratio	PROTECTION FROM	
	Freezing Down to	Boiling Up to*
50/50	-34°F (-37°C)	265°F (129°C)
60/40	-62°F (-52°C)	270°F (132°C)

*At sea level atmospheric pressure with 15lb. pressure cap. The boiling point decreases about 2°F per 1,000 feet of altitude and increases about 2.5°F per pound developed in the system.



FLEET CHARGE®

SCA PRECHARGED COOLANT / ANTIFREEZE

PROPERTIES	ASTM Method	TYPICAL VALUES		ASTM D3306 Limits
		CONCENTRATE	PREDILUTED (50/50)	
Appearance/Color	Visual	Fuschia	Fuschia	Distinctive
Specific gravity	ASTM D1122	1.126	1.072	1.110-1.145 ¹ / 1.065 min ²
Boiling point ³ , °F (°C)	ASTM D1120	325°F(163°C)	229 (109)	226 (108) min
pH, 50 vol %	ASTM D1287	--	10 min	7.5-11.0
Effect on Automotive Finish	ASTM D1882	No Effect	No Effect	No Effect
Total water, mass %	ASTM D1123	5 max	50	5 max ¹
Ash content, mass %	ASTM D1119	1.1	<1	5 max ¹ / 2.5 max ²
Chloride, ppm	ASTM D3634	<25	<25	25 max
Shelf Life, years- unopened original container	--	3	5	--

¹For concentrate product only, ²Prediluted (50/50) only, ³Unpressurized

SHIPPING INFORMATION

FULL STRENGTH CONCENTRATE

**FCAOB1
55 Gallon Concentrate Drum**

UPC: 074804-03346-5

**FCAOB3
1 Gallon Concentrate Bottle**

Gallon UPC: 074804-00560-8

Case UPC: 074804-10560-5

Case SCC 14: 1-0074804-00560-5

**FCAOB0
Bulk Concentrate**

50/50 PREDILUTED

**FCAB51
55 Gallon 50/50 Drum**

UPC: 074804-02066-3

**FCAB53
1 Gallon 50/50 Bottle**

Gallon UPC: 074804-00319-2

Case UPC: 074804-10319-9

Case SCC 14: 1-0074804-00319-9

**FCAB50
Bulk 50/50****To order, please call Old World Industries, LLC Customer Service at 1-800-323-8755.**

Part #	Unit	Pack/Size	Dimensions	Unit Wt (lbs)	Units per Pallet	Pallets per Truck	Pallet Weight*
FCAOB3	Gallon	6/1 gal	15.8"L x 12.6"W x 12.25"H	60	36	20	2,210
FCAB53	Gallon	6/1 gal	15.8"L x 12.6"W x 12.25"H	57	36	20	2,102
FCAOB1	Drum	55 gal	23.5" dia. x 34.5"	553	4	20	2,262
FCAB51	Drum	55 gal	23.5" dia. x 34.5"	521	4	20	2,166
FCAOB8	Tote	275 gal	48"L x 40"Wx 46"H	2,682	1	14	2,528
FCAB58	Tote	275 gal	48"L x 40"Wx 46"H	2,646	1	14	2,525

**Includes pallet weight of 50 lbs each

ADDITIONAL INFORMATION

Testing Requirements: For proper freeze and boilover protection, use a traditional refractometer or hydrometer to measure the percentage of ethylene glycol by volume.**Storage Recommendations:** FLEET CHARGE® SCA PRECHARGED Coolant/Antifreeze can be stored in original container at ambient temperature and limited periods of exposure to temperatures above 95°F (35°C) for 3-5 years, provided the container remains sealed. Product should be agitated before dilution or use.**Safety and Environmental Guidance:** FLEET CHARGE® SCA PRECHARGED Coolant/Antifreeze is based on virgin ethylene glycol and should be kept away from children and animals to prevent exposure. A bittering agent is added to help reduce the potential for accidental ingestions of this product. More information with guidance on health, safety and disposal is available on the appropriate Safety Data Sheet, which can be obtained from peakhd.com. Always dispose of used coolant in accordance with local, state and Federal guidelines.Old World Industries, LLC
Northbrook, IL 60062 • 800-323-5440
peakauto.com

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BidSync

0419-19

Brenntag Lubricants Central

Item: **Engine Oil 15W40**

Attachments

Navi-Guard Premium HDEO 15W40 - CK-4.pdf



Navi-Guard Premium Heavy Duty 15W-40 CK-4 Diesel Engine Oil

PRODUCT DESCRIPTION

Navi-Guard Premium Fleet Plus CK-4 Oils are designed to meet warranty requirements for high-speed, four-stroke heavy duty diesel engines. These products are formulated to maintain the durability of emission control systems, including diesel particulate filters and other advanced aftertreatment systems.

Navi-Guard Premium Fleet Plus CK-4 Oils meets or exceeds the requirements of API service classifications CK-4, CJ-4, CI-4 PLUS, CI-4 and CH-4. These products also meet the requirements of major original equipment manufacturers (OEM).

APPLICATIONS

- Recommended for heavy duty diesel applications including low emission engine designs and those featuring EGR.
- Recommended for heavy duty diesel applications using older and naturally aspirated conventional designs.

PRODUCT INFORMATION

API CK-4, CJ-4	Approved
API CI-4 PLUS, CI-4, CH-4	Meets Requirements
Caterpillar ECF-3	Meets Requirements
Cummins CES 20086, 20081	Meets Requirements
Volvo VDS-4.5, VDS-4	Meets Requirements
Mack EOS-4.5, EO-O Premium Plus	Meets Requirements
Detroit Fluids Specification 93K222, 93K218	Meets Requirements
Ford WSS-M2C171-F1	Meets Requirements
MTU Oil Category 2.1	Meets Requirements
Renault Trucks RLD-4, RLD-3	Meets Requirements

TEST (Method)

Viscosity, ASTM D 445; cSt @ 40°C	116.9
Viscosity, ASTM D 445; cSt @ 100°C	15.44
Viscosity Index, ASTM D 2270	139
Density @ 15.6°C kg/L, ASTM D 4052	0.8688
Pour Point, °C, ASTM D 97	-36
Flash Point, °C, ASTM D 92	224
Sulfated Ash, wt%, ASTM D 874	0.99
Total Base Number, mg KOH/g, ASTM D 2896	9
CCS, cP, ASTM D 5293	5970 @ -20°C
MRV, cP, ASTM D 4686	24,000 @ -25°C
HTHS @ 150°C, cP, ASTM D 4683	4.11

Brenntag Lubricants Central

Item: **Engine Oil 10W30**

Attachments

Navi-Guard Elite SB Motor Oils - GF-6 .pdf



Navi-Guard Elite Synthetic Blend GF-6A/SP Motor Oils

Product Description

Navi-Guard Elite Synthetic Blend Engine Oils are formulated from a combination of synthetic and conventional base stocks combined with modern performance additives, including an advanced cleaning additive system to provide excellent engine cleanliness and protection. Please consult your owner's manual for proper drain oil and filter change OEM recommendations. These oils help protect against sludge, piston deposits, engine rust and corrosion under severe and low-temperature operating conditions. Pour depressants and a viscosity index improver are included, where required, to provide the optimum viscosity and fluidity over a wide range of temperatures.

Navi-Guard Elite Synthetic Blend Engine Oils are available in three multi-viscosity grades: SAE 5W-20, 5W-30, and 10W-30. These three grades contain friction-reducing additives. Meet or Exceeds: Ford WSS-M2C945-A, Ford WSS-M2C946-A, GM 6094M, and Chrysler MS 6395 specifications.

Benefits

- Extra cleaning performance to help prevent the formation of sludge and harmful deposits
- Outstanding wear protection under a wide variety of operating conditions
- Satisfies the latest oil requirements of U.S. gasoline engine manufacturers
- Meets latest industry energy or fuel efficiency requirements
- Easy cold starting

PRODUCT INFORMATION	5W-20	5W-30	10W-30
Bulk Part Number	49835	77682	113310
API Certification/ILSAC	API SP/GF-6A	API SP/GF-6A	API SP/GF-6A
Specs Claim	NVPCM113	NVPCM117	NVPCM110
TEST (Method)	5W-20	5W-30	10W-30
Gravity, API	33.09	33.32	32.37
Flash Point (COC), °C(°F)	206(403)	218(424)	206(403)
Pour Point, °C(°F)	-45(-49)	-45(-49)	-42(-44)
Viscosity, Kinematic cSt @ 40°C	51.33	66.92	63.85
Viscosity, Kinematic cSt @ 100°C	8.738	11.11	10.35
Viscosity Index	149	159	150
CCS, cP	6305 @ -30 °C	6119 @ -30 °C	4000 @ -25 °C
MRV, cP	23,600 @ -35 °C	28,400 @ -35 °C	15,900 @ -30 °C

Brenntag Lubricants Central

Item: **Diesel Exhaust Fluid (DEF)**

Attachments

API- DEF CERT.pdf



AMERICAN PETROLEUM INSTITUTE

Diesel Exhaust Fluid Certification™



License No: 0052

SCHEDULE A - LICENSE AGREEMENT

The Mark referred to and licensed under the Agreement between API and

Brenntag North America

may be used through 31-Mar-2021.

Licensee is authorized to display the API Diesel Exhaust Fluid Certification Mark on the following product(s):

UltraPure DEF

Director, Product Programs

Date: 23-Mar-2020

API Diesel Exhaust Fluid Certification Program

200 Massachusetts Avenue, NW Suite 1100 • Washington, DC 20001-5571 • USA • www.apidef.org

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Brenntag Lubricants Central

Item: **Transmission Fluid**

Attachments

GL-XX-Mobil-Delvac-1-ATF.pdf



Mobil Delvac 1™ ATF

Mobil Commercial-Vehicle-Lube , United States

Advanced Technology Synthetic Automatic Transmission Fluid

Product Description

Mobil Delvac 1 ATF is a fully synthetic fluid recommended by Allison Transmission, Inc. approved against the Allison TES-295 Specification. The fluid is designed to meet the demanding requirements of modern heavy duty automatic transmissions. The synthetic base oil composition enables excellent performance even in some of the harshest of operating conditions. It offers outstanding gear shifting and power transfer performance. Versus conventional ATF fluids, the inherently high viscosity index and stability of Mobil Delvac 1 ATF protects against thermal breakdown at high operating temperatures, while still providing outstanding performance at sub-zero temperatures.

Features and Benefits

Mobil Delvac 1 ATF advanced technology has demonstrated extended drain, long-term friction retention, and low-temperature capability. Further, it improves overall transmission durability and cleanliness. Key features and benefits include

Features	Advantages and Potential Benefits
Enhanced, long-term frictional properties.	Helps improve overall and extends transmission efficiency, smooth shifting performance and fuel economy.
Exceptional thermal and oxidation stability.	Keeps transmissions clean to extend life and performance even under some of the harshest driving conditions.
Outstanding film-strength and anti-wear properties.	Significant wear reduction and long transmission life.
Excellent low-temperature fluidity.	Provides prompt and reliable lubrication at sub-zero ambient temperatures down to -54° C.
Exceptional shear stability.	Leads to viscosity retention even under the severest heavy duty, high temperature operating conditions.
Compatible with mineral ATF fluids	Reduced concern in top-off situations and excellent seal materials leakage control.

Applications

Mobil Delvac 1 ATF is recommended by ExxonMobil for use in modern high performance trucks, buses, utility vehicles, haulers, vans and other equipment requiring Allison TES-295 or MB-Approval 236.91 performance levels.

Specifications and Approvals

This product has the following approvals:
Allison TES-295
Allison TES-468
MB-Approval 236.91
VOITH TURBO DIWA Service Bulletin 013 -Extended Drain

This product has the following approvals:

VOITH TURBO DIWA Service Bulletin 118 - Extended Drain

VOITH TURBO H55.6336.xx

ZF TE-ML 04D

ZF TE-ML 14C

ZF TE-ML 16M

ZF TE-ML 20C

MAN 339 Typ V2

MAN 339 Typ Z12

MAN 339 Typ Z3

ZF TE-ML 16S

TE-ML 25C

Properties and Specifications

Property	
Brookfield Viscosity @ -40 C, mPa.s, ASTM D2983	8400
Color, AMS 1771	Red
Density @ 15.6 C, g/ml, ASTM D4052	0.85
Flash Point, °C, ASTM D92	236
Kinematic Viscosity @ 100 C, mm2/s, ASTM D445	7.3
Kinematic Viscosity @ 40 C, mm2/s, ASTM D445	39
Pour Point, °C, ASTM D97	-54
Viscosity Index, ASTM D2270	168

Health and safety

Health and Safety recommendations for this product can be found on the Material Safety Data Sheet (MSDS) @ <http://www.msds.exxonmobil.com/psims/psims.aspx>

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08-2020

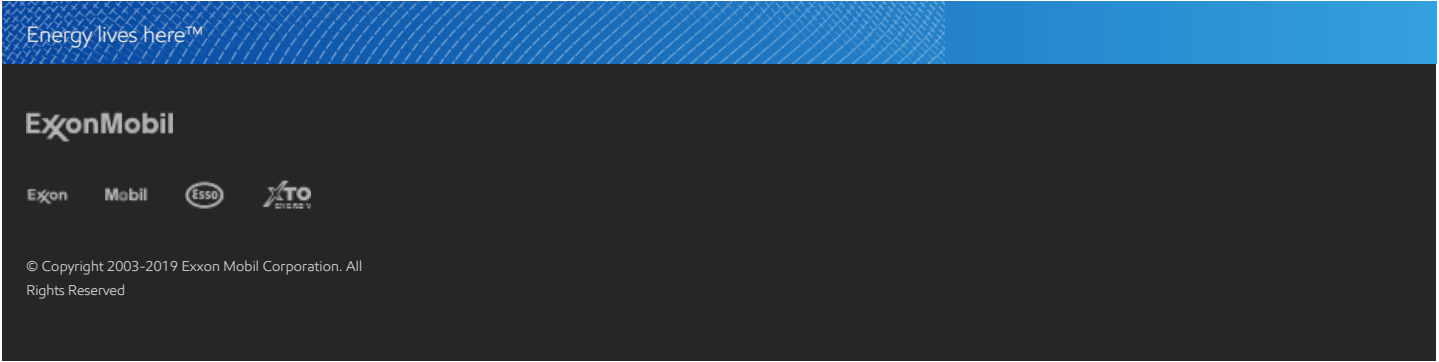
Exxon Mobil Corporation

22777 Springwoods Village Parkway
Spring TX 77389

1-800-ASK MOBIL (275-6624)

Typical Properties are typical of those obtained with normal production tolerance and do not constitute a specification. Variations that do not affect product performance are to be expected during normal manufacture and at different blending locations. The information contained herein is subject to change without notice. All products may not be available locally. For more information, contact your local ExxonMobil contact or visit www.exxonmobil.com

ExxonMobil is comprised of numerous affiliates and subsidiaries, many with names that include Esso, Mobil, or ExxonMobil. Nothing in this document is intended to override or supersede the corporate separateness of local entities. Responsibility for local action and accountability remains with the local ExxonMobil-affiliate entities.



Brenntag Lubricants Central

Item: **Transmission ATF Fluid**

Attachments

Navi-Guard ATF - Dex III-Merc.pdf



Navi-Guard Automatic Transmission Fluid

Product Description

Navi-Guard Automatic Transmission Fluid is formulated to provide excellent performance and help extend transmission life. It offers superior flow characteristics at low temperatures and guard against oxidation, varnish and sludge at operating temperatures.

Navi-Guard Transmission Fluid is engineered to extend transmission life and smooth operation of Ford and General Motors vehicles where a DEXRON®-III/MERCON® fluid is specified.

Benefits

- Excellent high and low temperature protection
- Stable friction properties for smooth & consistent shifting
- Excellent shear stability

Typical Properties

Gravity, °API	33.86
Specific Gravity @ 60°F (15.6°C)	0.8557
Viscosity @ 40°C, cSt	34.16
Viscosity @ 100°C, cSt	6.996
Viscosity Index	179
Pour Point, °C (°F)	-51°C (-60°F)
Brookfield Viscosity at -40°C, cP	12,327
Color	Red
Copper Strip Corrosion (3 hrs@100°C)	1B
Rust Protection	Pass
Hydrolytic Stability Test	Pass
Foam Test	<100/0 ml



Navi-Guard Automatic Transmission Fluid

Applications

Recommended for all transmissions requiring DEXRON®-II or IIE, or Type A transmission fluids. Do not use this product in General Motors vehicles after model year 2005 and Ford® vehicles after model year 2006. Do not use this product in transmissions that specify Ford Type F, MERCON® V fluids or GM Dexron®-VI fluid.

Suitable for use in the following applications:

Allison C-4

Ford Mercon, Ford ESP-M2C166-H

Allison C-4, C-3, C-2

MB 236.1, Allison V-730D

CAT TO-2

Type A

Dexron III G/H, Dexron II D/E, Dexron, AW1

Brenntag Lubricants Central

Item: **Grease Red High Temp (400 LB Drum)**

Attachments

NAL_PDS-PURATECH-Hi-Temp-Grease.pdf

**NORTH AMERICAN LUBRICANTS**

PURATECH Hi-Temp Grease #2

PURATECH Hi-Temp Grease is a red, premium quality, extreme pressure (EP) grease formulated with a lithium complex thickener with rust and oxidation inhibitors. It provides optimum lubricating performance at high temperatures and has a dropping point that exceeds 500° F.

PURATECH Hi-Temp Grease provides optimum lubricating performance at high temperatures and has a dropping point that exceeds 500° F. Puratech Hi-Temp Grease provides added protection against grease separation, bleeding, hardening and water wash-out.

APPLICATIONS

PURATECH Hi-Temp Grease is specially formulated to provide excellent performance in a broad range of on and off-road equipment including; wheel bearings (disc and drum brakes), chassis lubrication, 5th wheel, boat trailers, universal joints, ball and roller bearings, agriculture, construction, logging, trucking and mining applications.

FEATURES AND BENEFITS

- Extreme pressure protection, exceeds 70 pounds OK Load in ASTM D-2509 Timken Test
- Excellent water wash-out resistance due to higher viscosity base oils and fortified with polymers
- Oxidation inhibitors allow for operations at high temperatures for extended periods
- Protects metal surfaces from rust and corrosion
- Outstanding load carrying capacity
- Less frequent greasing intervals and extended life equipment
- Multi-purpose use in a wide-range of applications

RECOMMENDED PERFORMANCE SPECIFICATIONS

Puratech Hi-Temp Grease is compatible with other greases that use a lithium based thickener. Consult a grease compatibility chart to determine whether it is acceptable to mix with other thickener types. NLGI GC-LB.

PURAMAX Hi-Temp Grease #2	Typical Characteristics
NLGI Service	GC-LB
Thickener (soap type)	Lithium Complex
Worked Penetration, D-217	265-295
Dropping Point, °C/°F	260+ / 500+
Timken Load	>70
Four-Ball Wear Test	.28
Base Oil Viscosity cSt @ 40°C	220
Base Oil Viscosity cSt @ 100°C	14.3
Water Washout Loss %	5
Color	Red
Texture	Smooth & Tacky

Minor variations in test data are to be expected in normal manufacturing

1.800.430.6252 // NALUBE.COM

Brenntag Lubricants Central

Item: **Grease (General Purpose)**

Attachments

NAL_PDS-PURATECH-Hi-Temp-Grease.pdf

**NORTH AMERICAN LUBRICANTS**

PURATECH Hi-Temp Grease #2

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- Excellent water wash-out resistance due to higher viscosity base oils and fortified with polymers
- Oxidation inhibitors allow for operations at high temperatures for extended periods
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- Outstanding load carrying capacity
- Less frequent greasing intervals and extended life equipment
- Multi-purpose use in a wide-range of applications

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Puratech Hi-Temp Grease is compatible with other greases that use a lithium based thickener. Consult a grease compatibility chart to determine whether it is acceptable to mix with other thickener types. NLGI GC-LB.

PURAMAX Hi-Temp Grease #2	Typical Characteristics
NLGI Service	GC-LB
Thickener (soap type)	Lithium Complex
Worked Penetration, D-217	265-295
Dropping Point, °C/°F	260+ / 500+
Timken Load	>70
Four-Ball Wear Test	.28
Base Oil Viscosity cSt @ 40°C	220
Base Oil Viscosity cSt @ 100°C	14.3
Water Washout Loss %	5
Color	Red
Texture	Smooth & Tacky

Minor variations in test data are to be expected in normal manufacturing

Brenntag Lubricants Central

Item: **Differential Commercial Gear Oil 80W90**

Attachments

NAL-PDS-Good-Gear.pdf



PURATECH Good Gear 80W-90 LS

PURAMAX Good Gear 85W-140

Good Gear oils are premium multipurpose, extreme pressure, automotive and heavy-duty gear lubricants. They are specifically designed and recommended for use in final drive hypoid axles found in modern passenger cars, heavy-duty trucks and busses where an API performance level of GL-5 is required.

Good Gear lubricants are made from paraffinic base stocks and select anti-oxidation, anti-corrosion, anti-rust, anti-foam and wear preventative additives. Superior thermal and oxidative characteristics resist thickening from extreme operating temperatures. They provide excellent load-carrying ability, oxidation stability and wear resistance under severe service conditions.

APPLICATIONS

Good Gear is recommended for use in:

- Automotive, truck, heavy equipment, industrial and agricultural applications
- Hypoid gear sets in automotive axles under high-speed and/or low-speed, high-torque conditions
- Gear sets with spur, bevel, spur bevel, spiral bevel, herringbone
- Select manual transmissions calling for GL-5 gear oil
- Oil lubricated wheel bearings

FEATURES AND BENEFITS

- Sulfur-phosphorus extreme pressure additives provide anti-wear and anti-scuffing protection
- Excellent anti-foam properties
- Inhibitor package protects against rust and corrosion
- PURATECH 80W-90 LS is formulated with limited slip additive required in some passenger car and light-duty truck applications. *Certain limited slip differentials require additional limited slip additive. Refer to owner's manual for specific requirements.

RECOMMENDED PERFORMANCE SPECIFICATIONS

- API GL-5 and MT-1
- Mack GO-J, GO-H, GO-G
- ArvinMeritor 0-76A (SAE 85W-140), 0-76-D (SAE 80W-90)
- International CEMS B-22
- U.S. Military specification MIL-L-2105D (formerly MIL-L-2015C), MIL-PRF-2105E and SAE J2360

Good Gear 80W-90 LS, 85W-140		Typical Characteristics	
	Test Method	SAE Viscosity Grade	
		PURATECH 80W-90 LS	PURAMAX 85W-140
Gravity, °API	1298	25	23.9
Flash Point, COC °C/°F	92	206/403	209/408
Pour Point, °C/°F	97	-26/-9	-15/5
Viscosity			
cSt @ 40 °C	445	150	341
cSt @ 100 °C	445	14.5	25
Viscosity Index	2270	99	95

Minor variations in test data are to be expected in normal manufacturing

Brenntag Lubricants Central

Item: **Windshield Washer fluid**

Attachments

Blue Magic Windshield Concentrate PDS.pdf



Chemical Professionals, Inc.

1-800-662-3544

HOME PRODUCTS TOOLS MSDS TESTIMONIALS CONTACT US

The Original
Blue Magic
Windshield Washer Fluid
SUPER CONCENTRATE



Technical Data

PROPERTIES:

EMULSIFICATION.....RAPID
WETTING ABILITY.....EXCELLENT
FOAMING.....LOW
PH 1% SOLUTION7.3
BIODEGRADABLEYES

SAFETY ON METALS AND MATERIALS:

Safe on all metals, fabrics, plastics, leather, nylon and all painted surfaces.

CAUTION:

Harmful if swallowed. May cause skin irritation. If swallowed, drink plenty of water and induce vomiting. In case of contact with skin or eyes, flush with water for 10 minutes.
(See MSDS sheet.)

PACKAGING:

4 X 1 case (four 1-gallon jugs)
A measuring cup is included in every case.

“Our Customers Deserve the Best.”

Brenntag Lubricants Central

Item: **Multi-Purpose Antifreeze/Coolant**

Attachments

Fleet Charge 5050 PDS.pdf



FLEET CHARGE® SCA PRECHARGED COOLANT / ANTIFREEZE

DESCRIPTION

Fleet Charge SCA Precharged Coolant/Antifreeze is a Fully Formulated, ethylene glycol-based coolant, precharged with advanced technology Supplemental Coolant Additives (SCAs). Because it is SCA precharged, Fleet Charge SCA Precharged Coolant/Antifreeze requires no SCAs at initial fill and ensures proper chemistry at every top-off. Fleet Charge SCA Precharged Coolant/Antifreeze uses a low silicate and phosphate-free formulation.

FEATURES & BENEFITS

- Works in ALL heavy-duty diesel, gasoline and natural gas engine cooling systems.
- Optimum protection against freezing and boil over.
- Provides corrosion protection of all cooling system metals and components.
- Incorporates nitrite to provide wet sleeve liner protection against cavitation.
- Designed to last the life of the engine when maintained with a high quality SCA filter system.
- Eliminates SCA mixing errors at initial fill.
- Phosphate free formula reduces the risk of scale.

APPLICATIONS

FLEET CHARGE® is a low silicate, low total dissolved solids antifreeze which can be used in all heavy duty applications.



SPECIFICATIONS/RECOMMENDED USE

Meets or exceeds these requirements:

- + ASTM D6210
- + ASTM D3306
- + ASTM D4985
- + TMC RP 329

Recommended for use where the following equipment or specifications are cited:

- + CATERPILLAR
- + GCA A-A-52624
- + CNH EG-3, EG-4
- + CUMMINS 90T8-4, CES 14439
- + DETROIT FLUIDS SPECIFICATION 7SE298, 93K217
- + FORD
- + FREIGHTLINER 48-22880
- + GM
- + INTERNATIONAL
- + JOHN DEERE H24, JDS-G135
- + KOMATSU
- + KUBOTA
- + MTU MTL 5048
- + VOLVO/MACK
- + WAUKESHA

FREEZE/BOIL PROTECTION CHART

Coolant/Water Ratio	PROTECTION FROM	
	Freezing Down to	Boiling Up to*
50/50	-34°F (-37°C)	265°F (129°C)
60/40	-62°F (-52°C)	270°F (132°C)

*At sea level atmospheric pressure with 15lb. pressure cap. The boiling point decreases about 2°F per 1,000 feet of altitude and increases about 2.5°F per pound developed in the system.



FLEET CHARGE®

SCA PRECHARGED COOLANT / ANTIFREEZE

PROPERTIES	ASTM Method	TYPICAL VALUES		ASTM D3306 Limits
		CONCENTRATE	PREDILUTED (50/50)	
Appearance/Color	Visual	Fuschia	Fuschia	Distinctive
Specific gravity	ASTM D1122	1.126	1.072	1.110-1.145 ¹ / 1.065 min ²
Boiling point ³ , °F (°C)	ASTM D1120	325°F(163°C)	229 (109)	226 (108) min
pH, 50 vol %	ASTM D1287	--	10 min	7.5-11.0
Effect on Automotive Finish	ASTM D1882	No Effect	No Effect	No Effect
Total water, mass %	ASTM D1123	5 max	50	5 max ¹
Ash content, mass %	ASTM D1119	1.1	<1	5 max ¹ / 2.5 max ²
Chloride, ppm	ASTM D3634	<25	<25	25 max
Shelf Life, years- unopened original container	--	3	5	--

¹For concentrate product only, ²Prediluted (50/50) only, ³Unpressurized

SHIPPING INFORMATION

FULL STRENGTH CONCENTRATE

**FCAOB1
55 Gallon Concentrate Drum**

UPC: 074804-03346-5

**FCAOB3
1 Gallon Concentrate Bottle**

Gallon UPC: 074804-00560-8

Case UPC: 074804-10560-5

Case SCC 14: 1-0074804-00560-5

**FCAOB0
Bulk Concentrate**

50/50 PREDILUTED

**FCAB51
55 Gallon 50/50 Drum**

UPC: 074804-02066-3

**FCAB53
1 Gallon 50/50 Bottle**

Gallon UPC: 074804-00319-2

Case UPC: 074804-10319-9

Case SCC 14: 1-0074804-00319-9

**FCAB50
Bulk 50/50****To order, please call Old World Industries, LLC Customer Service at 1-800-323-8755.**

Part #	Unit	Pack/Size	Dimensions	Unit Wt (lbs)	Units per Pallet	Pallets per Truck	Pallet Weight*
FCAOB3	Gallon	6/1 gal	15.8"L x 12.6"W x 12.25"H	60	36	20	2,210
FCAB53	Gallon	6/1 gal	15.8"L x 12.6"W x 12.25"H	57	36	20	2,102
FCAOB1	Drum	55 gal	23.5" dia. x 34.5"	553	4	20	2,262
FCAB51	Drum	55 gal	23.5" dia. x 34.5"	521	4	20	2,166
FCAOB8	Tote	275 gal	48"L x 40"Wx 46"H	2,682	1	14	2,528
FCAB58	Tote	275 gal	48"L x 40"Wx 46"H	2,646	1	14	2,525

**Includes pallet weight of 50 lbs each

ADDITIONAL INFORMATION

Testing Requirements: For proper freeze and boilover protection, use a traditional refractometer or hydrometer to measure the percentage of ethylene glycol by volume.**Storage Recommendations:** FLEET CHARGE® SCA PRECHARGED Coolant/Antifreeze can be stored in original container at ambient temperature and limited periods of exposure to temperatures above 95°F (35°C) for 3-5 years, provided the container remains sealed. Product should be agitated before dilution or use.**Safety and Environmental Guidance:** FLEET CHARGE® SCA PRECHARGED Coolant/Antifreeze is based on virgin ethylene glycol and should be kept away from children and animals to prevent exposure. A bittering agent is added to help reduce the potential for accidental ingestions of this product. More information with guidance on health, safety and disposal is available on the appropriate Safety Data Sheet, which can be obtained from peakhd.com. Always dispose of used coolant in accordance with local, state and Federal guidelines.Old World Industries, LLC
Northbrook, IL 60062 • 800-323-5440
peakauto.com

Brenntag Lubricants Central

Item: **Engine Oil 15W40**

Attachments

Navi-Guard Premium HDEO 15W40 - CK-4.pdf



Navi-Guard Premium Heavy Duty 15W-40 CK-4 Diesel Engine Oil

PRODUCT DESCRIPTION

Navi-Guard Premium Fleet Plus CK-4 Oils are designed to meet warranty requirements for high-speed, four-stroke heavy duty diesel engines. These products are formulated to maintain the durability of emission control systems, including diesel particulate filters and other advanced aftertreatment systems.

Navi-Guard Premium Fleet Plus CK-4 Oils meets or exceeds the requirements of API service classifications CK-4, CJ-4, CI-4 PLUS, CI-4 and CH-4. These products also meet the requirements of major original equipment manufacturers (OEM).

APPLICATIONS

- Recommended for heavy duty diesel applications including low emission engine designs and those featuring EGR.
- Recommended for heavy duty diesel applications using older and naturally aspirated conventional designs.

PRODUCT INFORMATION

API CK-4, CJ-4	Approved
API CI-4 PLUS, CI-4, CH-4	Meets Requirements
Caterpillar ECF-3	Meets Requirements
Cummins CES 20086, 20081	Meets Requirements
Volvo VDS-4.5, VDS-4	Meets Requirements
Mack EOS-4.5, EO-O Premium Plus	Meets Requirements
Detroit Fluids Specification 93K222, 93K218	Meets Requirements
Ford WSS-M2C171-F1	Meets Requirements
MTU Oil Category 2.1	Meets Requirements
Renault Trucks RLD-4, RLD-3	Meets Requirements

TEST (Method)

Viscosity, ASTM D 445; cSt @ 40°C	116.9
Viscosity, ASTM D 445; cSt @ 100°C	15.44
Viscosity Index, ASTM D 2270	139
Density @ 15.6°C kg/L, ASTM D 4052	0.8688
Pour Point, °C, ASTM D 97	-36
Flash Point, °C, ASTM D 92	224
Sulfated Ash, wt%, ASTM D 874	0.99
Total Base Number, mg KOH/g, ASTM D 2896	9
CCS, cP, ASTM D 5293	5970 @ -20°C
MRV, cP, ASTM D 4686	24,000 @ -25°C
HTHS @ 150°C, cP, ASTM D 4683	4.11

Brenntag Lubricants Central

Item: **Engine Oil 10W30**

Attachments

Navi-Guard Elite SB Motor Oils - GF-6 .pdf



Navi-Guard Elite Synthetic Blend GF-6A/SP Motor Oils

Product Description

Navi-Guard Elite Synthetic Blend Engine Oils are formulated from a combination of synthetic and conventional base stocks combined with modern performance additives, including an advanced cleaning additive system to provide excellent engine cleanliness and protection. Please consult your owner's manual for proper drain oil and filter change OEM recommendations. These oils help protect against sludge, piston deposits, engine rust and corrosion under severe and low-temperature operating conditions. Pour depressants and a viscosity index improver are included, where required, to provide the optimum viscosity and fluidity over a wide range of temperatures.

Navi-Guard Elite Synthetic Blend Engine Oils are available in three multi-viscosity grades: SAE 5W-20, 5W-30, and 10W-30. These three grades contain friction-reducing additives. Meet or Exceeds: Ford WSS-M2C945-A, Ford WSS-M2C946-A, GM 6094M, and Chrysler MS 6395 specifications.

Benefits

- Extra cleaning performance to help prevent the formation of sludge and harmful deposits
- Outstanding wear protection under a wide variety of operating conditions
- Satisfies the latest oil requirements of U.S. gasoline engine manufacturers
- Meets latest industry energy or fuel efficiency requirements
- Easy cold starting

PRODUCT INFORMATION	5W-20	5W-30	10W-30
Bulk Part Number	49835	77682	113310
API Certification/ILSAC	API SP/GF-6A	API SP/GF-6A	API SP/GF-6A
Specs Claim	NVPCM113	NVPCM117	NVPCM110
TEST (Method)	5W-20	5W-30	10W-30
Gravity, API	33.09	33.32	32.37
Flash Point (COC), °C(°F)	206(403)	218(424)	206(403)
Pour Point, °C(°F)	-45(-49)	-45(-49)	-42(-44)
Viscosity, Kinematic cSt @ 40°C	51.33	66.92	63.85
Viscosity, Kinematic cSt @ 100°C	8.738	11.11	10.35
Viscosity Index	149	159	150
CCS, cP	6305 @ -30 °C	6119 @ -30 °C	4000 @ -25 °C
MRV, cP	23,600 @ -35 °C	28,400 @ -35 °C	15,900 @ -30 °C

Brenntag Lubricants Central

Item: **Diesel Exhaust Fluid (DEF)**

Attachments

API- DEF CERT.pdf



AMERICAN PETROLEUM INSTITUTE

Diesel Exhaust Fluid Certification™



License No: 0052

SCHEDULE A - LICENSE AGREEMENT

The Mark referred to and licensed under the Agreement between API and

Brenntag North America

may be used through 31-Mar-2021.

Licensee is authorized to display the API Diesel Exhaust Fluid Certification Mark on the following product(s):

UltraPure DEF

Director, Product Programs

Date: 23-Mar-2020

API Diesel Exhaust Fluid Certification Program

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Brenntag Lubricants Central

Item: **Transmission Fluid**

Attachments

GL-XX-Mobil-Delvac-1-ATF.pdf



Mobil Delvac 1™ ATF

Mobil Commercial-Vehicle-Lube , United States

Advanced Technology Synthetic Automatic Transmission Fluid

Product Description

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Features and Benefits

Mobil Delvac 1 ATF advanced technology has demonstrated extended drain, long-term friction retention, and low-temperature capability. Further, it improves overall transmission durability and cleanliness. Key features and benefits include

Features	Advantages and Potential Benefits
Enhanced, long-term frictional properties.	Helps improve overall and extends transmission efficiency, smooth shifting performance and fuel economy.
Exceptional thermal and oxidation stability.	Keeps transmissions clean to extend life and performance even under some of the harshest driving conditions.
Outstanding film-strength and anti-wear properties.	Significant wear reduction and long transmission life.
Excellent low-temperature fluidity.	Provides prompt and reliable lubrication at sub-zero ambient temperatures down to -54° C.
Exceptional shear stability.	Leads to viscosity retention even under the severest heavy duty, high temperature operating conditions.
Compatible with mineral ATF fluids	Reduced concern in top-off situations and excellent seal materials leakage control.

Applications

Mobil Delvac 1 ATF is recommended by ExxonMobil for use in modern high performance trucks, buses, utility vehicles, haulers, vans and other equipment requiring Allison TES-295 or MB-Approval 236.91 performance levels.

Specifications and Approvals

This product has the following approvals:
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Allison TES-468
MB-Approval 236.91
VOITH TURBO DIWA Service Bulletin 013 -Extended Drain

This product has the following approvals:

VOITH TURBO DIWA Service Bulletin 118 - Extended Drain

VOITH TURBO H55.6336.xx

ZF TE-ML 04D

ZF TE-ML 14C

ZF TE-ML 16M

ZF TE-ML 20C

MAN 339 Typ V2

MAN 339 Typ Z12

MAN 339 Typ Z3

ZF TE-ML 16S

TE-ML 25C

Properties and Specifications

Property	
Brookfield Viscosity @ -40 C, mPa.s, ASTM D2983	8400
Color, AMS 1771	Red
Density @ 15.6 C, g/ml, ASTM D4052	0.85
Flash Point, °C, ASTM D92	236
Kinematic Viscosity @ 100 C, mm2/s, ASTM D445	7.3
Kinematic Viscosity @ 40 C, mm2/s, ASTM D445	39
Pour Point, °C, ASTM D97	-54
Viscosity Index, ASTM D2270	168

Health and safety

Health and Safety recommendations for this product can be found on the Material Safety Data Sheet (MSDS) @ <http://www.msds.exxonmobil.com/psims/psims.aspx>

All trademarks used herein are trademarks or registered trademarks of Exxon Mobil Corporation or one of its subsidiaries unless indicated otherwise.

08-2020

Exxon Mobil Corporation

22777 Springwoods Village Parkway
Spring TX 77389

1-800-ASK MOBIL (275-6624)

Typical Properties are typical of those obtained with normal production tolerance and do not constitute a specification. Variations that do not affect product performance are to be expected during normal manufacture and at different blending locations. The information contained herein is subject to change without notice. All products may not be available locally. For more information, contact your local ExxonMobil contact or visit www.exxonmobil.com

ExxonMobil is comprised of numerous affiliates and subsidiaries, many with names that include Esso, Mobil, or ExxonMobil. Nothing in this document is intended to override or supersede the corporate separateness of local entities. Responsibility for local action and accountability remains with the local ExxonMobil-affiliate entities.

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Mobil

Esso

XTO
2012 RD V

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Brenntag Lubricants Central

Item: **Transmission ATF Fluid**

Attachments

Navi-Guard ATF - Dex III-Merc.pdf



Navi-Guard Automatic Transmission Fluid

Product Description

Navi-Guard Automatic Transmission Fluid is formulated to provide excellent performance and help extend transmission life. It offers superior flow characteristics at low temperatures and guard against oxidation, varnish and sludge at operating temperatures.

Navi-Guard Transmission Fluid is engineered to extend transmission life and smooth operation of Ford and General Motors vehicles where a DEXRON®-III/MERCON® fluid is specified.

Benefits

- Excellent high and low temperature protection
- Stable friction properties for smooth & consistent shifting
- Excellent shear stability

Typical Properties

Gravity, °API	33.86
Specific Gravity @ 60°F (15.6°C)	0.8557
Viscosity @ 40°C, cSt	34.16
Viscosity @ 100°C, cSt	6.996
Viscosity Index	179
Pour Point, °C (°F)	-51°C (-60°F)
Brookfield Viscosity at -40°C, cP	12,327
Color	Red
Copper Strip Corrosion (3 hrs@100°C)	1B
Rust Protection	Pass
Hydrolytic Stability Test	Pass
Foam Test	<100/0 ml



Navi-Guard Automatic Transmission Fluid

Applications

Recommended for all transmissions requiring DEXRON®-II or IIE, or Type A transmission fluids. Do not use this product in General Motors vehicles after model year 2005 and Ford® vehicles after model year 2006. Do not use this product in transmissions that specify Ford Type F, MERCON® V fluids or GM Dexron®-VI fluid.

Suitable for use in the following applications:

Allison C-4

Ford Mercon, Ford ESP-M2C166-H

Allison C-4, C-3, C-2

MB 236.1, Allison V-730D

CAT TO-2

Type A

Dexron III G/H, Dexron II D/E, Dexron, AW1

Brenntag Lubricants Central

Item: **Grease Red High Temp (400 LB Drum)**

Attachments

NAL_PDS-PURATECH-Hi-Temp-Grease.pdf

**NORTH AMERICAN LUBRICANTS**

PURATECH Hi-Temp Grease #2

PURATECH Hi-Temp Grease is a red, premium quality, extreme pressure (EP) grease formulated with a lithium complex thickener with rust and oxidation inhibitors. It provides optimum lubricating performance at high temperatures and has a dropping point that exceeds 500° F.

PURATECH Hi-Temp Grease provides optimum lubricating performance at high temperatures and has a dropping point that exceeds 500° F. Puratech Hi-Temp Grease provides added protection against grease separation, bleeding, hardening and water wash-out.

APPLICATIONS

PURATECH Hi-Temp Grease is specially formulated to provide excellent performance in a broad range of on and off-road equipment including; wheel bearings (disc and drum brakes), chassis lubrication, 5th wheel, boat trailers, universal joints, ball and roller bearings, agriculture, construction, logging, trucking and mining applications.

FEATURES AND BENEFITS

- Extreme pressure protection, exceeds 70 pounds OK Load in ASTM D-2509 Timken Test
- Excellent water wash-out resistance due to higher viscosity base oils and fortified with polymers
- Oxidation inhibitors allow for operations at high temperatures for extended periods
- Protects metal surfaces from rust and corrosion
- Outstanding load carrying capacity
- Less frequent greasing intervals and extended life equipment
- Multi-purpose use in a wide-range of applications

RECOMMENDED PERFORMANCE SPECIFICATIONS

Puratech Hi-Temp Grease is compatible with other greases that use a lithium based thickener. Consult a grease compatibility chart to determine whether it is acceptable to mix with other thickener types. NLGI GC-LB.

PURAMAX Hi-Temp Grease #2	Typical Characteristics
NLGI Service	GC-LB
Thickener (soap type)	Lithium Complex
Worked Penetration, D-217	265-295
Dropping Point, °C/°F	260+ / 500+
Timken Load	>70
Four-Ball Wear Test	.28
Base Oil Viscosity cSt @ 40°C	220
Base Oil Viscosity cSt @ 100°C	14.3
Water Washout Loss %	5
Color	Red
Texture	Smooth & Tacky

Minor variations in test data are to be expected in normal manufacturing

Brenntag Lubricants Central

Item: **Grease (General Purpose)**

Attachments

NAL_PDS-PURATECH-Hi-Temp-Grease.pdf

**NORTH AMERICAN LUBRICANTS**

PURATECH Hi-Temp Grease #2

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Four-Ball Wear Test	.28
Base Oil Viscosity cSt @ 40°C	220
Base Oil Viscosity cSt @ 100°C	14.3
Water Washout Loss %	5
Color	Red
Texture	Smooth & Tacky

Minor variations in test data are to be expected in normal manufacturing

1.800.430.6252 // NALUBE.COM

Brenntag Lubricants Central

Item: **Differential Commercial Gear Oil 80W90**

Attachments

NAL-PDS-Good-Gear.pdf

**NORTH AMERICAN LUBRICANTS**

PURATECH Good Gear 80W-90 LS

PURAMAX Good Gear 85W-140

Good Gear oils are premium multipurpose, extreme pressure, automotive and heavy-duty gear lubricants. They are specifically designed and recommended for use in final drive hypoid axles found in modern passenger cars, heavy-duty trucks and busses where an API performance level of GL-5 is required.

Good Gear lubricants are made from paraffinic base stocks and select anti-oxidation, anti-corrosion, anti-rust, anti-foam and wear preventative additives. Superior thermal and oxidative characteristics resist thickening from extreme operating temperatures. They provide excellent load-carrying ability, oxidation stability and wear resistance under severe service conditions.

APPLICATIONS

Good Gear is recommended for use in:

- Automotive, truck, heavy equipment, industrial and agricultural applications
- Hypoid gear sets in automotive axles under high-speed and/or low-speed, high-torque conditions
- Gear sets with spur, bevel, spur bevel, spiral bevel, herringbone
- Select manual transmissions calling for GL-5 gear oil
- Oil lubricated wheel bearings

FEATURES AND BENEFITS

- Sulfur-phosphorus extreme pressure additives provide anti-wear and anti-scuffing protection
- Excellent anti-foam properties
- Inhibitor package protects against rust and corrosion
- PURATECH 80W-90 LS is formulated with limited slip additive required in some passenger car and light-duty truck applications. *Certain limited slip differentials require additional limited slip additive. Refer to owner's manual for specific requirements.

RECOMMENDED PERFORMANCE SPECIFICATIONS

- API GL-5 and MT-1
- Mack GO-J, GO-H, GO-G
- ArvinMeritor 0-76A (SAE 85W-140), 0-76-D (SAE 80W-90)
- International CEMS B-22
- U.S. Military specification MIL-L-2105D (formerly MIL-L-2015C), MIL-PRF-2105E and SAE J2360

Good Gear 80W-90 LS, 85W-140		Typical Characteristics	
	Test Method	SAE Viscosity Grade	
		PURATECH 80W-90 LS	PURAMAX 85W-140
Gravity, °API	1298	25	23.9
Flash Point, COC °C/°F	92	206/403	209/408
Pour Point, °C/°F	97	-26/-9	-15/5
Viscosity			
cSt @ 40 °C	445	150	341
cSt @ 100 °C	445	14.5	25
Viscosity Index	2270	99	95

Minor variations in test data are to be expected in normal manufacturing

Brenntag Lubricants Central

Item: **Windshield Washer fluid**

Attachments

Blue Magic Windshield Concentrate PDS.pdf



Chemical Professionals, Inc.

1-800-662-3544

HOME PRODUCTS TOOLS MSDS TESTIMONIALS CONTACT US

The Original
Blue Magic
Windshield Washer Fluid
SUPER CONCENTRATE



Technical Data

PROPERTIES:

EMULSIFICATION.....RAPID
WETTING ABILITY.....EXCELLENT
FOAMING.....LOW
PH 1% SOLUTION7.3
BIODEGRADABLEYES

SAFETY ON METALS AND MATERIALS:

Safe on all metals, fabrics, plastics, leather, nylon and all painted surfaces.

CAUTION:

Harmful if swallowed. May cause skin irritation. If swallowed, drink plenty of water and induce vomiting. In case of contact with skin or eyes, flush with water for 10 minutes.
(See MSDS sheet.)

PACKAGING:

4 X 1 case (four 1-gallon jugs)
A measuring cup is included in every case.

“Our Customers Deserve the Best.”

Supplier: **Brenntag Lubricants Central****BIDDER'S QUESTIONNAIRE**

1. Name of Contractor ("Business", herein) J.A.M. Distributing		19. Is any litigation pending against the Business? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
2. Doing Business As (other business name if applicable) Brenntag Lubricants		20. Has the Business been debarred, suspended, proposed for debarment, and declared ineligible, voluntarily excluded or otherwise disqualified from bidding, proposing or contracting? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
3. Federal Tax ID Number 74-1998773		21. Has the Business ever been a defaulter, as principal, surety or otherwise? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
4. Business Mailing Address (include City/State/Zip Code) 3330 Duncanville Rd, Dallas, TX 75236		22. Has the government or other public entity requested or required enforcement of any of its rights under a surety agreement on the basis of a default or in lieu of declaring the Business in default? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
5. Business Email Address ryan.weatherly@brenntag.com		23. Is the Business in arrears upon a contract or debt? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
6. Business Telephone 214-724-8181	Business Fax Number	24. Are there any proceedings pending relating to the Business' responsibility, debarment, suspension, voluntary exclusion or qualification to receive a public contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
7. Business Type Wholesale Oil Distributor		25. Have liquidated damages or penalty provisions been assessed against the Business for failure to complete the work on time or for any other reason? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
8. Number of Years in Business 56		26. If a "yes" response is given to questions 17-25, please provide a detailed explanation including dates, references to contract information, contacts, etc. (attach additional pages as necessary). DCTA reserves the right to inquire further with respect thereto
9. Annual Gross Revenue for the past three years (M = Millions) <input type="checkbox"/> \$1M or Less <input type="checkbox"/> \$1M-\$5M <input type="checkbox"/> \$5M-\$10M <input type="checkbox"/> \$10M-\$16M <input checked="" type="checkbox"/> \$16M+		27. List the name and business address of each person or each entity which has a 10% or more ownership or control interest in the Business (attach additional pages as necessary).
10. Number of Employees <input type="checkbox"/> 100 or Less <input checked="" type="checkbox"/> 101-500 <input type="checkbox"/> 501-750 <input type="checkbox"/> 751-1,000 <input type="checkbox"/> 1,001+		I, individually and on behalf of the business named above, do by my signature below certify that the information provided in this questionnaire is true and correct. I understand that if the information provided herein contains any false statements or any misrepresentations: 1) DCTA will have the grounds to terminate any or all contracts which DCTA has or may have with the business; 2) DCTA may disqualify the business named above from consideration for contracts and/or 3) DCTA may have grounds for initiating legal action under federal, state or local law. Note: This questionnaire is also a certification form; the information requested will be used to determine small business status as per 13 CFR Part 121. Additionally, this information will allow DCTA to report the amount of subcontracting activity for DCTA.
11. Is Business a DBE Firm? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
12. Is Business Owned by Minority Ethnicity? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
13. Ethnic Group Black American Hispanic American Native American Other	Subcontinent Asian American White/Caucasian Asian Pacific American	
14. Woman Owned? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
15. Veteran Owned <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		Ryan Weatherly Printed Name Account Manager

16. Type of Work Performed

- ☐ Manufacturing ☐ Professional Service
☐ Retail ☒ General/Technical Service

17. Has the Business, or any officer or partner thereof, failed to complete a contract?

- ☐ Yes ☒ No

18. Has the Business ever been declared "Not Responsible"

- ☐ Yes ☒ No

Title

Ryan Weatherly

Signature of owner

1/25/21

Date

ryan.weatherly@brenntag.com

Email Address

(Owner, CEO, President, Majority Stockholder or Designated Representative) Questions about this document should be directed to the Procurement Manager

Supplier: **Brenntag Lubricants Central**

CONFLICT OF INTEREST QUESTIONNAIRE		FORM CIQ
For vendor or other person doing business with local governmental entity		
This questionnaire is being filed in accordance with chapter 176 of the Local Government Code by a person doing business with the governmental entity.		OFFICE USE ONLY
By law this questionnaire must be filed with the records administrator of the local government not later than the 7 th business day after the date the person becomes aware of facts that require the statement to be filed. See Section 176.006, Local Government Code.		Date Received
A person commits an offense if the person violates Section 176.006, Local Government Code. An offense under this section is a Class C misdemeanor.		
1	Name of person doing business with local governmental entity. N/A	
2	<input type="checkbox"/> Check this box if you are filing an update to a previously filed questionnaire.	
	(The law requires that you file an updated completed questionnaire with the appropriate filing authority not later than September 1 of the year for which an activity described in Section 176.006(a), Local Government Code, is pending and not later than the 7 th business day after the date the originally filed questionnaire becomes incomplete or inaccurate.)	
3	Describe each affiliation or business relationship with an employee or contractor of the local governmental entity who makes recommendations to a local government officer of the local governmental entity with respect to expenditure of money. N/A	
4	Describe each affiliation or business relationship with a person who is a local government office and who appoints or employs a local government officer of the local governmental entity that is the subject of this questionnaire. N/A	

CONFLICT OF INTEREST QUESTIONNAIRE		FORM CIQ
For vendor or other person doing business with local governmental entity		Page 2
5	Name of local government officer with whom filer has affiliation or business relationship. (Complete this section only if the answer to A, B, or C is YES.)	
This section, item 5 including subparts A, B, C & D, must be completed for each officer with whom the filer has affiliation or		

business relationship. Attach additional pages to this Form CIQ as necessary.

A. Is the Local government officer named in this section receiving or likely to receive taxable income from the filer of the questionnaire?

☐ YES☒ NO

B. Is the filer of the questionnaire receiving or likely to receive taxable income from or at the direction of the local government officer named in this section AND the taxable income is not from the local governmental entity?

☐ YES☒ NO

C. Is the filer of this questionnaire affiliated with a corporation or other business entity that the local government officer serves as an officer or director, or holds an ownership of 10 percent or more?

☐ YES☒ NO

D. Describe each affiliation or business relationship.

N/A

6

Describe any other affiliation or business relationship that might cause a conflict of interest.

N/A

7

Ryan Weatherly

Signature of person doing business with the governmental entity

1/25/21

Date

Supplier: **Brenntag Lubricants Central**

NON-COLLUSION AFFIDAVIT

This affidavit must be completed and submitted with the bid/proposal

The authorized representative for bidder / proposer, **Brenntag Lubricants**, being first duly sworn, deposes and says that he or she is of the party making the foregoing bid, that the bid is not made in the interest of, or on behalf of, any undisclosed person, partnership, company, association, organization, or corporation; that the bid is genuine and not collusive or sham; that the bidder has not directly or indirectly induced or solicited any other bidder to put in a false or sham bid, and has not directly or indirectly colluded, conspired, connived, or agreed with any bidder or anyone else to put in a sham bid, or that anyone shall refrain from bidding; that the bidder has not in any manner, directly or indirectly, sought by agreement, communication, or conference with anyone to fix the bid price of the bidder or any other bidder, or to fix any overhead, profit, or cost element of the bid price, or of that of any other bidder, or to secure any advantage against the public body awarding the contract of anyone interested in the proposed contract; that all statements contained in the bid are true; and, further, that the bidder has not, directly or indirectly, submitted his or her bid price or any breakdown thereof, or the contents thereof, or divulged information or data relative thereto, or paid, and will not pay, any fee to any corporation, partnership, company, association, organization, bid depository, or to any member or agent thereof to effectuate a collusive or sham bid.

Ryan Weatherly

Signature of Authorized Company Representative

Ryan Weatherly, Account Manager

Name and Title of Authorized Company Representative

1/25/21

Date

Subscribed and sworn to before me on 1/25/21 (Date)

(Notary Seal)

Signature Notary Public

Supplier: **Brenntag Lubricants Central**

Prohibition of Contracts with Companies Boycotting Israel ***This form must be completed and submitted with the bid/proposal***

House Bill 89, effective September 1, 2017, amended the Texas Government Code to add Chapter 2270, Prohibition of Contracts with Companies Boycotting Israel.

Effective September 1, 2017, a state agency and a political subdivision (which includes a transportation authority) may not enter a contract with a company for goods or services unless the contract contains a written verification from the company that: (i) it does not Boycott Israel; and (ii) will not Boycott Israel during the term of the contract.

"Boycott Israel" is defined to mean refusing to deal with, terminating business activities with, or otherwise taking any action that is intended to penalize, inflict economic harm on, or limit commercial relations specifically with Israel, or with a person or entity doing business in Israel or in an Israeli-controlled territory, but does not include an action made for ordinary business purposes.

"Company" is defined to mean a for-profit sole proprietorship, organization, association, corporation, partnership, joint venture, limited partnership, limited liability partnership, or limited liability company, including a wholly owned subsidiary, majority-owned subsidiary, parent company, or affiliate of those entities or business associations that exists to make a profit.

"I, **Ryan Weatherly** (Name of certifying official), the **Account Manager** (title or position of certifying official) of **Brenntag Lubricants** (name of company), verifies that (i) it does not Boycott Israel; and (ii) will not Boycott Israel during the term of the Contract. This section does not apply if the Company is a sole proprietor, a non-profit entity or a governmental entity; and only applies if: (i) the Company has ten (10) or more fulltime employees and (ii) this Contract has a value of \$100,000.00 or more to be paid under the terms of this Contract.

Ryan Weatherly

Signature of Certifying Official Title:

Title: **Account Manager**

Date: **1/25/21**

Supplier: Brenntag Lubricants Central

-

Instructions for Certification: By signing and submitting this bid or proposal, the prospective lower tier participant is providing the signed certification set out below.

- (1) It will comply and facilitate compliance with U.S. DOT regulations, "Non-procurement Suspension and Debarment," 2 CFR part 1200, which adopts and supplements the U.S. Office of Management and Budget (U.S. OMB) "Guidelines to Agencies on Government-wide Debarment and Suspension (Non-procurement)," 2 CFR part 180,
- (2) To the best of its knowledge and belief, that its Principals and Subrecipients at the first tier:
 - a. Are eligible to participate in covered transactions of any Federal department or agency and are not presently:
 - (1) Debarred,
 - (2) Suspended,
 - (3) Proposed for debarment,
 - (4) Declared ineligible,
 - (5) Voluntarily excluded, or
 - (6) Disqualified,
 - b. Its management has not within a three-year period preceding its latest application or proposal been convicted of or had a civil judgment rendered against any of them for:
 - (1) Commission of fraud or a criminal offense in connection with obtaining, attempting to obtain, or performing a public (Federal, State, or local) transaction, or contract under a public transaction,
 - (2) Violation of any Federal or State antitrust statute, or
 - (3) Commission of embezzlement, theft, forgery, bribery, falsification or destruction of records, making any false statement, or receiving stolen property,
 - c. It is not presently indicted for, or otherwise criminally or civilly charged by a governmental entity (Federal, State, or local) with commission of any of the offenses listed in the preceding subsection 2.b of this Certification,
 - d. It has not had one or more public transactions (Federal, State, or local) terminated for cause or default within a three-year period preceding this Certification,
 - e. If, at a later time, it receives any information that contradicts the statements of subsections 2.a – 2.d above, it will promptly provide that information to FTA,
 - f. It will treat each lower tier contract or lower tier subcontract under its Project as a covered lower tier contract for purposes of 2 CFR part 1200 and 2 CFR part 180 if it:
 - (1) Equals or exceeds \$25,000,
 - (2) Is for audit services, or
 - (3) Requires the consent of a Federal official, and

- g. It will require that each covered lower tier contractor and subcontractor:
- (1) Comply and facilitate compliance with the Federal requirements of 2 CFR parts 180 and 1200, and
 - (2) Assure that each lower tier participant in its Project is not presently declared by any Federal department or agency to be:

- a. Debarred from participation in its federally funded Project,
- b. Suspended from participation in its federally funded Project,
- c. Proposed for debarment from participation in its federally funded Project,
- d. Declared ineligible to participate in its federally funded Project,
- e. Voluntarily excluded from participation in its federally funded Project, or
- f. Disqualified from participation in its federally funded Project, and

3. It will provide a written explanation as indicated on a page attached in FTA's TEAM-Web or the Signature Page if it or any of its principals, including any of its first tier Subrecipients or its Third Party Participants at a lower tier, is unable to certify compliance with the preceding statements in this Certification Group.

Certification

Contractor **Brenntag Lubricants**

Name and Title of Contractor's Authorized Official **Ryan Weatherly, Account Manager**

Signature **Ryan Weatherly** Date **1/25/21**



Board of Directors Memo

March 10, 2021

SUBJECT: Presentation of Audit Report for Fiscal Year End 09/30/2020 by Weaver & Tidwell, LLP and Consider Approval of the FY2020 Financial Statements and Supplementary Information

Background

Chapter 460 and DCTA bylaws require an annual audit of the affairs of the Authority prepared by an independent certified public accountant. Any deficiencies noted in the audit report shall be addressed at a regular meeting of the Authority and addressed on the record.

Previous Board Activity & Action

The preliminary FY2020 audit report and draft basic financial statements were presented to the Board at the joint DCTA/NTMC Board meeting on January 28, 2021.

Identified Need

As part of the audit engagement, DCTA's independent auditor, Weaver & Tidwell, L.L.P., has a responsibility to communicate with those charged with governance in the audit of financial statements. Those required communications were included in Weaver's presentation on January 28, 2021. The FY2020 Comprehensive Annual Financial Report (CAFR) is included as Exhibit 1 to this item.

Title 2 U.S. Code of Federal Regulations (CFR) Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards* (Uniform Guidance) requires a governmental organization with federal expenditures in excess of \$750,000 to have a single audit performed, which includes an audit of both the financial statements and the federal awards. The FY2020 Single Audit Report is included as Exhibit 2 to this item.

Financial Impact

There is no financial impact associated with the approval of the FY2020 financial statements and supplementary information.

Recommendation

Staff recommends the Board of Directors approve the FY2020 financial statements and supplementary information.

Exhibits

Exhibit 1: FY2020 Comprehensive Annual Financial Report (CAFR)

Exhibit 2: FY2020 Single Audit Report

Submitted By:


Amber Karkauskas, Controller



Final Review:

A handwritten signature in blue ink, appearing to read "Marisa Perry", is written over a horizontal line.

Marisa Perry, CPA, CFO/VP of Finance

Approval:

A handwritten signature in blue ink, appearing to read "Raymond Suarez", is written over a horizontal line.

Raymond Suarez, CEO



COMPREHENSIVE ANNUAL FINANCIAL REPORT
FISCAL YEAR ENDED SEPTEMBER 30, 2020 & 2019

DENTON COUNTY TRANSPORTATION AUTHORITY
LEWISVILLE, TEXAS

Denton County Transportation Authority

Comprehensive Annual Financial Report

For the Fiscal Years Ended September 30, 2020 and 2019

Prepared By:
DCTA Finance Department
Lewisville, Texas

Denton County Transportation Authority
Comprehensive Annual Financial Report
For the Fiscal Year Ended September 30, 2020
Table of Contents

Page

Introductory Section

Transmittal Letter.....	i
GFOA Certificate of Achievement.....	ix
Organizational Chart	x
List of Principal Officials.....	xi

Financial Section

Independent Auditor's Report	1
Management's Discussion and Analysis	4

Basic Financial Statements

Statements of Net Position	12
Statements of Revenues, Expenses and Changes in Net Position.....	14
Statements of Cash Flows	16
Notes to Financial Statements.....	20

Required Supplementary Information

Texas County & District Retirement System Schedule of Changes in the Employer's Net Pension Liability and Related Ratios	41
Texas County & District Retirement System Schedule of Employer Contributions	42

Supplementary Information

Schedule of Revenues and Expenses - Budget to Actual	44
--	----

Statistical Section

Net Position by Component	48
Change in Net Position.....	49
Capital Assets.....	50
Revenue by Source	51
Sales Tax Revenue	52
Sales Tax Allocation Received by Member Cities	53
Long – Term Debt.....	54
Demographic and Economic Statistics for Denton County	55
Principal Employers in Denton County	56
Total Employees and Contract Operations	57
Operating Statistics	58
Farebox Recovery Percentage.....	59



INTRODUCTORY SECTION



Letter of Transmittal

March 10, 2021

The Honorable Chair and Members of the Board
Denton County Transportation Authority
Lewisville, Texas

We are pleased to submit the Comprehensive Annual Financial Report (CAFR) of Denton County Transportation Authority (DCTA) for the fiscal year ended September 30, 2020.

This report provides the DCTA Board of Directors, stakeholders, citizens of DCTA's service area, our bondholders and other interested parties with detailed information concerning the financial condition and activities of DCTA. Responsibility for both the accuracy of the presented data and the completeness and fairness of the presentation, including all disclosures, rests with the DCTA. Management is responsible for establishing and maintaining effective internal control over financial reporting. Because the cost of internal controls should not outweigh anticipated benefits, DCTA's framework of internal controls has been designed to provide reasonable, rather than absolute, assurance that the financial statements are free of any material misstatements.

To the best of our knowledge and belief, the enclosed data is accurate in all material respects, and is organized in a manner designed to fairly present the financial position and results of operations of the DCTA as measured by the financial activity of the fund. We also believe that all disclosures necessary to enable the reader to gain the maximum understanding of the DCTA's financial affairs have been included.

Weaver and Tidwell, LLP, Certified Public Accountants, have issued an unmodified ("clean") opinion on the DCTA's financial statements for the year ended September 30, 2020. The independent auditor's report is located at the front of the financial section of this report.

Management's discussion and analysis (MD&A) immediately follows the independent auditor's report and provides a narrative introduction, overview, and analysis of the basic financial statements. MD&A complements this letter of transmittal and the two should be read in conjunction with each other.

DCTA PROFILE

DCTA is the Coordinated County Transportation Authority for Denton County, created by House Bill 3323, under Chapter 460 of the Texas Transportation Code, approved by the 77th Texas Legislature and signed into law by the Governor in 2001. Voters in Denton County approved the confirmation of DCTA on November 5, 2002 to advance public transportation and transportation-related services. Collection of the sales and use tax dedicated to DCTA from its three member cities began January 1, 2004. DCTA is granted power under Texas law to plan, develop, acquire, construct, own, operate, and maintain a public transportation system.

Location

Denton County is located in the northern part of the Dallas-Fort Worth Metroplex adjacent to Collin, Dallas, and Tarrant counties. The county is 953 square miles and is approximately 35 miles south of the Texas/Oklahoma border. The county, founded in 1846, is one of the fastest growing counties in the U.S. with an estimated population of 901,120 in 2020 according to North Central Texas Council of Governments (NCTCOG) population estimates, an increase of 36% since 2010.

Governance

DCTA is governed by a five voting-member Board of Directors appointed by respective entities from Denton County and the cities of Denton, Highland Village, and Lewisville serving two-year terms. Large cities, small cities and other Denton County cities make up the remaining six non-voting members. Board officers are elected from the Board membership and serve a one-year term.

Agency Background

The primary revenue source for DCTA is a dedicated ½ cent local sales tax from its three member cities - Denton, Highland Village, and Lewisville. These revenues, along with federal and state grants, service contracts, operating fares, and investment income, fund the operations and implementation of DCTA's Long Range Service Plan, which includes a commuter rail component, a bus service component with local fixed route bus service, paratransit demand response, general demand response, commuter vanpools, and university shuttle services as well as a network of park and ride locations and rail and bus facilities to serve area residents. These elements provide services to help improve mobility and air quality, spur economic development, and enhance livability in the areas served. DCTA's A-train connects Denton and Dallas counties. At the Trinity Mills station, riders can transfer to Dallas Area Rapid Transit's (DART) Red, Orange, Green and Blue Lines and the Trinity Railway Express (TRE). DCTA's partnership with Trinity Metro connects Denton and Fort Worth via the North Texas Xpress commuter bus.

Construction of DCTA's A-train rail corridor was accomplished with funding from a Regional Toll Road Funding Initiative (RTRFI) grant received in March 2009. A contract for construction of the 21-mile rail corridor was awarded in May 2009. Construction of the rail corridor and rail stations was completed, and the A-train officially opened for service in June 2011. In addition to the already existing bus service, the central element of DCTA's initial Long Range Service Plan was achieved with the start of A-train commuter rail service in 2011.

In December 2011, the Board of Directors updated DCTA's Long Range Service Plan to include system-wide improvements to the existing system and opportunities for expansion of the existing system to meet the public transit needs. The plan serves as a road map guiding DCTA's service planning, capital improvement program, and financial planning, and also provides input for NCTCOG's Mobility 2045 Plan. NCTCOG serves as the Metropolitan Planning Organization (MPO) for the North Texas region and is the organization charged with coordinating regional transportation planning efforts for a 12-county region which includes Denton County. The Mobility 2045 Plan serves as a blueprint for the region's transportation system planning and guides expenditures of state and federal transportation funds over the next 20-plus years. DCTA provided input regarding key service components of its Long Range Service Plan for incorporation into the Mobility 2045 Plan. The goals defined in the Mobility 2045 Plan guide efforts to accommodate the region's multimodal mobility needs and improve air quality. DCTA and other regional transit agencies, as well as local governments, use NCTCOG's Mobility 2045 Plan as a basis for their own planning efforts.

Accounting System and Budgetary Control

DCTA activities are accounted for in two enterprise funds, and financial results are reported in accordance with Generally Accepted Accounting Principles (GAAP) and Governmental Accounting Standards Board (GASB) guidance. The accrual basis of accounting is used for the audited financial statements, external reporting, and internally for budgeting, with revenues recorded in the period that they are earned, and expenses recorded in the period in which the liability or benefit is expected.

On an annual basis, DCTA develops and presents for the Board's approval an operating and capital budget within the context of a Long Range Financial Plan. The Long Range Financial Plan outlines the operating components, debt service costs, and Capital Improvement Plan requirements over the next fifteen years and serves as the foundation for the development of the annual operating and capital budget. This document helps provide a financially sustainable perspective of the impact of current year decisions on future years. As part of the annual budget process, the Board also adopts a Budget Contingency Plan which positions DCTA to respond quickly to economic or market fluctuations or downturns.

The Board conducts a public hearing in August to receive citizen input and provides final review of the budget with formal adoption in September of each year. The fiscal year for DCTA is October 1 – September 30. The President/CEO is authorized to transfer budgeted amounts between line items and departments; however, any revisions that alter the total adopted fiscal year budget (operating + capital) must be approved by the Board. As a matter of practice, budget transfers are reported to the Board at its regularly scheduled meeting.

Budget control has been established at the department level. Financial reports showing budget to actual expenses by line item are distributed monthly for review by management. Financial reports are presented to the Board monthly for review and acceptance. Quarterly budget reviews of both the operating budgets and capital project budgets are conducted by Finance staff with the DCTA Executive Team and project managers. Individual line items are reviewed and analyzed for budgetary compliance. Revenue budgets are reviewed monthly.

The Board has also adopted a series of financial standards and policies for the operating and debt management of the Agency. In addition, operating procedures have been established in accordance with state and federal requirements to ensure that DCTA is a fiscally sound authority operating an efficient and effective transportation system.

North Texas Mobility Corporation (NTMC) was incorporated on April 1, 2019 and is accounted for as a blended component unit included in DCTA's financial statements. NTMC operations began June 2, 2019. As a fully functional Limited Government Corporation (LGC), the NTMC now operates with a Board of Directors, appointed by the DCTA Board of Directors, and Board officers.

SERVICES PROVIDED

DCTA provides service in Denton County and Collin County including regional commuter rail service (A-train); fixed route bus service; paratransit and general demand response service; vanpool service; campus shuttle service operated under contract with the University of North Texas (UNT); and contract demand response service in Frisco and Collin County. In January 2019, DCTA replaced a portion of fixed-route service with an on-demand, microtransit service to provide travel options for access to the Lakeway Business Park area in Lewisville and surrounding businesses in the designated Lewisville Lakeway Zone. In August 2020, DCTA made its Downtown Denton Transit Center (DDTC) Evening On-Demand Zone service permanent, which provides service from the DDTC to existing stops along four Denton Connect routes.

As reported in the National Transit Database, DCTA carried roughly 1.6 million passengers system-wide in FY20, a 44% decrease from almost 2.8 million passengers in FY19. Ridership decreased drastically in the second half of FY20 as a result of the COVID-19 pandemic, stay-at-home orders, mandatory closures of non-essential businesses, and the implementation of telecommuting arrangements for employers.

Regional Commuter Rail (A-train)

The A-train is a 21-mile regional rail system connecting Denton and Dallas counties. The rail corridor follows the east side of I-35E and connects the cities of Denton and Carrollton. DCTA has five A-train stations: two in Denton and three in the greater Highland Village-Lewisville area, with a transfer station at the Trinity Mills Station in Carrollton. The Trinity Mills transfer station connects riders with DART rail and bus service. DCTA's five rail stations are served by fixed route bus service and the UNT campus shuttle. The system also includes a hike & bike trail that parallels the A-train rail line.

DCTA operates 11 low-floor diesel-electric articulated GTW passenger rail vehicles designed to comfortably accommodate wheelchairs, strollers, and bikes with room for 104 seated and 96 standing passengers per vehicle. In FY20, rail ridership totaled roughly 221,000 passengers, a decrease of 44% from almost 394,000 in FY19. Rail service changes were implemented in March 2020 to reduce service hours in response to decreased ridership in light of the COVID-19 pandemic. In September 2020, DCTA increased A-train service levels per Board direction to modify peak period service frequency from 60 minutes to 30 minutes.

Connect

Connect offers local fixed-route bus service in the cities of Denton, Highland Village, and Lewisville. In fiscal year 2020, these routes totaled roughly 345,000 boardings. In 2016, DCTA completed a comprehensive operations analysis (COA) for bus services. The City of Denton COA was implemented in FY17 and reduced average headways from 40 minutes to 30 minutes during peak periods for 7 of 8 routes. In 2018 and 2019, service changes and schedule updates were implemented to improve on-time performance, enhance route connections and transfers between Denton Connect routes and the A-train, and to provide more direct access to services along North Texas Xpress and UNT routes.

In Lewisville, the COA was implemented in 2016 and improved peak headways from 35 minutes to 30 minutes and midday headways from 70 minutes to 60 minutes. A re-configuration of the Lewisville routes also helped reduce the need for transfers and extended service to areas not previously served.

Denton and Lewisville Connect service changes were implemented in March and May 2020 to reduce service hours in response to decreased ridership in light of the COVID-19 pandemic. In August 2020, Connect service was restored to pre-COVID levels for Connect Routes 4 and 7 in Denton and Routes 21 and 22 in Lewisville.

Highland Village Lyft

The Highland Village Connect Shuttle was replaced with an enhanced Lyft program in March 2020. Enhancements to the Lyft program included an increase in subsidy from \$10 to \$13 per trip and the addition of Saturday service. The Highland Village Lyft Zone provides more efficient mobility services for passengers traveling within a designated area of Highland Village and north Lewisville. The service is offered weekdays from 5 a.m. to 9 p.m. and Saturday 7:30 a.m. to 8 p.m.

University Shuttle Service

The UNT Campus Shuttle consists of twelve routes including weekday, late night, and weekend-only service through a contractual agreement. The UNT Shuttle service provides transportation from off-campus housing to the campus as well as circulation throughout the campus. Total passengers for FY20 totaled roughly 946,000, a 47% decrease from FY19 ridership of 1.8 million. Service was reduced significantly in the second half of FY20 as the university moved to virtual learning in response to COVID-19 and some students moved away from the campus area.

The NCTC Shuttle, which provided direct shuttle service to the Corinth and Flower Mound campuses as well as connectivity between Denton and Lewisville, was suspended in March 2020 in response to COVID-19. Ridership for the NCTC service totaled roughly 6,000 in FY20 prior to suspension compared to roughly 13,000 in FY19. NCTC's contract for service expired July 31, 2020.

Demand Response Service

Access, DCTA's demand response service, offers shared ride, curb-to-curb ADA paratransit service for residents and visitors in Denton, Highland Village, and Lewisville and also provides service for senior and disabled (non-ADA) passengers in these cities. Any person who wishes to use Access must complete an application, and non-seniors or non-Medicare-eligible individuals must submit a physician's affidavit of eligibility. DCTA carried roughly 20,000 Access passengers in its member city service area in FY20.

In December 2015, the City of Frisco contracted with DCTA for curb-to-curb demand response transit service to eligible Frisco residents for trips within Frisco and designated portions of Plano. Taxi vehicles are used in this service to supplement demand-response service as capacity dictates. The service carried roughly 6,000 passengers in FY20. On June 1, 2017, DCTA launched a demand-response service in coordination with the City of McKinney and the McKinney Urban Transit District (MUTD). This service consists of a subsidized taxi voucher program that provides efficient transit options for participating MUTD cities including Celina, Lowry Crossing, McKinney, Melissa, Princeton and Prosper. In FY20, the service provided transportation to almost 11,000 passengers.

Vanpools

The Vanpool service provides a low-cost commuting alternative for residents to get to work. Vanpools are ideal for groups of six to fifteen people. Individuals who live or work in Denton County can start a vanpool through their employer or create one with others who have similar commute origins and destinations. As of September 2020, there were 58 vanpools in operation.

DCTA PROGRESS

DCTA is assessing innovative mobility solutions to meet our customer and stakeholder needs and to provide enhanced regional mobility to our passengers. In April 2019, the Board approved a suite of on-call Mobility as a Service (MaaS) contracts that allow DCTA to offer a variety of flexible, efficient, and effective mobility services by initiating task orders. These services would enhance or supplement DCTA's existing transit offerings and provide service to areas where traditional transportation options are less effective. MaaS is a trending business model in the transit industry that utilizes on-demand, real-time platform-based services that can include any combination of mobility options such as car and bike sharing, taxis, or driverless vehicles, while providing a seamless experience for the customer, from integrated travel planning to fare payment.

2020 represented a year of affirmative change at DCTA which included meaningful changes in governance, leadership, culture, organization and service delivery – changes necessary for DCTA to effectively respond to the ongoing COVID-19 crisis and changing markets. In FY21, DCTA will

be engaging with consultant teams with expertise in strategic planning, information technology, process improvement, and organizational management best practices. The selected consultant teams will work closely with operational and long range transit planners to expand the use of non-traditional transit services and products to allow for a more tailored response to the demands of multiple markets and develop a robust, equitable, consumer-centric transportation system which leverages existing infrastructure.

DCTA is committed to rail safety and worked diligently to implement Positive Train Control (PTC) by the Federal Railroad Administration (FRA) deadline of December 31, 2020. PTC was designed to prevent collisions and other incidents by automatically detecting and controlling the movement of trains. DCTA started Revenue Service Demonstration (RSD) on limited trains with identified service modifications during the testing phase in January 2019. DCTA completed RSD in September 2019 and submitted its PTC Safety Plan for FRA review in April 2020. On December 8, 2020, DCTA received PTC certification from the FRA. The agency is the first commuter railroad in Texas to have PTC implemented and certified on its entire rail alignment.

FUTURE OUTLOOK

DCTA's major revenue source, sales tax, continues to grow. Sales tax revenues were \$29.8 million in FY20 compared to \$28.7 million in FY19. Total revenues were \$55.0 million in FY20 compared to \$46.0 million in FY19. Despite sales tax growth, DCTA faces challenges with rising healthcare costs, low interest rates impacting investment earnings, and funding for the increased demand of service expansion. In addition, the changing landscape with consumers migrating to online purchases from the traditional brick and mortar retail stores could impact local sales tax.

In FY20, DCTA advanced several strategic discussions regarding service delivery strategies, innovative services, and the advancement of Mobility as a Service options. In FY21, DCTA will complete Phase One of the Transformation Initiative providing study recommendations to be incorporated into an action plan to implement new mobility options and enhance the passenger experience within stakeholder communities in coordination with the Board of Directors.

Regional Economy

The Dallas–Fort Worth economic recovery gained momentum at the end of the calendar year. Job growth and decreases in unemployment resulted in strengthened business-cycle indexes. The Federal Reserve Bank of Dallas reported in its February 2021 Economic Indicators Update:

DFW employment strengthened to an annualized 8.6 percent (25,200 jobs nonannualized) in December, marking the eighth straight month of job gains since the slump in spring 2020... The unemployment rate fell to 6.5 percent in Dallas and 7.1 percent in Fort Worth in December, remaining below Texas' jobless rate of 7.2 percent... When the pandemic hit and shelter-in place orders compelled many businesses to temporarily close their doors in early spring, payrolls plunged broadly; however, workers in high person-to-person contact sectors such as leisure and hospitality and other services bore the brunt of the decline... The recovery has been uneven across sectors as well. At year-end 2020, DFW payrolls in financial services, professional and business services, and trade, transportation and utilities were nearly on par with or slightly above their pre-pandemic February levels. These sectors have benefited from higher demand resulting from the pandemic or have been less impacted because of higher remote-work compatibility. In contrast, head counts in leisure and hospitality and other services remained depressed, down 21.8 percent and 13.7 percent, respectively, from pre-pandemic levels.

Population Forecast

North Central Texas is a rapidly growing region whose residents increasingly require a variety of transportation options to serve diverse travel needs. According to the NCTCOG's Mobility 2045 Plan, population for the Dallas-Fort Worth Metropolitan Area is projected to grow from approximately 7.2 million to an estimated 11.2 million by the year 2045. This significant increase in population for North Texas will require a maturing system of roads, public transportation, and bicycle and pedestrian facilities, complemented by local policies and programs to enhance infrastructure investment.

The counties of Collin, Dallas, Denton and Tarrant accounted for 86% of the 16-county population in 2020. The individual population share for Collin and Denton counties within the region has increased since 2010 while the population share for Dallas and Tarrant counties has decreased. Population growth in Denton County is projected to be significant. According to the NCTCOG 2045 Demographic Forecast, the population within Denton County is projected to increase from 901,120 in 2020 to 1,346,314 in 2045, a 49% growth. As Collin and Denton counties continue to grow, DCTA will focus efforts on east/west corridor planning and investments in these areas. The US Census Bureau 2019 American Community Survey estimates that roughly half of individuals who live in Denton County work outside of the county, which highlights the importance of providing transportation links from Denton County to major employment destinations in neighboring counties.

Long Range Service Plan

For the past several years, DCTA focused on implementing the first phase of regional rail service as well as improving local bus routes in Denton, Highland Village, and Lewisville. Having attained the milestone of delivering the first phase of regional commuter rail service, DCTA is now looking beyond the A-train implementation and preparing for the future needs of a growing Denton County and North Central Texas region.

The Long Range Service Plan provides a roadmap for decision making about transit investments in Denton County over the next 25 years and reaffirms DCTA's goals and performance standards that will be used to help officials make decisions about future investments and the implementation of new services. It will help ensure that transit services mature and develop to better meet the needs of Denton County. In FY21, DCTA will continue its transformation initiative which will include Board visioning that will result in a new Long Range Service Plan for the agency.

OTHER INFORMATION

Independent Audit

Chapter 460, Section 460.402 of the Texas Transportation Code requires an annual audit of the books of account, financial records and transactions of the DCTA by independent certified accountants selected by the Board of Directors. This requirement has been complied with and the independent auditor's report has been included. The Board of Directors hears and reviews recommendations made by the independent auditors and also guides the annual budget process.

DCTA is also required to undergo an audit of federally and state funded programs administered by DCTA. The standards governing the Single Audit engagement require the independent auditor to report on the audited government's internal controls and compliance with laws, regulations, contracts and grants applicable to each major federal and state program. The reports related specifically to the Single Audit are issued under separate cover.

Certificate of Achievement

The Government Finance Officers Association of the United States and Canada (GFOA) awarded a Certificate of Achievement for Excellence in Financial Reporting to the DCTA for its Comprehensive Annual Financial Report (CAFR) for the fiscal year ended September 30, 2019. The Certificate of Achievement is a prestigious national award recognizing conformance with the highest standards for preparation of state and local government financial reports. This was the tenth consecutive year for the DCTA to receive the Certificate of Achievement.

To be awarded the Certificate of Achievement, a government unit must publish an easily readable and efficiently organized CAFR whose contents conform to program standards. The CAFR must satisfy both generally accepted accounting principles and applicable legal requirements. A Certificate of Achievement is valid for a period of one year only. We believe our current report continues to conform to the Certificate of Achievement program requirements, and we are submitting it to GFOA.

Acknowledgements

The preparation of this report on a timely basis could not have been accomplished without the efficient and dedicated services of the entire DCTA Finance Department staff. We also express our appreciation to all the DCTA staff members who assisted and contributed to the successful completion of this report as well as the guidance provided by our external auditors.

We would like to thank the members of the DCTA Board of Directors for their interest and support in planning and conducting the financial operations of the Denton County Transportation Authority in a responsible and progressive manner.

Sincerely,



Raymond Suarez
President/CEO



Marisa Perry, CPA
Chief Financial Officer/VP of Finance



Amber Karkauskas, CGFO
Controller



Government Finance Officers Association

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Presented to

**Denton County Transportation Authority
Texas**

For its Comprehensive Annual
Financial Report
For the Fiscal Year Ended

September 30, 2019

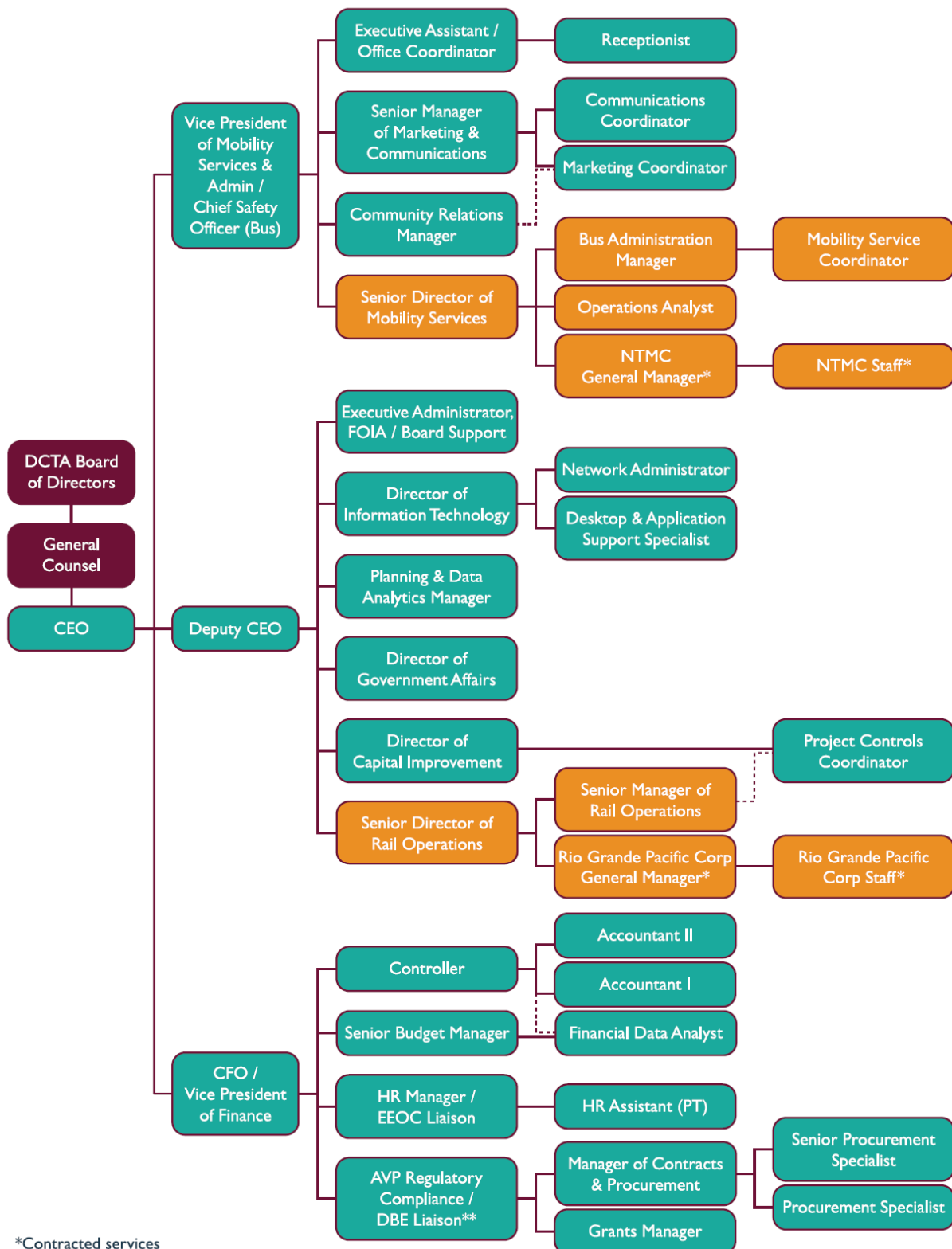
Christopher P. Morill

Executive Director/CEO

Denton County Transportation Authority

Organizational Chart

September 30, 2020



*Contracted services

**DBE Liaison has direct access to the CEO on DBE-related matters.
Reflects changes effective October 31, 2020.

Denton County Transportation Authority

List of Principal Officials

September 30, 2020

A Board of Directors composed of 5 voting members representing the county of Denton governs DCTA:

- two members appointed by the Denton County Commissioner's Court;
- three members designated by the municipalities (Cities).

Each Board member serves a term of two years and may be re-appointed. There are no term limits. The Board is responsible for the general policy governance of the DCTA with the President/CEO and DCTA staff responsible for day-to-day management, operations, and implementation of the agency's goals and objectives.

Board Member	Position	Appointed by
Dianne Costa	Chair	City of Highland Village
TJ Gilmore	Vice Chair	City of Lewisville
Sam Burke	Secretary	Denton County Seat 2
Cesar Molina	Member	Denton County Seat 1
Chris Watts	Member	City of Denton

Non – Voting Board Members	Position	Appointed by
Joe Perez	Member	City of The Colony
Mark Miller	Member	Town of Flower Mound
Ron Trees	Member	Town of Little Elm
Connie White	Member	Small Cities
Carter Wilson	Member	City of Frisco
Tom Winterburn	Member	City of Corinth



FINANCIAL SECTION



Independent Auditor's Report

To the Board of Directors of the
Denton County Transportation Authority

Report on the Financial Statements

We have audited the accompanying financial statements of financial position of each major fund of Denton County Transportation Authority (the Authority) as of and for the years ended September 30, 2020 and 2019 and the related statements of revenues, expenses and changes in net position, and cash flows for the years then ended, and the related notes to the financial statements, which collectively comprise the Authority's basic financial statements as listed in the table of contents.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

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

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

The Board of Directors of the
Denton County Transportation Authority

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of each major fund of the Authority as of September 30, 2020 and 2019, and the respective changes in financial position and cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Other Matters

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis (on pages 4-10) and Texas County District & Retirement System pension schedules (on pages 41-42) be presented to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board, who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Other Information

Our audit was conducted for the purpose of forming an opinion on the financial statements that collectively comprise the Authority's basic financial statements. The introductory section, the schedules of revenues and expenses – budget and actual, and statistical section are presented for purposes of additional analysis and are not a required part of the basic financial statements. The schedule of revenues and expenses - budget and actual is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. Such information has been subjected to the auditing procedures applied in the audit of the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole.

The introductory and statistical sections have not been subjected to the auditing procedures applied in the audit of the basic financial statements and, accordingly, we do not express an opinion or provide any assurance on them.

The Board of Directors of the
Denton County Transportation Authority

Other Reporting Required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued our report dated March 2, 2021, on our consideration of the Authority's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements and other matters. The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the Authority's internal control over financial reporting and compliance.

Weaver and Tidwell, L.L.P.

WEAVER AND TIDWELL, L.L.P.

Dallas, Texas
March 2, 2021

Denton County Transportation Authority

Management's Discussion And Analysis

For the Year Ended September 30, 2020

(Unaudited)

The management of the Denton County Transportation Authority (DCTA) offers readers of the DCTA's financial statements this narrative overview and analysis of the financial activities for the fiscal year ended September 30, 2020. This discussion and analysis is designed to provide an objective and easily readable analysis of DCTA's financial activities based on currently known facts, decisions, or conditions.

We encourage the readers to consider the information presented here in conjunction with accompanying financial statements, notes thereto and additional information that is furnished in our letter of transmittal and the statistical section of this report. In addition, readers are encouraged to review information on the annual budget and other agency information found on the DCTA website at www.dcta.net. It should be noted that the Independent Auditor's Report describes the auditor's association with the various sections of the report and that all of the additional information from the website and other DCTA sources is unaudited and has not been updated for events that may have occurred subsequent to the issuance of the respective report.

In Brief

- As of September 30, 2020 and 2019, total assets and deferred outflows of resources of DCTA exceeded total liabilities and deferred inflows of resources by \$341,283,144 and \$327,800,795, respectively. The amount of unrestricted net position as of September 30, 2020 was \$51,304,563 compared to \$34,112,754 in 2019. Unrestricted net position is the amount which may be used to meet DCTA's ongoing obligations in accordance with the fiscal policies.
- Net position increased \$13,482,349 during the current fiscal year compared to an increase of \$1,768,692 in the prior year. The change compared to the prior year is attributable to a \$2.5 million decrease in operating expenses as well as a \$10.2 million increase in operating grants, mainly related to one-time operating assistance reimbursements of funding from the Coronavirus Aid, Relief, and Economic Security (CARES) Act and rail preventive maintenance reimbursements.
- Net capital assets were \$314.0 million as of September 30, 2020 compared to \$319.6 million as of September 30, 2019. The decrease of \$5.6 million is caused by \$9.6 million of depreciation expense, offset by \$4.0 million of asset additions.

Overview of the Basic Financial Statements

This discussion and analysis is intended to serve as an introduction to DCTA's accompanying financial statements and notes. The basic financial statements consist of four components: 1) Statements of Net Position, 2) Statements of Revenues, Expenses, and Changes in Net Position, 3) Statements of Cash Flows, and 4) Notes to the Financial Statements.

This report also contains other supplementary information in addition to the basic financial statements themselves as well as a statistical section (unaudited) to provide the reader additional information relative to DCTA.

Denton County Transportation Authority
Management's Discussion And Analysis
For the Year Ended September 30, 2020
(Unaudited)

DCTA activities are accounted for in a single entity enterprise fund; therefore, government-wide financial statements are not presented. Enterprise funds are generally used to report business-type activities of governmental entities. The financial statements are prepared on the accrual basis of accounting meaning that all expenses are recorded when incurred and all revenues are recognized when earned in accordance with accounting principles generally accepted in the United States of America. Certain statements in the report are, or will be, forward-looking statements. Forward-looking statements should not be read as a guarantee of future performance or results and are subject to risks and uncertainties that could cause actual performance or results to differ materially from those expressed in the statements.

Statements of Net Position – The Statements of Net Position reports all of the financial and capital resources of DCTA. The statement is presented in the format where total assets plus deferred outflows of resources equal total liabilities, deferred inflows of resources, and net position. Assets and liabilities are presented in order of liquidity and are classified as current (convertible into cash within one year) and noncurrent. The focus of the statement of net position is to show a picture of the liquidity and health of the organization as of the end of the reporting period. Changes in net position may serve as an indication of whether the financial position of DCTA is improving or deteriorating.

Statements of Revenues, Expenses, and Changes in Net Position – The Statements of Revenues, Expenses, and Changes in Net Position is similar to an income statement. This statement includes operating revenues, such as passenger fares and contracts to provide transit related service to third parties; operating expenses, such as costs of operating the transit system, administrative expenses, and depreciation on capital assets; and non-operating revenue and expenses, such as sales tax revenue, grant revenue, and interest income. The focus of the statement of revenues, expenses, and changes in net position is to present the change in net position during the two most recent fiscal years. The increase or decrease in net position will show the effect of DCTA's current year operations on its financial position.

Statements of Cash Flows – The Statements of Cash Flows discloses net cash provided by or used for operating activities, non-capital financing activities, capital and related financing activities, and from investing activities. The statement of cash flows, related notes, and other financial statements can be used to assess DCTA's ability to provide adequate cash flow to support current operations and plans for future expansion.

Notes to Financial Statements – The notes to the financial statements are an integral part of the basic financial statements that describe the significant accounting policies and provide additional information that is essential to understanding the data provided in the financial statements.

Denton County Transportation Authority
Management's Discussion And Analysis
For the Year Ended September 30, 2020
(Unaudited)

Financial Analysis

Statement of Net Position – As noted earlier, net position, and especially net position by category, may serve over time as a useful indicator of DCTA's financial position. Total assets and deferred outflows of resources exceeded total liabilities and deferred inflows of resources by \$341,283,144 and \$327,800,795 as of September 30, 2020 and 2019, respectively. The largest portion, 85% and 90% in 2020 and 2019, respectively, is net investment in capital assets primarily as a result of the rail line construction and acquisition of rail vehicles. The remaining 15% and 10%, respectively, is in unrestricted net position which represents assets with no external restriction as to the use or purpose. The unrestricted net position can be employed for any lawful purpose designated by the governing board.

Net position of DCTA increased 4.1% or \$13,482,349 during the current fiscal year compared to an increase of 0.54% or \$1,768,692 in the prior year. The increase in net position in the current fiscal year is attributable to a \$16.9 million increase in current assets and a \$2.2 million decrease in liabilities, partially offset by a \$5.5 million decrease in capital assets.

Condensed Statements of Net Position

	2020	2019	2018
Assets			
Current and other assets	\$ 55,116,935	\$ 38,234,115	\$ 32,631,168
Capital assets	314,045,750	319,554,318	323,437,237
Total Assets	369,162,685	357,788,433	356,068,405
Deferred Outflows of Resources			
Related to TCDRS pension	290,447	369,652	264,899
Liabilities			
Current liabilities	5,894,892	5,940,322	3,999,181
Non-current liabilities	22,205,000	24,369,285	26,231,240
Total Liabilities	28,099,892	30,309,607	30,230,421
Deferred Inflows of Resources			
Related to TCDRS pension	70,096	47,683	70,780
Net Position			
Net investment in capital assets	289,978,581	293,688,041	295,951,495
Unrestricted	51,304,563	34,112,754	30,080,608
Total Net Position	\$ 341,283,144	\$ 327,800,795	\$ 326,032,103

Denton County Transportation Authority
Management's Discussion And Analysis
For the Year Ended September 30, 2020
(Unaudited)

Assets – During fiscal year 2020, DCTA's total assets increased 3.18% or \$11.4 million from fiscal year 2019. The net increase is attributable to a \$14.5 million increase in cash and investments and a \$2.4 million increase in receivables, offset by a \$5.6 million decrease in capital assets.

Capital Assets, net of depreciation, decreased due to a net \$4.0 million of asset additions for infrastructure acquisition, and the Positive Train Control and A-train Rail Trail projects, offset by \$9.6 million of depreciation and amortization. The capital assets activity for the year is captured in Note 6 (pages 29-30).

Liabilities – Current liabilities remained level at \$5.9 million, with minor fluctuations in accounts payable and bonds payable.

DCTA's current ratio, current assets of \$55,116,935 and current liabilities of \$5,894,892, was 9:1 as of September 30, 2020, compared to a ratio of 6:1 as of September 30, 2019.

There was a \$2.2 million decrease in non-current liabilities in 2020 due primarily to payments made for DCTA's outstanding bonds and the rail operating easement agreement with DART. The bond payable activity for the year and rail operating easement obligation are captured in Note 9 and Note 10 (pages 34-36).

Statements of Revenues, Expenses, and Changes in Net Position – During fiscal year 2020, DCTA's activities resulted in an increase in net position of \$13,482,349 compared to an increase of \$1,768,692 in 2019. The increase in the current fiscal year net position is mainly attributable to a \$2.5 million decrease in operating expenses as well as a \$10.2 million increase in operating grants. The changes in net position for the fiscal years ended September 30, 2020, 2019, and 2018 are shown in the table on the next page.

Denton County Transportation Authority
Management's Discussion And Analysis
For the Year Ended September 30, 2020
(Unaudited)

Condensed Statements of Revenues, Expenses and Changes in Net Position

	2020	2019	2018
OPERATING REVENUES			
Passenger revenue	\$ 833,637	\$ 1,357,691	\$ 1,114,734
Contract services	3,378,826	4,201,278	3,416,001
Other	427,460	210,198	858,648
Total operating revenues	<u>4,639,923</u>	<u>5,769,167</u>	<u>5,389,383</u>
OPERATING EXPENSES			
Salaries, wages and benefits	11,609,934	12,367,693	11,137,613
Outsourced services and charges	4,884,281	6,202,321	4,348,623
Materials and supplies	1,922,266	2,445,770	2,508,020
Purchased transportation services	10,091,453	9,755,585	8,980,451
Utilities	431,838	445,809	439,476
Insurance	1,783,994	1,697,189	1,707,909
Leases and rentals	226,632	221,903	213,497
Employee development	185,783	281,968	274,072
Depreciation	9,558,814	9,813,483	10,202,356
Total operating expenses	<u>40,694,995</u>	<u>43,231,721</u>	<u>39,812,017</u>
Operating loss	<u>(36,055,072)</u>	<u>(37,462,554)</u>	<u>(34,422,634)</u>
NON-OPERATING REVENUES (EXPENSES)			
Sales tax revenue	29,817,365	28,735,383	27,937,707
Transit system operating assistance grants	16,843,203	6,664,660	5,484,450
Investment income	320,793	597,793	350,924
Interest expense	(909,134)	(972,668)	(1,040,263)
Gain (loss) on disposal of assets	(7,482)	18,301	2,340
Total non-operating revenue (expenses)	<u>46,064,745</u>	<u>35,043,469</u>	<u>32,735,158</u>
INCOME (LOSS) BEFORE CAPITAL GRANTS/TRANSFERS	<u>10,009,673</u>	<u>(2,419,085)</u>	<u>(1,687,476)</u>
GRANTS FOR CAPITAL IMPROVEMENTS	<u>3,472,676</u>	<u>4,187,777</u>	<u>1,631,747</u>
TRANSFERS			
Transfers in	7,555,427	2,760,302	-
Transfers out	<u>(7,555,427)</u>	<u>(2,760,302)</u>	<u>-</u>
Change in net position	13,482,349	1,768,692	(55,729)
NET POSITION, beginning of year	<u>327,800,795</u>	<u>326,032,103</u>	<u>326,087,832</u>
NET POSITION, end of year	<u>\$ 341,283,144</u>	<u>\$ 327,800,795</u>	<u>\$ 326,032,103</u>

Denton County Transportation Authority
Management's Discussion And Analysis
For the Year Ended September 30, 2020
(Unaudited)

Operating Revenues

Passenger Revenue – The 2020 passenger revenues decreased 39% or \$524k from 2019 due primarily to a 45% decrease in system ridership in light of the COVID-19 pandemic, stay-at-home orders, and mandatory closures of non-essential businesses. This impact was common for all public transportation as officials encouraged people to stay home and encouraged employers to allow telecommuting.

Contract Service – The 2020 contract service revenues decreased 20% or \$822k from the prior year. DCTA provides service for University of North Texas (UNT) and North Central Texas College (NCTC) as well as the City of Frisco and the McKinney Urban Transit District (MUTD). These contracts include a combination of DCTA-provided service as well as Lyft and taxi services which are billed as pass-through costs with an associated administrative fee. Contract service revenue decreased due to reductions in service hours and decreased usage of Lyft and taxi services because of the COVID-19 pandemic.

Operating Expenses

Operating Expenses – The 2020 operating expenses decreased 6% or \$2.5 million from 2019. Salaries and benefits decreased \$758k due to an administrative staff reduction in force and bus service reductions implemented in response to reduced ridership. Expenses for outsourced services decreased \$1.3 million mainly due to a \$982k rail service impact fee incurred in FY19 and rail maintenance projects completed during FY19 that did not recur in FY20. Expenses for materials and supplies decreased \$524k due to reductions in the price and usage of fuel. FY20 fuel prices averaged \$1.73 for rail and \$1.81 for bus compared to an average \$2.18 for rail and \$2.28 for bus in FY19. Fuel usage in FY20 was roughly 20% less than in FY19 due to reduced service levels implemented system-wide.

The 2020 depreciation expense decreased 3% or \$255k from the prior year. This decrease is mainly associated with vehicles and rail equipment that became fully depreciated during the year, partially offset by increased depreciation on the A-Train Rail Trail project completed in FY20.

Non-operating Revenues and Expenses

Sales Tax Revenue – The 2020 sales tax revenue increased 4% or \$1.1 million over 2019. DCTA collects one-half percent sales and use tax in the member cities of Denton, Highland Village, and Lewisville. DCTA's member cities continued to experience growth in sales tax revenues and this growth has been mirrored with DCTA's sales tax revenues as well, despite concerns about the economic impact of COVID-19.

Capital Grants – Grants for capital improvements decreased \$715k from the prior year. This decrease is primarily a result of decreased reimbursable expenses related to the A-train Rail Trail project, bus fleet replacement, and Positive Train Control, offset by increased reimbursable expenses related to infrastructure acquisition in Old Town Lewisville.

Transit System Operating Assistance Grants – The 2020 federal and state grant revenue increased \$10.2 million over 2019 revenue mainly due to one-time operating assistance reimbursements of funding from the Coronavirus Aid, Relief, and Economic Security (CARES) Act and larger reimbursements received for rail preventive maintenance.

Investment Income – The 2020 investment income was \$321k which is a 46% decrease from the 2019 revenue amount. The average yield to maturity decreased during the fiscal year from 2.06% in FY19 to 0.27% in FY20, as interest rates plummeted in response to the COVID-19 pandemic. DCTA continues to build up reserve funds in accordance with the Board's reserve policy and is focused on diversifying and laddering its investment portfolio to improve yield on investments.

Denton County Transportation Authority
Management's Discussion And Analysis
For the Year Ended September 30, 2020
(Unaudited)

Debt Administration

In June 2008, DCTA completed its first debt issuance by issuing \$20,000,000 in tax-exempt Sales Tax Revenue Bonds. The bonds were issued through a private placement with a maximum 5 year term to fund the DCTA A-train regional passenger rail project, which provides passenger rail service connecting Denton and Dallas counties. The principal payment was due in one lump sum in June 2013 with interest due semi-annually.

The Series 2008 Sales Tax Revenue bonds were refunded through a private placement to long-term debt on December 17, 2009. These bonds will be repaid over 20 years at an interest rate of 3.99%. The first principal payment of \$885,000 was paid in September 2013 and annual installments continue through September 2029.

In September 2011, DCTA issued \$14,390,000 in Contractual Obligations for a portion of its share of the cost for new rail vehicles and for the first phase of the federally-mandated PTC project. These Obligations were issued through a private placement to be repaid over 20 years at an interest rate of 3.13%. The first principal payment of \$140,000 was paid in September 2015 and annual installments continue through September 2031.

The 2009 bonds were refunded in November 2020 to reduce annual debt service requirements and create additional debt service capacity, offering flexibility for future capital projects or expansion goals.

Requests for Information

The financial report is designed to provide the citizens of our member cities, customers and other interested parties with a general overview of DCTA finances. If you have any questions regarding this report or need any additional information, contact DCTA at 1955 Lakeway Drive, Suite 260, Lewisville, Texas 75057, by phone at (972) 221-4600, or by electronic mail at info@dcta.net.

Basic Financial Statements

Denton County Transportation Authority

Statements of Net Position

September 30, 2020

	DCTA	NTMC	Total
ASSETS			
Current assets:			
Cash and cash equivalents	\$ 38,506,232	\$ 407,390	\$ 38,913,622
Restricted cash and cash equivalents	849,787	-	849,787
Investments	5,064,346	-	5,064,346
Receivables	10,064,071	863	10,064,934
Prepaid expenses	194,441	-	194,441
Inventories	29,805	-	29,805
Total current assets	54,708,682	408,253	55,116,935
Noncurrent assets:			
Land and construction in progress	37,408,478	-	37,408,478
Other capital assets, net of accumulated depreciation/amortization	276,611,283	-	276,611,283
Net pension asset	25,989	-	25,989
Total noncurrent assets	314,045,750	-	314,045,750
TOTAL ASSETS	368,754,432	408,253	369,162,685
DEFERRED OUTFLOWS OF RESOURCES			
Related to TCDRS pension	290,447	-	290,447
Total deferred outflows of resources	290,447	-	290,447
LIABILITIES			
Current liabilities:			
Accounts payable and accrued expenses	2,754,145	408,253	3,162,398
Retainage payable	621,036	-	621,036
Unearned revenue	56,458	-	56,458
Easement obligation- current portion	100,000	-	100,000
Bonds payable-current portion	1,955,000	-	1,955,000
Total current liabilities	5,486,639	408,253	5,894,892
Noncurrent liabilities:			
Easement obligation	800,000	-	800,000
Bonds payable	21,405,000	-	21,405,000
Total noncurrent liabilities	22,205,000	-	22,205,000
Total liabilities	27,691,639	408,253	28,099,892
DEFERRED INFLOWS OF RESOURCES			
Related to TCDRS pension	70,096	-	70,096
Total deferred inflows of resources	70,096	-	70,096
NET POSITION			
Net investment in capital assets	289,978,581	-	289,978,581
Unrestricted	51,304,563	-	51,304,563
TOTAL NET POSITION	\$ 341,283,144	\$ -	\$ 341,283,144

The Notes to Basic Financial Statements are an integral part of these statements.

Denton County Transportation Authority
Statements of Net Position
September 30, 2019

	DCTA	NTMC	Total
ASSETS			
Current assets:			
Cash and cash equivalents	\$ 23,923,017	\$ 363,449	\$ 24,286,466
Restricted cash and cash equivalents	991,248	-	991,248
Investments	5,010,601	-	5,010,601
Receivables	7,628,122	-	7,628,122
Prepaid expenses	269,399	-	269,399
Inventories	48,279	-	48,279
Total current assets	37,870,666	363,449	38,234,115
Noncurrent assets:			
Land and construction in progress	37,930,796	-	37,930,796
Other capital assets, net of accumulated depreciation/amortization	281,623,522	-	281,623,522
Total noncurrent assets	319,554,318	-	319,554,318
TOTAL ASSETS	357,424,984	363,449	357,788,433
DEFERRED OUTFLOWS OF RESOURCES			
Related to TCDRS pension	369,652	-	369,652
Total deferred outflows of resources	369,652	-	369,652
LIABILITIES			
Current liabilities:			
Accounts payable and accrued expenses	2,906,785	363,449	3,270,234
Retainage payable	605,405	-	605,405
Unearned revenue	94,683	-	94,683
Easement obligation- current portion	100,000	-	100,000
Bonds payable-current portion	1,870,000	-	1,870,000
Total current liabilities	5,576,873	363,449	5,940,322
Noncurrent liabilities:			
Easement obligation	900,000	-	900,000
Net pension liability	109,285	-	109,285
Bonds payable	23,360,000	-	23,360,000
Total noncurrent liabilities	24,369,285	-	24,369,285
Total liabilities	29,946,158	363,449	30,309,607
DEFERRED INFLOWS OF RESOURCES			
Related to TCDRS pension	47,683	-	47,683
Total deferred inflows of resources	47,683	-	47,683
NET POSITION			
Net investment in capital assets	293,688,041	-	293,688,041
Unrestricted	34,112,754	-	34,112,754
TOTAL NET POSITION	\$ 327,800,795	\$ -	\$ 327,800,795

The Notes to Basic Financial Statements are an integral part of these statements.

Denton County Transportation Authority

Statements of Revenues, Expenses and Changes in Net Position

Year Ended September 30, 2020

	DCTA	NTMC	Total
OPERATING REVENUES			
Passenger revenue	\$ 833,637	\$ -	\$ 833,637
Contract services	3,378,826	-	3,378,826
Other	427,460	-	427,460
Total operating revenues	4,639,923	-	4,639,923
OPERATING EXPENSES			
Salaries, wages and benefits	4,398,509	7,211,425	11,609,934
Outsourced services and charges	4,683,164	201,117	4,884,281
Materials and supplies	1,922,266	-	1,922,266
Purchased transportation services	10,091,453	-	10,091,453
Utilities	431,838	-	431,838
Insurance	1,656,122	127,872	1,783,994
Leases & rentals	226,632	-	226,632
Employee development	170,770	15,013	185,783
	23,580,754	7,555,427	31,136,181
Depreciation and amortization	9,558,814	-	9,558,814
Total operating expenses	33,139,568	7,555,427	40,694,995
NET OPERATING LOSS	(28,499,645)	(7,555,427)	(36,055,072)
NON-OPERATING REVENUES (EXPENSES)			
Sales tax revenue	29,817,365	-	29,817,365
Transit system operating assistance grants	16,843,203	-	16,843,203
Investment income	320,793	-	320,793
Interest expense	(909,134)	-	(909,134)
Gain (loss) on disposal of assets	(7,482)	-	(7,482)
Total non-operating revenue (expenses)	46,064,745	-	46,064,745
INCOME (LOSS) BEFORE CAPITAL GRANTS/TRANSFERS	17,565,100	(7,555,427)	10,009,673
GRANTS FOR CAPITAL IMPROVEMENTS	3,472,676	-	3,472,676
TRANSFERS			
Transfers in	-	7,555,427	7,555,427
Transfers out	(7,555,427)	-	(7,555,427)
Change in net position	13,482,349	-	13,482,349
NET POSITION, beginning of year	327,800,795	-	327,800,795
NET POSITION, end of year	\$ 341,283,144	\$ -	\$ 341,283,144

The Notes to Basic Financial Statements are an integral part of these statements.

Denton County Transportation Authority

Statements of Revenues, Expenses and Changes in Net Position

Year Ended September 30, 2019

	DCTA	NTMC	Total
OPERATING REVENUES			
Passenger revenue	\$ 1,357,691	\$ -	\$ 1,357,691
Contract services	4,201,278	-	4,201,278
Other	210,198	-	210,198
Total operating revenues	5,769,167	-	5,769,167
OPERATING EXPENSES			
Salaries, wages and benefits	9,681,725	2,685,968	12,367,693
Outsourced services and charges	6,173,872	28,449	6,202,321
Materials and supplies	2,445,770	-	2,445,770
Purchased transportation services	9,755,585	-	9,755,585
Utilities	445,809	-	445,809
Insurance	1,655,084	42,105	1,697,189
Leases & rentals	221,903	-	221,903
Employee development	278,188	3,780	281,968
	30,657,936	2,760,302	33,418,238
Depreciation and amortization	9,813,483	-	9,813,483
Total operating expenses	40,471,419	2,760,302	43,231,721
NET OPERATING LOSS	(34,702,252)	(2,760,302)	(37,462,554)
NON-OPERATING REVENUES (EXPENSES)			
Sales tax revenue	28,735,383	-	28,735,383
Transit system operating assistance grants	6,664,660	-	6,664,660
Investment income	597,793	-	597,793
Interest expense	(972,668)	-	(972,668)
Gain (loss) on disposal of assets	18,301	-	18,301
Total non-operating revenue (expenses)	35,043,469	-	35,043,469
INCOME (LOSS) BEFORE CAPITAL GRANTS	341,217	(2,760,302)	(2,419,085)
GRANTS FOR CAPITAL IMPROVEMENTS	4,187,777	-	4,187,777
TRANSFERS			
Transfers in	-	2,760,302	2,760,302
Transfers out	(2,760,302)	-	(2,760,302)
Change in net position	1,768,692	-	1,768,692
NET POSITION, beginning of year, as restated	326,032,103	-	326,032,103
NET POSITION, end of year	\$ 327,800,795	\$ -	\$ 327,800,795

The Notes to Basic Financial Statements are an integral part of these statements.

Denton County Transportation Authority
Statements of Cash Flows
Year Ended September 30, 2020

	DCTA	NTMC	Total
CASH FLOWS FROM OPERATING ACTIVITIES			
Receipts from customers and users	\$ 5,345,808	\$ (863)	\$ 5,344,945
Payments to suppliers	(19,316,800)	(310,383)	(19,627,183)
Payments to employees	(4,356,818)	(7,200,240)	(11,557,058)
Net cash used by operating activities	(18,327,810)	(7,511,486)	(25,839,296)
CASH FLOWS FROM NON-CAPITAL FINANCING ACTIVITIES			
Sales tax received	29,259,386	-	29,259,386
Operating grant reimbursements	14,212,860	-	14,212,860
Transfers in	-	7,555,427	7,555,427
Transfers out	(7,555,427)	-	(7,555,427)
Net cash provided by non-capital financing activities	35,916,819	7,555,427	43,472,246
CASH FLOWS FROM CAPITAL AND RELATED FINANCING ACTIVITIES			
Contributions and grants for capital improvements	3,480,939	-	3,480,939
Principal paid on bonds	(1,870,000)	-	(1,870,000)
Acquisition and construction of capital assets	(4,184,232)	-	(4,184,232)
Proceeds from sale of capital improvements	68,124	-	68,124
Interest paid on bonds	(909,134)	-	(909,134)
Net cash used by capital and related financing activities	(3,414,303)	-	(3,414,303)
CASH FLOWS FROM INVESTING ACTIVITIES			
Purchase of investment securities	(5,053,745)	-	(5,053,745)
Interest received on investments	320,793	-	320,793
Proceeds from sale of investments	5,000,000	-	5,000,000
Net cash provided by investing activities	267,048	-	267,048
Net increase in cash and cash equivalents	14,441,754	43,941	14,485,695
CASH AND CASH EQUIVALENTS, beginning of year	24,914,265	363,449	25,277,714
CASH AND CASH EQUIVALENTS, end of year	\$ 39,356,019	\$ 407,390	\$ 39,763,409

The Notes to Basic Financial Statements are an integral part of these statements.

Denton County Transportation Authority
Statements of Cash Flows – Continued
Year Ended September 30, 2020

	<u>DCTA</u>	<u>NTMC</u>	<u>Total</u>
RECONCILIATION OF OPERATING LOSS TO NET			
CASH USED BY OPERATING ACTIVITIES			
Operating loss	\$ (28,499,645)	\$ (7,555,427)	\$ (36,055,072)
Adjustments to reconcile operating loss to net cash used by operating activities:			
Depreciation and amortization expense	9,558,814	-	9,558,814
Change in operating assets and liabilities:			
Operating accounts receivable	744,110	(863)	743,247
Prepaid expenses	74,958	-	74,958
Fuel inventory	18,474	-	18,474
Deferred outflows of resources related to TCDRS pension	79,205	-	79,205
Operating accounts payable	(227,987)	33,619	(194,368)
Accrued payroll and payroll related items	75,347	11,185	86,532
Unearned revenue	(38,225)	-	(38,225)
Deferred inflows of resources related to TCDRS pension	22,413	-	22,413
Net pension liability (asset)	(135,274)	-	(135,274)
Net cash used by operating activities	<u>\$ (18,327,810)</u>	<u>\$ (7,511,486)</u>	<u>\$ (25,839,296)</u>
RECONCILIATION OF CASH AND CASH			
EQUIVALENTS TO STATEMENTS OF NET POSITION			
Cash and cash equivalents	\$ 38,506,232	\$ 407,390	\$ 38,913,622
Restricted cash	849,787	-	849,787
	<u>\$ 39,356,019</u>	<u>\$ 407,390</u>	<u>\$ 39,763,409</u>

The Notes to Basic Financial Statements are an integral part of these statements.

Denton County Transportation Authority
Statements of Cash Flows
Year Ended September 30, 2019

	DCTA	NTMC	Total
CASH FLOWS FROM OPERATING ACTIVITIES			
Receipts from customers and users	\$ 5,075,250	\$ -	\$ 5,075,250
Payments to suppliers	(19,383,743)	(69,686)	(19,453,429)
Payments to employees	(10,027,697)	(2,327,167)	(12,354,864)
Net cash used by operating activities	(24,336,190)	(2,396,853)	(26,733,043)
CASH FLOWS FROM NON-CAPITAL FINANCING ACTIVITIES			
Sales tax received	28,685,878	-	28,685,878
Operating grant reimbursements	7,236,213	-	7,236,213
Transfers in	-	2,760,302	2,760,302
Transfers out	(2,760,302)	-	(2,760,302)
Net cash provided by non-capital financing activities	33,161,789	2,760,302	35,922,091
CASH FLOWS FROM CAPITAL AND RELATED FINANCING ACTIVITIES			
Contributions and grants for capital improvements	3,375,829	-	3,375,829
Principal paid on bonds	(1,790,000)	-	(1,790,000)
Acquisition and construction of capital assets	(6,013,949)	-	(6,013,949)
Proceeds from sale of capital improvements	18,301	-	18,301
Interest paid on bonds	(972,668)	-	(972,668)
Net cash used by capital and related financing activities	(5,382,487)	-	(5,382,487)
CASH FLOWS FROM INVESTING ACTIVITIES			
Purchase of investment securities	(5,549,476)	-	(5,549,476)
Interest received on investments	597,793	-	597,793
Proceeds from sale of investments	4,500,000	-	4,500,000
Net cash used by investing activities	(451,683)	-	(451,683)
Net increase in cash and cash equivalents	2,991,429	363,449	3,354,878
CASH AND CASH EQUIVALENTS, beginning of year	21,922,836	-	21,922,836
CASH AND CASH EQUIVALENTS, end of year	\$ 24,914,265	\$ 363,449	\$ 25,277,714

The Notes to Basic Financial Statements are an integral part of these statements.

Denton County Transportation Authority
Statements of Cash Flows – Continued
Year Ended September 30, 2019

	<u>DCTA</u>	<u>NTMC</u>	<u>Total</u>
RECONCILIATION OF OPERATING LOSS TO NET			
CASH USED BY OPERATING ACTIVITIES			
Operating loss	\$ (34,702,252)	\$ (2,760,302)	\$ (37,462,554)
Adjustments to reconcile operating loss to net cash used by operating activities:			
Depreciation and amortization expense	9,813,483	-	9,813,483
Change in operating assets and liabilities:			
Operating accounts receivable	(730,400)	-	(730,400)
Prepaid expenses	(166,441)	-	(166,441)
Fuel inventory	(11,852)	-	(11,852)
Deferred outflows of resources related to TCDRS pension	(104,753)	-	(104,753)
Operating accounts payable	1,770,761	4,648	1,775,409
Accrued payroll and payroll related items	(326,167)	358,801	32,634
Unearned revenue	36,483	-	36,483
Deferred inflows of resources related to TCDRS pension	(23,097)	-	(23,097)
Net pension liability	108,045	-	108,045
Net cash used by operating activities	<u>\$ (24,336,190)</u>	<u>\$ (2,396,853)</u>	<u>\$ (26,733,043)</u>
RECONCILIATION OF CASH AND CASH			
EQUIVALENTS TO STATEMENTS OF NET POSITION			
Cash and cash equivalents	\$ 23,923,017	\$ 363,449	\$ 24,286,466
Restricted cash	991,248	-	991,248
	<u>\$ 24,914,265</u>	<u>\$ 363,449</u>	<u>\$ 25,277,714</u>

The Notes to Basic Financial Statements are an integral part of these statements.

Denton County Transportation Authority

Notes to Financial Statements

Note 1. Organization and Summary of Significant Accounting Policies

The accounting policies of Denton County Transportation Authority (the Authority), as reflected in the accompanying financial statements for the fiscal year ended September 30, 2020, conform to accounting principles generally accepted in the United States of America (GAAP) for local governmental units, as prescribed by the Governmental Accounting Standards Board, and include applicable standards of the Financial Accounting Standards Board.

Financial Reporting Entity

The financial statements of the Authority include all governmental activities, organizations, and functions as required by accounting principles generally accepted in the United States of America.

The Authority is a coordinated county transportation authority of the State of Texas, created pursuant to Chapter 460 of the Texas Transportation Code. This legislation requires that a Service Plan, an outline of the services that could be provided by an authority confirmed by the voters, be developed by the transit authority. A Service Plan was developed and the Authority was confirmed by a public referendum held November 5, 2002. A second election was held in eight municipalities on September 13, 2003 for consideration and approval of a one-half percent sales and use tax. The sales and use tax and associated Service Plan passed in three cities: Denton, Highland Village, and Lewisville. Collection of the sales tax began on January 1, 2004.

The Board of Directors, which governs the Authority, consists of voting and non-voting members. As of September 30, 2020, the Board was composed of:

1. One voting member appointed by the governing body of each of the following cities; Denton, Highland Village, and Lewisville;
2. Two voting members appointed by the Denton County Commissioner's Court;
3. Six non-voting members to be designated by the remaining Denton County cities.

The following blended component unit is included in the accompanying financial statements. Blended component units, although legally separate entities, are in substance, part of the Authority's operations.

North Texas Mobility Corporation (NTMC) was incorporated on April 1, 2019, and is governed by a five-member board appointed by the Authority's Board of Directors. Although it is a legally separate entity, NTMC is reported as if it were part of the Authority because its sole purpose is to manage and operate transit services for the Authority. Separate financial statements are not available.

Fund Accounting

The fund financial statements provide reports on the financial condition and results of operations for the two funds of the Authority. The Authority considers both funds major and reports their financial condition and results of operations in a separate column.

The Authority reports the following major proprietary funds:

- DCTA is the primary operating fund of the Authority. This fund is used to account for all financial resources of the government, except those required to be accounted for in NTMC. All tax revenues and other receipts are accounted for in this fund. General operating expenditures, fixed charges and capital improvement costs not paid through NTMC are paid from DCTA.
- NTMC is a blended component unit. This fund is used to account for all employee-related operations associated with bus services.

Denton County Transportation Authority

Notes to Financial Statements

Basis of Accounting

The activities of the Authority are similar to those of proprietary funds of local jurisdictions and are therefore reported as an enterprise fund. The activities are accounted for on a flow of economic resources measurement focus and the accrual basis of accounting.

Revenues are recognized in the accounting period in which they are earned, and expenses are recorded at the time liabilities are incurred. Enterprise funds distinguish operating revenues and expenses from non-operating items. Operating revenues and expenses generally result from providing services and delivering goods in connection with a proprietary fund's principal ongoing operations. The Authority's principal operating revenues are derived from charges to customers for sales and services. Operating expenses include the cost of sales and services, administrative expenses, and depreciation on capital assets. All revenues and expenses not meeting this definition are reported as non-operating revenues and expenses.

All dollar amounts, unless otherwise noted, are in whole dollars. References to years 2020 and 2019 are for the fiscal years ended September 30, 2020 and 2019.

When both restricted and unrestricted resources are available and permissible for use, it is the Authority's policy to use restricted resources first. The unrestricted resources are used as they are needed.

Cash and Cash Equivalents

Cash and cash equivalents consist of cash on hand, demand deposits, and short-term investments with maturities of three months or less when purchased. Cash and cash equivalents are valued at cost which is substantially equal to the fair value.

Receivables

Receivables consist primarily of amounts due to the Authority from sales tax collections, federal grants, and customer billings. Management does not believe any credit risk exists related to these receivables. Management evaluates the receivables to determine if an allowance for doubtful accounts should be established and considers the collection history, the aging of the accounts, and other specific information known to management that may affect collectability. Based upon this assessment, management has determined that an allowance is not necessary.

Prepaid Expenses

Prepaid expenses consist primarily of insurance payments, which are amortized over the policy period, and prepaid rents.

Inventory

The Authority purchases and maintains its own fuel inventory, which is valued by volume on a monthly basis using a first-in, first-out inventory costing method.

Restricted Assets

Restricted assets consist of unspent proceeds from capital grants and bonds and are held as cash and cash equivalents.

Denton County Transportation Authority

Notes to Financial Statements

Investments

The investment policies of the Authority are governed by the Public Funds Investment Act, Chapter 2256 of the Texas Government Code. The Authority's funds are managed and invested based on safety, liquidity, diversification, and yield. Investments are stated at fair value. Realized and unrealized gains and losses are reflected in the statement of revenues, expenses, and changes in net position.

Capital Assets

All capital assets are stated at historical cost. Capital assets are defined as assets which:

1. Have a useful life of more than one year and a unit cost greater than \$5,000;
2. Have a unit cost of \$5,000 or less, but are part of a network or combined unit of property; or
3. Facilities or equipment with a useful life of at least one year, which are eligible for capital assistance, and paid for with grant funding.

Maintenance and repair expenditures which substantially improve or extend the useful life of property are capitalized. The cost of routine maintenance and repairs is expensed as incurred. Interest incurred as a result of construction in progress and contracts with durations over one year is capitalized.

The provision for depreciation of transportation property and equipment is calculated under the straight-line method using the respective estimated useful lives of major asset classifications, as follows:

Rail system	20-50 years
Land improvements	25 years
Transportation vehicles:	
Bus	5-12 years
Paratransit	4-5 years
Rail	50 years
Transportation equipment	3-7 years
Office equipment	3 years

Except for sales of assets in which the unit fair value is less than \$5,000, proceeds from the sale of property, facilities, and equipment purchased with funds provided by federal grants for capital expenditures are remitted to the Federal Transit Administration (FTA) on the same percentage basis that such funds were provided by grant contracts with the FTA.

The transit system operated by the Authority includes certain facilities owned by others. The Authority has contractual rights to operate these facilities under the terms of the authorizing legislation and other agreements.

Intangible assets are stated at historical cost net of accumulated amortization. The intangible asset consists of a rail operating easement for the purpose of constructing, installing, maintaining, and operating a modern rail passenger system.

Current Liabilities

The Authority has not formally restricted cash funds to pay current operating liabilities, but has adequate cash and investments to satisfy these obligations. Construction contracts payable will be satisfied with unrestricted cash.

Denton County Transportation Authority

Notes to Financial Statements

Compensated Absences

Employees receive compensation for vacations, holidays, illness, personal days, and certain other qualifying absences. The number of days compensated for the various categories of absence is based on length of service. Sick days and vacation days that have been earned, but not paid, have been accrued in the accompanying financial statements. Compensation for holidays and other qualifying absences are not accrued in the accompanying financial statements as rights to such compensation do not accumulate or vest.

Unearned Revenue

The University of North Texas (UNT) and North Central Texas College (NCTC) have contracted with the Authority during fiscal years 2020 and 2019 to provide transportation for faculty, staff, and students through the Connect service. The universities have paid for this service in advance and, in addition, the Authority sells semester and annual passes. The Authority recognizes the revenue through straight-line amortization over the respective period. At September 30, 2020 and 2019, the Authority has received \$56,458 and \$94,683 in advance payments respectively.

Net Position

Net Position is displayed in two components as follows:

Net Investment in Capital Assets – This consists of capital assets, net of accumulated depreciation and related debt.

Unrestricted – This consists of net position that does not meet the definition of "restricted" or "net investment in capital assets."

Operating Revenues

Passenger revenue consists of farebox collections, the sale of passes, and amortization of unearned revenue. Farebox revenue is recorded at the time service is performed. Revenue from the sale of passes is recorded at the time of the sale. Unearned revenue from advance payments on contracts is amortized straight-line over the respective period.

Contract service revenue is related to providing transit services to third parties on a contractual basis. Contract service revenue is recorded in the period earned. The Authority provides contract services for UNT, NCTC, the City of Frisco, the McKinney Urban Transit District, the City of Coppell, and partners with Trinity Metro on the North Texas Xpress. The contract with NCTC expired July 31, 2020.

Classification of Revenues and Expenses

The Authority classifies its revenues as either operating or non-operating. Operating revenues include activities from the sale of transit services. Non-operating revenue is revenue not associated with the operations of the Authority transit service and includes grant income, investment income, and income from sales and use tax collections.

Operating expenses will be incurred for activities related to providing public transportation services. Such activities include transportation, maintenance, depreciation on capital assets, and general and administrative functions. Non-operating expenses include bad debt expense and interest expense.

Denton County Transportation Authority

Notes to Financial Statements

Pensions

For purposes of measuring the net pension liability, pension related deferred outflows and inflows of resources, and pension expense, Authority specific information about its Fiduciary Net Position in the Texas County and District Retirement System (TCDRS) and additions to/deductions from the Authority's Fiduciary Net Position have been determined on the same basis as they are reported by TCERS. For this purpose, plan contributions are recognized in the period that compensation is reported for the employee, which is when contributions are legally due. Benefit payments and refunds are recognized when due and payable in accordance with the benefit terms. Investments are reported at fair value. Information regarding the Authority's Total Pension Liability is obtained from TCERS through a report prepared for the Authority by TCERS consulting actuary, Milliman, in compliance with Governmental Accounting Standards Board (GASB) Statement No. 68, Accounting and Financial Reporting for Pensions.

Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities as of the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results may differ from those estimates.

Financial Instruments and Credit Risk

In accordance with the Texas Public Funds Investment Act and the Authority's investment policy, the Authority invests in obligations of the United States or its agencies and instrumentalities. These financial instruments subject the Authority to limited credit risk.

Credit risk with respect to trade and other receivables is limited as they are primarily due from the State of Texas for sales tax collections and other city and state governmental units in the State of Texas.

Note 2. Budgetary Data

Section 460 of the Texas Transportation Code requires the Authority to create an annual budget. The Authority maintains control over operating expenditures by the establishment of the annual operating budget. Budgets are prepared on the accrual basis for DCTA and NTMC consistent with accounting principles generally accepted in the United States of America. Annual proposed operating and capital budgets are prepared by management, presented to Denton County residents at public meetings, and reviewed by the Board of Directors prior to adoption of the final budget in September. The operating and capital budgets follow the same preparation and review cycle.

Operating budget appropriations terminate at the end of the fiscal year. Capital budget amounts are not included in the accompanying financial statements. Capital budget amounts are budgeted over the life of the respective project, not on an annual basis.

Denton County Transportation Authority

Notes to Financial Statements

During the course of the annual budget cycle, it may be necessary to modify the budget by a process of amendment or transfer. For example, modifications may be required because of changes in the purpose, description, terms and conditions, or changes in the cost of an approved service or item. All budget amendments require approval by the Board of Directors. Budget transfers may be authorized by the Authority President/CEO and reported to the Board. The Board of Directors monitors, reviews, and accepts the monthly and year to date unaudited financial statements with budget comparisons and explanations of material variances.

Note 3. Service Agreements

From October 1, 2014 to June 2, 2019, the Authority maintained a management contract with First Transit, Inc. as an independent contractor to manage the operation of the Authority's bus operations and maintenance in the Denton County urban area. Under the direction of the Authority's staff and guidance of its policy, First Transit, Inc. provided a qualified and experienced General Manager and Assistant General Manager and home office support personnel to perform all services and functions necessary to ensure effective and efficient management and administration of the transit system including new and expanded services. The management contract was terminated on June 2, 2019.

On October 1, 2016, DCTA entered into a contract with First Transit Inc. for rail operations and maintenance. This contract includes management fees, maintenance of way, vehicle maintenance, train hours and car miles. The contract is accounted for under Purchased Transportation. Additionally, DCTA and DART entered into an interlocal operating agreement for ticket vending machine services and train platform maintenance.

Note 4. Cash, Cash Equivalents, and Investments

Cash and Cash Equivalents

The Authority's cash and cash equivalents are deposited in various accounts as allowed by the Texas Public Funds Investment Act and the Authority's investment policy. The custodial credit risk for deposits is the risk that in the event of a bank failure, the Authority deposits may not be recovered. Balances for these accounts are insured by the Federal Depository Insurance Corporation, and the deposits in excess of the insured amount are collateralized by pledged book entry securities held in a securities account at a Federal Reserve Bank in the Authority's name by a third party or were invested in U.S. Government Securities as allowed by the Texas Public Funds Investment Act.

The Board adopted a policy to designate three months' operating expenses as a reserve to address unanticipated emergencies, a sales tax stabilization fund, fuel stabilization, and a capital/infrastructure reserve. These reserves may be allocated by the approval of the Board. At September 30, 2020 and 2019, the reserves are as follows:

	2020	2019
Operating reserve	\$ 8,069,817	\$ 8,487,437
Sales tax stabilization	804,161	853,505
Fuel stabilization	450,000	450,000
Capital/infrastructure	4,000,000	4,000,000

Denton County Transportation Authority

Notes to Financial Statements

At year-end, cash, cash equivalents and investments consist of the following:

	September 30, 2020	September 30, 2019
Cash and cash equivalents		
Demand deposits	\$ 73,632	\$ 47,703
Sweep repurchase agreements	244,916	69,571
Money market account	839,856	969,128
TexSTAR	38,605,005	24,191,312
	<u>39,763,409</u>	<u>25,277,714</u>
Investments		
U.S. Treasury Notes	1,012,070	-
FHLB	4,052,276	2,510,221
FHLMC	-	2,500,380
	<u>\$ 44,827,755</u>	<u>\$ 30,288,315</u>
Reconciliation		
Cash and cash equivalents	\$ 38,913,622	\$ 24,286,466
Restricted cash and cash equivalents	849,787	991,248
Investments	5,064,346	5,010,601
	<u>\$ 44,827,755</u>	<u>\$ 30,288,315</u>

Investments

Interest rate risk is the risk that changes in interest rates of debt investments will adversely affect the fair value of an investment. The Authority's investment policy limits investment maturities to two years as a means of managing its exposure to fair value losses arising from increasing interest rates. In addition, the policy limits weighted average maturity of the overall portfolio to eighteen months.

Credit risk is the risk that an issuer of an investment will not fulfill its obligation to the holder of the investment. This is measured by the assignment of a rating by a nationally recognized statistical rating organization. The Authority does not contain in its investment policy a formal policy regarding credit risk.

As authorized by the Authority's investment policy and in accordance with the Texas Public Funds Investment Act, cash equivalents and investments were invested in U.S. Government Agency Securities, U.S. Treasury Notes and TexSTAR. TexSTAR is administered by HilltopSecurities and J.P. Investment Management, Inc. TexSTAR is a local government investment pool created under the Interlocal Cooperation Act specifically tailored to meet Texas state and local government investment objectives of preservation of principal, daily liquidity, and competitive yield. The fund is rated AAAM by Standard and Poor's and maintains a weighted average maturity of 60 days or less, with a maximum maturity of 13 months for any individual security. The fund seeks to maintain a constant dollar objective and fulfills all of the requirements of the Texas Public Funds Investment Act for local government investment pools.

Denton County Transportation Authority

Notes to Financial Statements

The Authority categorizes its fair value measurements within the fair value hierarchy established by generally accepted accounting principles. GASB Statement No. 72, *Fair Value Measurement and Application*, provides a framework for measuring fair value which establishes a three-level fair value hierarchy that describes the inputs that are used to measure assets and liabilities.

- Level 1 inputs are quoted prices (unadjusted for identical assets or liabilities in active markets that a government can access at the measurement date)
- Level 2 inputs are inputs, other than quoted prices included within Level 1 that are observable for an asset or liability, either directly or indirectly
- Level 3 inputs are unobservable inputs for an asset or liability

The fair value hierarchy gives the highest priority to Level 1 inputs and the lowest priority to Level 3 inputs. If a price for an identical asset or liability is not observable, a government should measure fair value using another valuation technique that maximizes the use of relevant observable inputs and minimizes the use of unobservable inputs. If the fair value of an asset or liability is measured using inputs from more than one level of the fair value hierarchy, the measurement is considered to be based on the lowest priority level input that is significant to the entire measurement.

The Authority has recurring fair value measurements as presented in the table below. The Authority's investment balances and weighted average maturity of such investments are as follows:

	September 30, 2020	Quoted Prices of Investments in Active Markets Level 1	Quoted Prices of Similar Investments in Active Markets/Quoted Prices of Identical Investments in Inactive Markets Level 2	Unobservable Inputs Level 3	Weighted Average Maturity Days	Standard & Poor's Credit Rating
Cash and Cash Equivalents:						
Bank Deposits	\$ 1,158,404	\$ -	\$ -	\$ -	N/A	N/A
Investments not subject to Fair Value						
Investment Pools:						
TexStar	38,605,005	-	-	-	1 day	AAAm
Investments by Fair Value Level:						
U.S. Government Agency Securities:						
FHLB	4,052,276	-	4,052,276	-	254 days	AA+
U.S. Treasury Notes	1,012,070	-	1,012,070	-	197 days	AAA
Total	\$ 44,827,755	\$ -	\$ 5,064,346	\$ -		

	September 30, 2019	Quoted Prices of Investments in Active Markets Level 1	Quoted Prices of Similar Investments in Active Markets/Quoted Prices of Identical Investments in Inactive Markets Level 2	Unobservable Inputs Level 3	Weighted Average Maturity Days	Standard & Poor's Credit Rating
Cash and Cash Equivalents:						
Bank Deposits	\$ 1,086,402	\$ -	\$ -	\$ -	N/A	N/A
Investments not subject to Fair Value						
Investment Pools:						
TexStar	24,191,312	-	-	-	1 day	AAAm
Investments by Fair Value Level:						
U.S. Government Agency Securities:						
FHLB	2,510,221	-	2,510,221	-	344 days	AA+
FHLMC	2,500,380	-	2,500,380	-	263 days	AA+
Total	\$ 30,288,315	\$ -	\$ 5,010,601	\$ -		

Denton County Transportation Authority

Notes to Financial Statements

Investment Pools are measured at amortized cost or net asset value and are exempt from fair value reporting. The Authority has no unfunded commitments related to the investment pools.

TexSTAR is duly chartered by the State of Texas Interlocal Cooperation Act, is administered by Hilltop Securities, Inc. and J.P. Morgan Investment Management, Inc. (JPMIM), and managed by JPMIM, who provides custody and investment management. The primary objectives of TexSTAR are, in order of priority, preservation and protection of principal, maintenance of sufficient liquidity to meet Participants' needs, and yield. The portfolio will maintain a dollar-weighted average maturity that does not exceed 60 days and seeks to maintain a net asset value of \$1.00 per share. TexSTAR may invest in securities including: obligations of the United States or its agencies and instrumentalities, including the Federal Home Loan Banks; other obligations which are unconditionally guaranteed or insured by the U.S.; fully collateralized repurchase agreements with a defined termination date and unconditionally guaranteed or insured by the U.S. or its agencies and instrumentalities; and SEC-registered no-load money-market fund which meet the requirements of the Public Funds Investment Act. The investment pool has a redemption notice period of one day and no maximum transaction amounts. The investment pools' authorities may only impose restrictions on redemptions in the event of a general suspension of trading on major securities market, general banking moratorium or national or state emergency that affects the pools' liquidity.

As of September 30, 2020, the Authority utilized the recurring fair value measurements for U.S. Government Agency Securities of \$4,052,276 and U.S. Treasury Notes of \$1,012,070, and U.S. Government Agency Securities of \$5,010,601, as of September 30, 2019, valued using quoted prices for similar assets in active markets (Level 2).

Note 5. Receivables

Receivables at September 30, 2020 and 2019 consisted of the following:

	2020	2019
Operating:		
Ticket, token and other receivables	\$ 755,056	\$ 1,498,303
Sales tax	5,422,458	4,864,479
Grants receivable	3,887,420	1,265,340
Total	\$ 10,064,934	\$ 7,628,122

Denton County Transportation Authority

Notes to Financial Statements

Note 6. Capital Assets

Changes in capital assets for the fiscal years ended September 30, 2020 and 2019 are:

	Balance, September 30, 2019	Increases	Decreases	Transfers	Balance, September 30, 2020
Capital assets, not being depreciated:					
Land	\$ 17,394,147	\$ -	\$ -	\$ -	\$ 17,394,147
Construction in progress	20,536,649	4,064,163	-	(4,586,481)	20,014,331
Total capital assets not being depreciated	37,930,796	4,064,163	-	(4,586,481)	37,408,478
Capital assets, being depreciated/amortized:					
Rail system	283,178,861	-	-	-	283,178,861
Land improvements	9,017,865	-	-	3,148,918	12,166,783
Vehicles and operating equipment	12,698,163	-	(113,411)	-	12,584,752
Office furniture and equipment	5,567,482	35,700	(5,328)	1,437,563	7,035,417
Facilities	31,760,649	-	-	-	31,760,649
Easement	16,997,155	-	-	-	16,997,155
Total capital assets being depreciated/amortized	359,220,175	35,700	(118,739)	4,586,481	363,723,617
Less accumulated depreciation/amortization for:					
Rail system	49,779,910	6,330,776	-	-	56,110,686
Land improvements	2,327,927	460,377	-	-	2,788,304
Vehicles and operating equipment	8,513,300	714,535	(37,804)	-	9,190,031
Office furniture and equipment	4,148,347	497,779	(5,329)	-	4,640,797
Facilities	4,895,163	705,490	-	-	5,600,653
Easement	7,932,006	849,857	-	-	8,781,863
Total accumulated depreciation	77,596,653	9,558,814	(43,133)	-	87,112,334
Total capital assets, being depreciated, net	281,623,522	(9,523,114)	-	4,586,481	276,611,283
Total capital assets, net	\$ 319,554,318	\$ (5,458,951)	\$ -	\$ -	\$ 314,019,761
	Balance September 30, 2018	Increases	Decreases	Transfers	Balance September 30, 2019
Capital assets, not being depreciated:					
Land	\$ 17,394,147	\$ -	\$ -	\$ -	\$ 17,394,147
Construction in progress	18,251,850	5,856,784	-	(3,571,985)	20,536,649
Total capital assets not being depreciated	35,645,997	5,856,784	-	(3,571,985)	37,930,796
Capital assets, being depreciated/amortized					
Rail system	283,178,861	-	-	-	283,178,861
Land improvements	6,874,492	-	-	2,143,373	9,017,865
Vehicles and operating equipment	11,444,904	-	(107,675)	1,360,934	12,698,163
Office furniture and equipment	5,426,024	73,780	-	67,678	5,567,482
Facilities	31,760,649	-	-	-	31,760,649
Easement	16,997,155	-	-	-	16,997,155
Total capital assets being depreciated/amortized	355,682,085	73,780	(107,675)	3,571,985	359,220,175
Less accumulated depreciation/amortization for					
Rail system	43,449,134	6,330,776	-	-	49,779,910
Land improvements	1,965,624	362,303	-	-	2,327,927
Vehicles and operating equipment	7,779,318	841,657	(107,675)	-	8,513,300
Office furniture and equipment	3,424,947	723,400	-	-	4,148,347
Facilities	4,189,674	705,489	-	-	4,895,163
Easement	7,082,148	849,858	-	-	7,932,006
Total accumulated depreciation	67,890,845	9,813,483	(107,675)	-	77,596,653
Total capital assets, being depreciated, net	287,791,240	(9,739,703)	-	3,571,985	281,623,522
Total capital assets, net	\$ 323,437,237	\$ (3,882,919)	\$ -	\$ -	\$ 319,554,318

Denton County Transportation Authority

Notes to Financial Statements

Primary capital asset expenditures in 2020 and 2019 relate to the construction of the A-train Rail Trail project, purchase of additional vehicles and improvements to the rail line, including implementation of Enhanced Automatic Train Control technology, which will move the agency towards compliance with Positive Train Control. See related commitment disclosure in Note 10.

In June 2010, the Authority acquired a rail operating easement for the purpose of constructing, installing, maintaining, and operating a modern passenger rail system for payments totaling \$16,950,000. As of September 30, 2020, \$16,050,000 had been paid to the Dallas Area Rapid Transit (DART). The remaining payments of \$900,000 will be paid in annual payments until the contract expires (See Note 10). The Authority's right under the contract will expire in June 2030, which is 20 years after the execution of the contract. Amortization of this asset is being recognized over the 20 year useful life on a straight-line basis and was \$847,500 for each of the years ended September 30, 2020 and 2019.

Note 7. Interfund Transfers

Interfund transfers are payments between funds that are designed to cover various operating and overhead expenses and to allocate charges for services performed by one fund on behalf of another fund. The transfers from DCTA to NTMC were \$7,555,427 and \$2,760,302 for the years ended September 30, 2020 and 2019, respectively.

Note 8. Pension, Retirement, and Deferred Compensation Plans

The Authority has a qualified deferred compensation defined contribution plan under the Internal Revenue Code Section 457 for full-time employees. AIG Valic is the administrator of the plan. Employees can make voluntary contributions in the plan through pretax payroll deductions up to the limits allowed by the Internal Revenue Code Section 457.

As of January 2012, the Authority became a member of Texas County and District Retirement System (TCDRS) and no longer contributes to the qualified deferred compensation defined contribution plan.

Plan Description: The Authority provides retirement, disability and death benefits for all of its fulltime employees through a nontraditional defined benefit pension plan in the TCDRS. The Board of Directors is responsible for the administration of the statewide agent multi-employer public employee defined benefit pension retirement system consisting of nearly 800 public employee defined benefit pension plans. TCDRS in the aggregate issues a comprehensive annual financial report (CAFR) on a calendar year basis. The CAFR is available upon written request from the board of trustees at P. O. Box 2034, Austin, Texas 78768-2034 or can be viewed at www.tcdrs.org.

Contributions: The deposit rate for employees is 4%, 5%, 6% or 7% of compensation, as adopted by the employer's governing body. Participating employers are required to contribute at actuarially determined rates to ensure adequate funding for each employer's plan. Employer contribution rates are determined annually and approved by the TCDRS Board of Trustees. Pursuant to state law, employers participating in the system must pay 100% of their actuarially determined required contributions on an annual basis. Each employer has the opportunity to make additional contributions in excess of its annual required contribution rate either by adopting an elected rate that is higher than the required rate or by making additional contributions on an ad hoc basis. Employers may make additional contributions to pay down their liabilities faster, pre-fund benefit enhancements and/or buffer against future adverse experience. In addition, employers annually review their plans and may adjust benefits and costs based on their local needs and budgets. Although accrued benefits may not be reduced, employers may reduce future benefit accruals and immediately reduce costs. Monthly contributions by the Authority are based on the covered payroll and the employer contribution rate in effect. For calendar years 2020 and 2019, the Authority made contributions of 6.31% and 6.27%, respectively.

Denton County Transportation Authority

Notes to Financial Statements

Employees covered by Benefit terms:

At December 31, 2019 valuation and investment date, the following employees were covered by the benefit terms:

Inactive employees or beneficiaries currently receiving benefits	1
Inactive employees entitled to but not yet receiving benefits	24
Active employees	42
Total	67

Actuarial Assumptions: The Total Pension Liability in the December 31, 2019 actuarial valuation was determined using the following actuarial assumptions:

Real rate of return	5.25%
Inflation	2.75%
Investment Rate of Return	8.00% per year

The assumed long-term investment return of 8% is net after investment and administrative expenses. It is assumed returns will equal the nominal annual rate of 8% for calculating the actuarial accrued liability and the normal cost contribution rate for the retirement plan of each participating employer.

The annual salary increase rates assumed for individual members vary by length of service and by entry-age group. The annual rates consist of a general wage inflation component of 3.25% (made up of 2.75% inflation and 0.5% productivity increase assumptions) and a merit, promotion and longevity component that on average approximates 1.6% per year for a career employee.

The actuarial assumptions that determined the total pension liability as of December 31, 2019 were based on the results of an actuarial experience study for the period January 1, 2013 - December 31, 2016, except where required to be different by GASB 68. Mortality for depositing members is based on 90% of the RP-2014 Active Employee Mortality Table for males and 90% of the RP-2014 Active Employee Mortality Table for females, projected with 110% of the MP-2014 Ultimate scale after 2014; for service retirees, beneficiaries and non-depositing members is based on the 130% of the RP-2014 Healthy Annuitant Mortality Table for males and 110% of the RP-2014 Healthy Annuitant Mortality Table for females, both projected with 110% of the MP-2014 Ultimate scale after 2014; and for disabled members is based on the 130% of the RP-2014 Disabled Annuitant Mortality Table for males and 115% of the RP-2014 Disabled Annuitant Mortality Table for females, both projected with 110% of the MP-2014 Ultimate scale after 2014.

The long-term expected rate of return on TCDRS assets is determined by adding expected inflation to expected long-term real returns, and reflecting expected volatility and correlation. The capital market assumptions and information shown below are provided by TCDRS' investment consultant, Cliffwater LLC. The numbers shown are based on April 2020 information for a 10-year time horizon. The valuation assumption for long-term expected return is re-assessed at a minimum of every four years, and is set based on a 30-year time horizon; the most recent analysis was performed in 2017.

Denton County Transportation Authority

Notes to Financial Statements

The target allocation and best estimates of arithmetic real rates of return for each major asset class are summarized in the following table:

Asset Class	Target Allocation	Geometric Real Rate of Return (Expected minus Inflation)
US Equities	14.5%	5.20%
Private Equity	20.0%	8.20%
Global Equities	2.5%	5.50%
International Equities-Developed	7.0%	5.20%
International Equities-Emerging	7.0%	5.70%
Investment-Grade Bonds	3.0%	-0.20%
Strategic Credit	12.0%	3.14%
Direct Lending	11.0%	7.16%
Distressed Debt	4.0%	6.90%
REIT Equities	3.0%	4.50%
Master Limited Partnerships	2.0%	8.40%
Private Real Estate Partnerships	6.0%	5.50%
Hedge Funds	8.0%	2.30%
Total	100.0%	

Discount Rate: The discount rate used to measure the Total Pension Liability was 8.10%. The projected fiduciary net position is projected to be sufficient to pay projected benefit payments in all future years; the discount rate for purposes of calculating the total pension liability and net pension liability of the employer is equal to the long-term assumed rate of return on investments. The discount rate reflects the long-term assumed rate of return on assets for funding purposes of 8.00%, net of all expenses, increased by 0.10% to be gross of administrative expenses.

Denton County Transportation Authority Notes to Financial Statements

Changes in Net Pension Liability (Asset):

	Increase (Decrease)		
	Total Pension Liability (a)	Plan Fiduciary Net Position (b)	Net Pension Liability (Asset) (a) - (b)
Balance at December 31, 2018	\$ 1,861,885	\$ 1,752,600	\$ 109,285
Changes for the year:			
Service cost	296,238	-	296,238
Interest on total pension liability	174,468	-	174,468
Effect of plan changes	-	-	-
Effect of economic/demographic gains or losses	51,919	-	51,919
Effect of assumptions changes or inputs	-	-	-
Refund of contributions	(5,920)	(5,920)	-
Benefit payments	(2,630)	(2,630)	-
Administrative expenses	-	(1,830)	1,830
Member contributions	-	159,880	(159,880)
Net investment income	-	287,455	(287,455)
Employer contributions	-	200,030	(200,030)
Other	-	12,364	(12,364)
Balance at December 31, 2019	\$ 2,375,960	\$ 2,401,949	\$ (25,989)

Sensitivity of the Net Pension Liability (Asset) to Changes in the Discount Rate: The following presents the net pension liability (asset) of the Authority, calculated using the discount rate of 8.10%, as well as what the Authority's net pension liability (asset) would be if it were calculated using a discount rate that is 1-percentage-point lower (7.10%) or 1-percentage-point higher (9.10%) than the current rate:

	1% Decrease in Discount Rate (7.10%)	Discount Rate (8.10%)	1% Increase in Discount Rate (9.10%)
Total pension liability	\$ 2,784,560	\$ 2,375,960	\$ 2,041,578
Fiduciary net pension	2,401,949	2,401,949	2,401,949
Net pension liability (asset)	\$ 382,611	\$ (25,989)	\$ (360,371)

Denton County Transportation Authority

Notes to Financial Statements

Pension Expense and Deferred Outflows of Resources and Deferred Inflows of Resources Related to Pensions:

For the years ended September 30, 2020 and 2019, the Authority recognized pension expense of \$172,966 and \$168,678, respectively.

At September 30, 2020, the Authority reported deferred outflows and inflows of resources related to pensions from the following sources:

	Deferred Inflows of Resources	Deferred Outflows of Resources
Differences between expected and actual economic experience	\$ 35,762	\$ 127,473
Changes in actuarial assumptions	-	8,061
Difference between projected and actual investment earnings	34,334	-
Contributions subsequent to the measurement date	-	154,913
Total	\$ 70,096	\$ 290,447

Deferred outflows of resources related to pensions resulting from contributions subsequent to the measurement date of \$154,913 will be recognized as a reduction of the net pension liability for the measurement year ending December 31, 2020 (i.e. recognized in the Authority's financial statements September 30, 2021). Other amounts reported as deferred outflows and inflows of resources related to pensions will be recognized in pension expense as follows:

Year Ended December 31,	Pension Expense Amount
2020	\$ 15,777
2021	13,204
2022	14,207
2023	(6,986)
2024	19,236
Thereafter	10,000
Total	\$ 65,438

Note 9. Bonds Payable

In December 2009, the Authority issued Sales Tax Revenue Refunding Bonds for \$20,890,000. This bond issuance refunds the \$20 million privately held bonds that were issued in 2008 and will allow the Authority to repay the bonds over 20 years versus a five-year repayment under the original issuance. Because of the early repayment, a \$727,000 interest penalty was incurred. The penalty was being amortized over the remaining life of the 2008 issuance and was paid in full as of September 30, 2013. This amount was financed through the refunding bonds. The Authority has pledged the sales tax revenues towards the repayment of the bonds. The first principal payment was made in September 2013 and annual installments continue through September 2029.

Denton County Transportation Authority

Notes to Financial Statements

In September 2011, the Authority issued Sales Tax Contractual Obligations for \$14,390,000. This issuance funds the acquisition of rail vehicles and the first phase of the new federal mandate for Positive Train Control. The first principal payment was made in September 2015 and annual installments continue through September 2031.

The annual debt service requirements are:

Fiscal Year Ending September 30,	Principal	Interest	Total
2021	\$ 1,955,000	\$ 840,861	\$ 2,795,861
2022	2,035,000	769,307	2,804,307
2023	2,125,000	694,818	2,819,818
2024	2,220,000	617,083	2,837,083
2025	2,320,000	535,944	2,855,944
2026-2030	11,490,000	1,333,551	12,823,551
2031	1,215,000	38,030	1,253,030
Total requirements	\$ 23,360,000	\$ 4,829,593	\$ 28,189,593

The following is a summary of changes in bonds payable of the Authority for the year ended September 30, 2020:

Balance at October 1, 2019	\$ 25,230,000
Additions	-
Reductions	(1,870,000)
Balance at September 30, 2020	\$ 23,360,000

The current portion of bonds payable is \$1,955,000 as of September 30, 2020. Interest is due semi-annually in March and September with the first payment paid on March 15, 2010. The bonds bear interest of 3.14% and 3.99%.

No interest was capitalized during the years ended September 30, 2020 and 2019.

The bond agreements require the Authority to establish and maintain a pledged revenue account and a bond fund account at a depository institution and segregate these accounts in the general ledger for the purpose of accumulating principal and interest when it becomes due and payable. At September 30, 2020 and 2019, the Authority was in compliance with this requirement.

Denton County Transportation Authority

Notes to Financial Statements

Note 10. Easement Obligation

In June 2010, the Authority entered into a rail operating easement agreement with DART. The easement obligation represents the remaining principal amounts payable under the agreement. Remaining requirements are as follows:

Fiscal Year Ending September 30,	Principal
2021	\$ 100,000
2022	100,000
2023	100,000
2024	100,000
2025	100,000
2026-2029	400,000
Total requirements	\$ 900,000

The current portion of the easement obligation is \$100,000 as of September 30, 2020 and 2019.

Note 11. Commitments and Contingencies

Risk Management

The Authority is exposed to various types of risk of loss including torts; theft of, damage to, or destruction of assets; errors or omissions; job-related illnesses or injuries to employees; natural disasters; and environmental occurrences.

The Authority is a participant in the Texas Municipal League Intergovernmental Risk Pool (TML-IRP) to provide insurance for errors and omission, general liability, workers' compensation, automobile liability, and physical damage coverage. TML-IRP was self-sustaining in 2020 and 2019 based on premiums charged so that total contributions plus earnings on the contributions will be sufficient to satisfy claims and liabilities.

Premiums are assessed based on the rates set by the Texas State Board of Insurance for each participating political subdivision's experience. The Authority has a \$10,000 deductible for errors and omissions liability with limits of \$3,000,000 per wrongful act and an annual aggregate of \$6,000,000. General liability coverage has no deductible with limits of \$1,000,000 per occurrence, \$1,000,000 per occurrence for sudden events involving pollution, and an annual aggregate of \$2,000,000. Worker's compensation coverage has no deductible. Automobile liability has a limit of \$5,000,000 per occurrence. The Authority's vehicles are insured for physical damage for collision and comprehensive coverage after a \$10,000 deductible. Real and personal property coverage has a \$10,000 deductible. Cyber Liability and Data Breach Response Coverage is also provided by TML-IRP for the following:

- Information Security, Privacy Liability, Website Media Content Liability - \$1,000,000 Aggregate limit, \$0 deductible;
- Privacy Breach Response Services - \$25,000 per incident and in the Aggregate, \$1,250 deductible per incident; and
- Regulatory Defense & Penalties/Payment Card Industry Fines and Expenses/Cyber Extortion/First Party Data Protection and Network Business Interruption – \$50,000 Aggregate limit; \$2,500 deductible per claim, \$5,000 Loss of Income Deductible.

Denton County Transportation Authority

Notes to Financial Statements

The Authority has a government crime policy with TML-IRP insuring against forgery and computer fraud up to \$1,000,000 in the aggregate. For the years ended September 30, 2020 and 2019, the Authority has not incurred any losses under this plan.

In addition to the coverages provided by TML-IRP, the Authority also carries Pollution Liability Coverage for its 16,000 gallon Underground Fuel Storage Tank (UST) permitted by the Texas Commission on Environmental Quality (TCEQ) and located at the Rail Operations & Maintenance Facility. The UST provides fleet re-fueling for the Authority's passenger rail vehicles. Mid-Continent Casualty Company is the insurance provider with the following coverages: \$1,000,000 each Pollution Incident for bodily injury, property damage and claim handling, \$2,000,000 Annual Aggregate, \$5,000 deductible.

The Authority's Excess Railroad Liability Insurance is provided through a multi-layer program with Steadfast Insurance Company, a member of Zurich Insurance Group, as the primary carrier with a policy limit of \$125,000,000 and \$2,000,000 self-insured retention and claims handling including defense costs. Prior to securing its own rail liability insurance coverage in October 2016, this coverage was provided via shared policy with DART and Trinity Metro which carried the Authority as an additional insured with the Authority sharing in the cost of the annual premium.

Litigation

The Authority has no pending lawsuits as of September 30, 2020.

State and Federal Grants

The Authority participates in several State and Federal grant programs, which are governed by various rules and regulations of the grantor agencies. Costs charged to these grant programs are subject to audit, approval, and adjustment by the grantor agencies, which could result in refunds to the grantor. It is management's opinion that the Authority has complied with substantially all of the requirements under the respective grants, and therefore, no provision has been recorded in the accompanying financial statements for such liabilities.

Commitments

At September 30, 2020, the Authority has the following outstanding commitments for large scale projects:

Rail purchased transportation services	\$ 74,417,327
"Spirit of Independence" shuttle buses	1,060,137
Positive train control system implementation	621,036
	<hr/>
	\$ 76,098,500
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Denton County Transportation Authority

Notes to Financial Statements

Operating Lease Agreements

The Authority has entered into certain operating lease agreements. All operating leases to which the Authority is currently a party will expire in fiscal year 2022. The total lease expense was \$321,903 for 2020 and \$321,903 for 2019. The lease payments by year are as follows:

	2021	2022	Total
Lease commitments			
Administration offices	\$ 117,846	\$ 119,747	\$ 237,593
Total lease commitments	\$ 117,846	\$ 119,747	\$ 237,593

Funding

These current expenditures, current contract commitments, and any future commitments will be funded by the Authority out of available cash and investments, future sales tax collections, federal grants, and debt financing.

Note 12. New Accounting Pronouncements

The GASB pronouncements effective in fiscal year 2020 and 2021 are listed as follows:

The GASB issued Statement No. 84: Fiduciary Activities, which will be effective for periods beginning after December 15, 2019. The objective of this Statement is to improve guidance regarding the identification of fiduciary activities for accounting and financial reporting purposes and how those activities should be reported. This Statement establishes criteria for identifying fiduciary activities of all state and local governments. The focus of the criteria generally is on (1) whether a government is controlling the assets of the fiduciary activity, and (2) the beneficiaries with whom a fiduciary relationship exists. Separate criteria are included to identify fiduciary component units and postemployment benefit arrangements that are fiduciary activities. This standard becomes effective for the Authority in fiscal year 2021. The Authority has not yet determined the impact of this statement.

The GASB issued Statement No. 90: Majority Equity Interests – an Amendment to GASB Statements No. 14 and No. 61. Statement 90 which will be effective for periods beginning after December 15, 2019. The primary objectives of this Statement is to improve the consistency and comparability of reporting a government's majority equity interest in a legally separate organization and to improve the relevance of financial statements information for certain component units. The Statement also requires that a component unit in which a government has a 100 percent equity interest account for its assets, deferred outflows of resources, liabilities, and deferred inflows of resources at acquisition value at the date the government acquired a 100 percent equity interest in the component unit. This standard will become effective for the Authority in fiscal year 2021. The Authority will evaluate the impact of the standard on its Financial Statements and will take the necessary steps to implement it.

Denton County Transportation Authority

Notes to Financial Statements

Note 13. Subsequent Events

The Authority has evaluated all events and transactions that occurred after September 30, 2020 through March 2, 2021, the date the financial statements were issued.

COVID-19

The extent of the operational and financial impact the COVID-19 pandemic may have on the Authority has yet to be determined and is dependent on its duration and spread, any related operational restrictions, and the overall economy. The Authority is unable to accurately predict how COVID-19 will affect the results of its operations in the 2020-2021 fiscal year because the virus' severity and the duration of the pandemic are uncertain.

Rail Operations and Maintenance

On October 31, 2020, Rio Grande Pacific Corporation assumed the contract in place of First Transit Inc. for rail operations and maintenance that is accounted for under Purchased Transportation.

Debt Refunding

On November 16, 2020, the Authority issued \$12,930,000 in 2020 series bonds for refunding of the 2009 series bonds.

Required Supplementary Information

Denton County Transportation Authority
Required Supplementary Information
Texas County and District Retirement System
Schedule of Changes in the Employer's Net Pension Liability and Related Ratios
(Unaudited)

	2014	2015	2016	2017	2018	2019
TOTAL PENSION LIABILITY						
Service cost	\$ 130,849	\$ 159,650	\$ 202,663	\$ 232,727	\$ 268,708	\$ 296,238
Interest (on the total pension liability)	37,882	60,290	70,330	102,436	138,144	174,468
Effect of plan changes	40,628	(26,820)	-	-	-	-
Effect of assumption changes or inputs	-	13,055	-	5,065	-	-
Effect of economic/demographic (gains) or losses	87,214	(95,366)	6,193	68,812	20,678	51,919
Benefit payments/refunds of contributions	(12,905)	(1,640)	(28,266)	(3,633)	(4,744)	(8,550)
Net Change in Total Pension Liability	283,668	109,169	250,920	405,407	422,786	514,075
Total Pension Liability - Beginning	389,935	673,603	782,772	1,033,692	1,439,099	1,861,885
TOTAL PENSION LIABILITY, ending (a)	\$ 673,603	\$ 782,772	\$ 1,033,692	\$ 1,439,099	\$ 1,861,885	\$ 2,375,960
PLAN FIDUCIARY NET POSITION						
Contributions - Employer	\$ 72,565	\$ 108,954	\$ 126,805	\$ 148,998	\$ 184,229	\$ 200,030
Contributions - Employee	78,874	92,022	104,798	122,330	149,818	159,880
Investment income net of investment expenses	25,740	(13,315)	55,555	152,471	(23,109)	287,455
Benefit payments/refunds of contributions	(12,905)	(1,640)	(28,266)	(3,633)	(4,744)	(8,550)
Administrative expense	(366)	(472)	(604)	(956)	(1,408)	(1,830)
Other	(27)	(57)	22,435	3,579	9,955	12,364
Net change in plan fiduciary net position	163,881	185,492	280,723	422,789	314,741	649,349
Plan fiduciary net position - beginning	384,974	548,855	734,347	1,015,070	1,437,859	1,752,600
PLAN FIDUCIARY NET POSITION, ending (b)	\$ 548,855	\$ 734,347	\$ 1,015,070	\$ 1,437,859	\$ 1,752,600	\$ 2,401,949
NET PENSION LIABILITY (ASSET), ending (a) - (b)	\$ 124,748	\$ 48,425	\$ 18,622	\$ 1,240	\$ 109,285	\$ (25,989)
Plan Fiduciary Net Position as a Percentage of						
Total Pension Liability	81.48%	93.81%	98.20%	99.91%	94.13%	101.09%
Covered payroll	\$ 1,577,470	\$ 1,840,437	\$ 2,095,950	\$ 2,446,606	\$ 2,996,341	\$ 3,197,604
Net pension liability as a percentage of covered employee payroll	7.91%	2.63%	0.89%	0.05%	3.65%	-0.81%

Notes to Schedule:

As of December 31 - Measurement date

Benefit changes: There were no changes of benefit terms that affected measurement of the total pension liability during the measurement period.

Changes of assumptions: No change in assumptions for 2019.

Only six years of data is presented in accordance with GASB 68, Paragraph 138. "The information for all periods for the 10-year schedules that are required to be presented as required supplementary information may not be available initially. In these cases, during the transition period, that information should be presented for as many years as are available. The schedules should not include information that is not measured in accordance with the requirements of this Statement."

Denton County Transportation Authority
Required Supplementary Information
Texas County and District Retirement System
Schedule of Employer Contributions
(Unaudited)

	2015	2016	2017	2018	2019	2020
Actuarially determined contribution by calendar year	\$ 72,565	\$ 108,954	\$ 126,805	\$ 148,998	\$ 184,229	\$ 200,030
Contributions in relation to the actuarially determined contribution by fiscal year	99,864	120,475	143,780	184,273	188,483	206,622
CONTRIBUTION DEFICIENCY (EXCESS)	\$ (27,299)	\$ (11,521)	\$ (16,975)	\$ (35,275)	\$ (4,254)	\$ (6,592)
Covered payroll by fiscal year	\$ 1,776,972	\$ 2,001,375	\$ 2,364,645	\$ 3,002,632	\$ 3,025,716	\$ 3,300,495
Contributions as a percentage of covered-employee payroll	5.62%	6.02%	6.08%	6.14%	6.23%	6.26%

Notes to Schedule:

Valuation date:

Actuarially determined contribution rates are calculated as of December 31, two years prior to the end of the fiscal year in which the contributions are reported.

Methods and assumptions used to determine contribution rates:

Actuarial Cost method	Entry Age
Amortization method	Level percentage of payroll, closed
Remaining amortization period	15.0 years
Asset valuation method	5-year smoothed market
Inflation	2.75%
Salary increases	Varies by age and service, 4.9% average over career including inflation.
Investment rate of return	8.00% net of administrative and investment expenses, including inflation
Retirement age	Members who are eligible for service retirement are assumed to commence receiving benefit payments based on age. The average age at service retirement for recent retirees is 61.
Mortality	130% of the RP-2014 Healthy Annuitant Mortality Table for males and 110% of the RP-2014 Healthy Annuitant Mortality for females, both projected with 110% of the MP-2014 Ultimate scale after 2014.

Only six years of data is presented in accordance with GASB 68, Paragraph 138. "The information for all periods for the 10-year schedules that are required to be presented as required supplementary information may not be available initially. In these cases, during the transition period, that information should be presented for as many years as are available. The schedules should not include information that is not measured in accordance with the requirements of this



SUPPLEMENTARY INFORMATION

Denton County Transportation Authority

Schedule of Revenues and Expenses – DCTA – Budget to Actual
Year Ended September 30, 2020 with Comparative Actual for 2019

	2020				2019
	Original Budget	Final Budget	Actual	Variance with Final Budget Over/(Under)	Actual
OPERATING REVENUES					
Passenger revenue	\$ 1,212,321	\$ 792,169	\$ 833,637	\$ 41,468	\$ 1,357,691
Contract services	4,416,160	3,398,779	3,378,826	(19,953)	4,201,278
Other	52,000	52,000	427,460	375,460	210,198
Total operating revenues	5,680,481	4,242,948	4,639,923	396,975	5,769,167
OPERATING EXPENSES					
Salaries, wages and benefits	4,996,191	4,670,896	4,398,509	272,387	9,681,725
Outsourced services and charges	3,393,656	5,792,466	4,683,164	1,109,302	6,173,872
Materials and supplies	3,307,659	2,452,919	1,922,266	530,653	2,445,770
Purchased transportation services	10,700,706	10,185,808	10,091,453	94,355	9,755,585
Utilities	527,988	490,988	431,838	59,150	445,809
Insurance	1,752,329	1,752,329	1,656,122	96,207	1,655,084
Leases & rentals	229,633	229,633	226,632	3,001	221,903
Employee development	387,237	245,515	170,770	74,745	278,188
Depreciation and amortization	10,612,052	10,612,052	9,558,814	1,053,238	9,813,483
Total operating expenses	35,907,451	36,432,606	33,139,568	3,293,038	40,471,419
Operating loss	(30,226,970)	(32,189,658)	(28,499,645)	3,690,013	(34,702,252)
NONOPERATING REVENUES (EXPENSES)					
Sales tax revenue	29,019,184	26,805,374	29,817,365	3,011,991	28,735,383
Transit system operating assistance grants	5,253,753	12,400,872	16,843,203	4,442,331	6,664,660
Investment income	400,000	325,000	320,793	(4,207)	597,793
Interest expense	(909,480)	(909,480)	(909,134)	346	(972,668)
Gain (loss) on disposal of assets	-	-	(7,482)	(7,482)	18,301
Total nonoperating revenue (expenses)	33,763,457	38,621,766	46,064,745	7,442,979	35,043,469
INCOME (LOSS) BEFORE CAPITAL GRANTS/TRANSFERS	3,536,487	6,432,108	17,565,100	11,132,992	341,217
GRANTS FOR CAPITAL IMPROVEMENTS	5,753,410	3,788,325	3,472,676	(315,649)	4,187,777
TRANSFERS					
Transfers Out	(8,781,700)	(8,119,303)	(7,555,427)	563,876	(2,760,302)
CHANGE IN NET POSITION	\$ 508,197	\$ 2,101,130	\$ 13,482,349	\$ 11,381,219	\$ 1,768,692

Denton County Transportation Authority

Schedule of Revenues and Expenses – NTMC – Budget to Actual
Year Ended September 30, 2020 with Comparative Actual for 2019

	2020				2019
	Original Budget	Final Budget	Actual	Variance with Final Budget Over/(Under)	Actual
OPERATING EXPENSES					
Salaries, wages and benefits	\$ 8,460,824	\$ 7,652,445	\$ 7,211,425	\$ 441,020	\$ 2,685,968
Outsourced services and charges	95,040	261,629	201,117	60,512	28,449
Insurance	132,636	130,529	127,872	2,657	42,105
Employee development	93,200	74,700	15,013	59,687	3,780
Total operating expenses	8,781,700	8,119,303	7,555,427	563,876	2,760,302
Operating loss	(8,781,700)	(8,119,303)	(7,555,427)	563,876	(2,760,302)
INCOME (LOSS) BEFORE TRANSFERS	(8,781,700)	(8,119,303)	(7,555,427)	563,876	(2,760,302)
TRANSFERS					
Transfers In	8,781,700	8,119,303	7,555,427	(563,876)	2,760,302
CHANGE IN NET POSITION	\$ -	\$ -	\$ -	\$ -	\$ -

STATISTICAL SECTION



This section of the Authority's comprehensive financial report presents detailed information as a context for understanding what the information in the financial statements, note disclosures, and required supplementary information says about the Authority's overall conditions.

Contents	Page
Financial Trends	48
<i>These schedules contain trend information for the past ten years to help the reader understand how the Authority's financial performance and progress have changed over time.</i>	
Revenue Capacity	51
<i>These schedules contain information to help the reader assess the Authority's most significant revenue sources.</i>	
Debt Capacity	54
<i>This schedule presents information to help the reader assess the affordability of the Authority's current level of outstanding debt and the ability to issue additional debt in the future.</i>	
Demographic and Economic Information	55
<i>These schedules offer demographic and economic indicators to help the reader understand the environment in which the Authority's financial activities take place.</i>	
Operating Information	57
<i>These schedules contain service and infrastructure data to help the reader understand how the information in the Authority's financial report relates to the services the Authority provides and the activities it performs.</i>	

Denton County Transportation Authority
Net Position by Component
Last Ten Years
(Accrual Basis of Accounting)

	2011	2012	2013	2014	2015	2016	2017	2018	2019	2020
Net position										
Net investment in capital assets	\$ 281,258,854	\$ 302,097,014	\$ 305,306,546	\$ 304,221,470	\$ 301,021,096	\$ 305,686,490	\$ 301,758,329	\$ 295,951,495	\$ 293,688,041	\$ 289,978,581
Unrestricted	34,872,583	18,870,718	17,135,538	17,968,475	20,897,688	19,741,632	24,329,503	30,080,608	34,112,754	51,304,563
Total net position	<u>\$ 316,131,437</u>	<u>\$ 320,967,732</u>	<u>\$ 322,442,084</u>	<u>\$ 322,189,945</u>	<u>\$ 321,918,784</u>	<u>\$ 325,428,122</u>	<u>\$ 326,087,832</u>	<u>\$ 326,032,103</u>	<u>\$ 327,800,795</u>	<u>\$ 341,283,144</u>

Denton County Transportation Authority
Change in Net Position
Last Ten Years
(Accrual Basis of Accounting)

	2011	2012	2013	2014	2015	2016	2017	2018	2019	2020
Operating revenues										
Passenger revenue	\$ 706,497	\$ 1,015,813	\$ 1,265,685	\$ 1,454,750	\$ 1,478,840	\$ 1,406,471	\$ 1,292,725	\$1,114,734	\$ 1,357,691	\$ 833,637
Contract services	2,520,036	2,927,341	2,980,804	3,061,389	2,935,371	3,383,656	3,716,481	3,416,001	4,201,278	3,378,826
Other	183,575	38,032	44,072	58,694	199,176	170,742	396,450	858,648	210,198	427,460
Total operating revenues	3,410,108	3,981,186	4,290,561	4,574,833	4,613,387	4,960,869	5,405,656	5,389,383	5,769,167	4,639,923
Operating expenses										
Salaries, wages and benefits	5,737,446	6,293,238	6,702,365	7,658,566	8,346,152	9,144,246	10,425,981	11,137,613	12,367,693	11,609,934
Services	1,676,866	1,431,693	1,628,119	1,937,441	2,722,176	2,598,749	6,209,389	4,348,623	6,202,321	4,884,281
Materials and supplies	2,308,815	3,010,582	3,071,662	2,891,739	2,528,741	2,036,382	2,317,170	2,508,020	2,445,770	1,922,266
Utilities	180,953	396,248	415,341	416,818	472,391	404,896	427,013	439,476	445,809	431,838
Insurance	297,994	362,960	625,788	775,986	780,112	849,981	1,600,932	1,707,909	1,697,189	1,783,994
Purchased transportation services	5,537,663	7,605,436	8,874,900	9,632,780	10,080,919	10,666,292	10,587,125	8,980,451	9,755,585	10,091,453
Facility and equipment rents	596,236	943,160	349,592	352,479	124,645	158,251	248,128	213,497	221,903	226,632
Other - Miscellaneous	168,023	126,190	144,743	123,609	186,598	184,509	203,467	274,072	281,968	185,783
Depreciation	3,141,330	6,901,760	8,613,310	8,875,337	9,337,505	9,854,907	9,986,476	10,202,356	9,813,483	9,558,814
Total operating expenses	19,645,326	27,071,267	30,425,820	32,664,755	34,579,239	35,898,213	42,005,681	39,812,017	43,231,721	40,694,995
Operating loss	(16,235,218)	(23,090,081)	(26,135,259)	(28,089,922)	(29,965,852)	(30,937,344)	(36,600,025)	(34,422,634)	(37,462,554)	(36,055,072)
Non-operating revenues (expenses)										
Sales tax revenue	17,135,359	19,009,135	20,209,051	21,367,086	23,261,748	24,658,546	26,790,098	27,937,707	28,735,383	29,817,365
Capital grants	77,661,499	7,127,088	5,922,358	4,263,522	2,636,956	5,769,630	6,532,885	1,631,747	4,187,777	3,472,676
Transit system operating assistance grants	5,511,543	3,183,057	3,100,729	3,410,607	4,985,908	5,130,046	4,900,401	5,484,450	6,664,660	16,843,203
Investment Income	287,615	53,927	32,137	21,100	24,772	59,364	122,250	350,924	597,793	320,793
Interest expense	(200,461)	(1,486,881)	(1,449,718)	(1,247,357)	(1,211,899)	(1,156,229)	(1,098,107)	(1,040,263)	(972,668)	(909,134)
Bond issuance costs and fees	(7,969)	(12,219)	(213,096)	-	-	-	-	-	-	-
Trinity mills Design and Construction cost	184,095	-	-	-	-	-	-	-	-	-
Gain(loss) on disposal of assets	-	52,269	8,150	22,825	(51,815)	(14,675)	12,208	2,340	18,301	(7,482)
Total Non-operating revenue	100,571,681	27,926,376	27,609,611	27,837,783	29,645,670	34,446,682	37,259,735	34,366,905	39,231,246	49,537,421
Change in net position	\$ 84,336,463	\$ 4,836,295	\$ 1,474,352	\$ (252,139)	\$ (320,182)	\$ 3,509,338	\$ 659,710	\$ (55,729)	\$ 1,768,692	\$ 13,482,349

Denton County Transportation Authority

Capital Assets

Last Ten Years

	2011	2012	2013	2014	2015	2016	2017	2018	2019	2020
Capital assets not being depreciated:										
Land and Improvement	\$ 17,831,105	\$ 16,228,337	\$ 16,228,337	\$ 16,228,337	\$ 16,228,337	\$ 16,228,337	\$ 17,394,147	\$ 17,394,147	\$ 17,394,147	\$ 17,394,147
Construction in process	83,131,319	19,504,570	20,713,356	10,900,642	9,866,224	13,785,056	18,124,446	18,251,850	20,536,649	20,014,331
Total capital assets not being depreciated	100,962,424	35,732,907	36,941,693	27,128,979	26,094,561	30,013,393	35,518,593	35,645,997	37,930,796	37,408,478
Other Capital Assets being depreciated:										
Rail Assets	198,027,776	286,261,767	295,548,514	276,138,293	278,300,390	282,218,725	282,218,725	283,178,861	283,178,861	283,178,861
Land Improvements	2,035,505	5,386,734	5,386,734	5,386,734	6,458,821	6,458,821	6,458,821	6,874,492	9,017,865	12,166,783
Vehicles and operating equipment	11,217,776	8,261,725	8,261,725	8,940,025	8,370,679	9,997,320	10,228,999	11,444,904	12,698,163	12,584,752
Leasehold improvements	55,506	55,506	55,506	55,506	55,506	55,506	-	-	-	-
Office furniture and equipment	236,446	1,077,612	1,379,286	1,958,428	3,211,034	3,935,542	5,272,885	5,426,024	5,567,482	7,035,417
Facilities	-	-	-	32,843,448	32,843,448	32,843,448	31,760,649	31,760,649	31,760,649	31,760,649
Easement	16,950,000	16,997,155	16,997,155	16,997,155	16,997,155	16,997,155	16,997,155	16,997,155	16,997,155	16,997,155
Total other capital assets	28,459,728	318,040,499	327,628,920	342,319,589	346,237,033	352,506,517	352,937,234	355,682,085	359,220,175	363,723,617
Less accumulated depreciation:										
Rail Assets	1,179,481	4,840,193	12,681,356	18,028,395	24,381,744	30,883,870	37,160,734	43,449,134	49,779,910	56,110,686
Land Improvements	65,092	284,202	665,279	944,428	1,088,981	1,377,500	1,666,020	1,965,624	2,327,927	2,788,304
Vehicles and operating equipment	5,843,729	4,738,045	4,170,403	4,941,135	4,964,966	5,775,080	6,756,251	7,779,318	8,513,300	9,190,031
Leasehold improvements	55,506	55,506	55,506	55,506	55,506	55,506	-	-	-	-
Office furniture and equipment	154,112	349,772	454,902	713,240	1,000,296	1,604,281	2,389,010	3,424,947	4,148,347	4,640,797
Facilities	-	-	-	1,370,221	2,121,496	2,850,881	3,484,184	4,189,674	4,895,163	5,600,653
Easement	1,130,000	1,977,500	2,832,859	3,682,717	4,532,575	5,382,432	6,232,290	7,082,148	7,932,006	8,781,863
Total accumulated depreciation	7,183,347	12,245,218	20,860,305	29,735,642	38,145,564	47,929,550	57,688,489	67,890,845	77,596,653	87,112,334
Total capital assets, net	\$ 122,238,805	\$ 341,528,188	\$ 343,710,308	\$ 339,712,926	\$ 334,186,030	\$ 334,590,360	\$ 330,767,338	\$ 323,437,237	\$ 319,554,318	\$ 314,019,761

Denton County Transportation Authority

Revenue by Source

Last Ten Years

	2011	2012	2013	2014	2015	2016	2017	2018	2019	2020
Revenue:										
Sales tax	\$ 17,135,359	\$ 19,009,135	\$ 20,209,051	\$ 21,367,086	\$ 23,261,748	\$ 24,658,546	\$ 26,790,098	\$ 27,937,707	\$ 28,735,383	\$ 29,817,365
Passenger revenues	706,497	1,015,813	1,265,685	1,454,750	1,478,840	1,406,471	1,292,725	1,114,734	1,357,691	833,637
Contract service revenues	2,703,611	2,965,373	3,024,876	3,120,083	3,134,547	3,554,398	4,112,931	4,274,649	4,411,476	3,806,286
Investment income	287,615	53,927	32,137	21,100	24,772	59,364	122,250	350,924	597,793	320,793
Grant revenues	83,173,042	10,310,145	9,023,087	7,674,129	7,622,864	10,899,676	11,433,286	7,116,197	10,852,437	20,315,879
Other revenues	184,095	52,269	8,150	22,825	(51,815)	(14,675)	12,208	2,340	18,301	(7,482)
Total revenue	\$ 104,190,219	\$ 33,406,662	\$ 33,562,986	\$ 33,659,973	\$ 35,470,956	\$ 40,563,780	\$ 43,763,498	\$ 40,796,551	\$ 45,973,081	\$ 55,086,478

Denton County Transportation Authority

Sales Tax Revenue

Last Ten Years

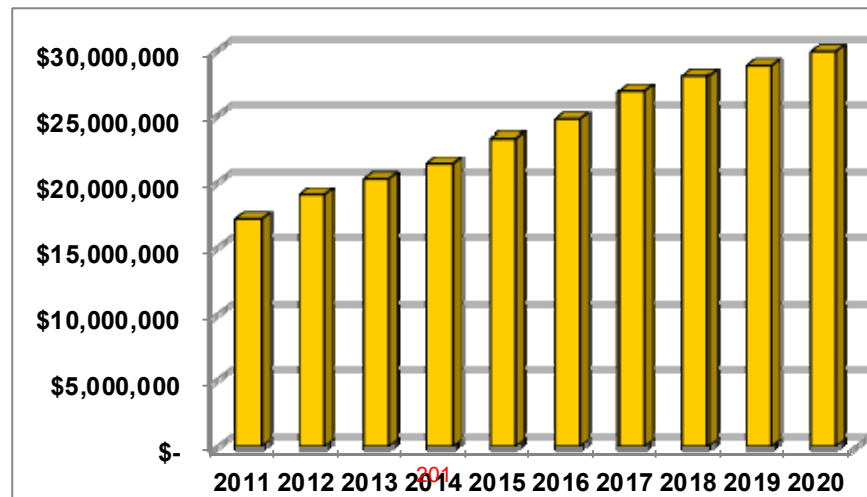
Fiscal Year	Sales Tax Revenue	Compounded Percent Change from Base Year ⁽¹⁾	Percent Change from Prior Year
2011	\$ 17,135,359		
2012	19,009,135	10.9%	10.9%
2013	20,209,051	17.9%	6.3%
2014	21,367,086	24.7%	5.7%
2015	23,261,748	35.8%	8.9%
2016	24,658,546	43.9%	6.0%
2017	26,790,098	56.3%	8.6%
2018	27,937,707	63.0%	4.3%
2019	28,735,383	67.7%	2.9%
2020	29,817,365	74.0%	3.8%
Average Growth			6.4%

Sources: Texas Comptroller of Public Accounts and DCTA Finance Department

Notes:

⁽¹⁾ Base year for 2012 through 2020 is 2011.

SALES TAX REVENUE

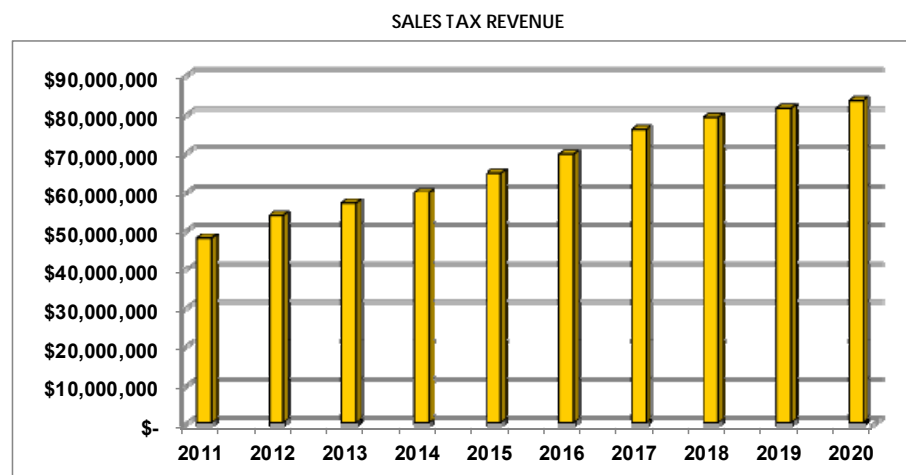


Denton County Transportation Authority

Sales Tax Allocation Received by Member Cities Last Ten Years

	2011	2012	2013	2014	2015	2016	2017	2018	2019	2020
City of Denton	\$ 21,369,439	\$ 24,367,672	\$ 24,954,131	\$ 26,062,974	\$ 28,717,159	\$ 30,745,434	\$ 34,956,511	\$ 36,276,094	\$ 36,402,338	\$ 37,398,228
City of Lewisville	23,616,008	26,061,918	28,564,305	30,175,350	32,359,597	35,063,635	37,100,766	39,118,841	40,976,630	41,904,104
City of Highland Village	2,941,989	3,196,265	3,244,944	3,514,486	3,591,789	3,695,262	3,727,797	3,804,755	4,154,270	4,144,890
Total	\$ 47,927,436	\$ 53,625,855	\$ 56,763,380	\$ 59,752,810	\$ 64,668,545	\$ 69,504,331	\$ 75,785,074	\$ 79,199,690	\$ 81,533,238	\$ 83,447,222

Source: The Comptroller of Public Accounts allocation of sales tax receipts by city.



Denton County Transportation Authority

Long – Term Debt

Last Ten Years

Fiscal Year	Sales Tax Revenue Refunding Bonds, Series 2009 ⁽¹⁾	Contractual Obligations, Series 2011 ⁽¹⁾	Total	Percentage of Personal Income ⁽²⁾	Per Capita ⁽³⁾
2011	\$ 20,890,000	\$ 14,390,000	\$ 35,280,000	0.16%	\$ 52.66
2012	20,890,000	14,390,000	35,280,000	0.15%	51.65
2013	20,005,000	14,390,000	34,395,000	0.15%	49.56
2014	19,085,000	14,390,000	33,475,000	0.14%	46.94
2015	18,130,000	13,835,000	31,965,000	0.12%	43.49
2016	17,135,000	13,250,000	30,385,000	0.11%	38.71
2017	16,105,000	12,635,000	28,740,000	0.09%	35.28
2018	15,030,000	11,990,000	27,020,000	0.08%	32.00
2019	13,915,000	11,315,000	25,230,000	0.07%	28.86
2020	12,755,000	10,605,000	23,360,000	(A)	25.92

Sources:

⁽¹⁾ DCTA Finance Department

⁽²⁾ Personal income from U.S. Census Bureau, American Community Survey

⁽³⁾ Population from Regional Data Center, North Central Texas Council of Governments (NCTCOG) estimates

Notes:

(A): Certain portions of the above data have been omitted as the information is not available to DCTA at this time.

Denton County Transportation Authority
Demographic and Economic Statistics for Denton County
Last Ten Years

Fiscal Year	Population ⁽¹⁾	Personal Income (in Thousands) ⁽²⁾	Per Capita Personal Income ⁽²⁾	Median Age ⁽²⁾	Education Level in Years of Formal Schooling ⁽²⁾	School Enrollment ⁽²⁾	Unemployment Rate ⁽³⁾
2011	669,930	\$ 22,276,512	\$ 33,252	32.8	14.0	202,879	6.9%
2012	683,010	22,938,891	33,585	33.0	14.0	209,157	5.6%
2013	694,050	23,497,063	33,855	33.4	14.1	215,359	5.4%
2014	713,200	24,625,370	34,528	33.8	14.1	219,368	4.5%
2015	734,970	25,660,743	34,914	34.2	14.1	223,446	3.4%
2016	784,840	28,441,032	36,238	34.5	14.1	224,226	3.6%
2017	814,560	30,894,632	37,928	34.9	14.2	228,173	3.1%
2018	844,260	34,587,644	40,968	35.8	14.4	242,860	3.1%
2019	874,240	37,742,689	43,172	36.0	14.3	249,086	2.8%
2020	901,120	(A)	(A)	(A)	(A)	(A)	6.6%

Sources:

⁽¹⁾ Regional Data Center, North Central Texas Council of Governments (NCTCOG) estimates

⁽²⁾ U.S. Census Bureau, American Community Survey

⁽³⁾ Texas Workforce Commission, data for September of respective year

Note:

(A) Certain portions of the above data have been omitted as the information is not available to DCTA at this time.

Denton County Transportation Authority

Principal Employers in Denton County

September 30, 2020 and Nine Years Ago

		2020			2011		
10 Largest Employers	Industry	Rank	Estimated Number of Employees	Percentage of Total Employment	Rank	Estimated Number of Employees	Percentage of Total Employment
University of North Texas	Education	1	10,894	2.31%	1	7,762	1.13%
Lewisville Independent School District	Education	2	6,500	1.38%	2	5,896	0.72%
Denton Independent School District	Education	3	4,417	0.94%	3	2,948	0.39%
Wal-Mart	Department Store	4	3,722	0.79%	9	1,500	0.23%
Peterbilt Motors Co.	Manufacturing	5	3,075	0.65%	8	1,500	0.23%
Frito Lay	Food Distribution	6	2,500	0.53%	5	2,000	0.37%
Northwest Independent School District	Education	7	2,246	0.48%	-	(A)	(A)
Nebraska Furniture Mart	Retail	8	2,000	0.42%	-	(A)	(A)
Texas Woman's University	Education	9	1,875	0.40%	6	1,586	0.35%
Denton County	County Government	10	1,823	0.39%	10	1,478	0.20%
American Airlines Alliance	Transportation				4	2,105	0.38%
Denton State School	Health Care/Social Assistance				7	1,500	0.23%
			39,052	8.29%		28,275	4.23%

Sources: Denton County Budget Department, Texas Workforce Commission

Notes:

(A) Certain portions of the above data have been omitted as the information is not available to DCTA at this time.

Denton County Transportation Authority

Total Employees and Contract Operations

Last Ten Years

	2011	2012	2013	2014	2015	2016	2017	2018	2019	2020
Employee Count										
DCTA - Administration	23.00	18.00	22.00	24.00	25.00	27.25	30.00	33.25	42.50	35.50
Third Party Contract Operations										
Bus Services	130.00	119.00	126.00	130.00	133.00	152.00	141.00	134.00	142.50	182.00
Total head count	<u>153.00</u>	<u>137.00</u>	<u>148.00</u>	<u>154.00</u>	<u>158.00</u>	<u>179.25</u>	<u>171.00</u>	<u>167.25</u>	<u>185.00</u>	<u>217.50</u>

Sources: DCTA Finance Department

Notes:

Note 1: Figures represent total head count as of fiscal year end.

Note 2: Third party contract bus operations include TMDC employees in previous years and NTMC employees starting with FY19.

Denton County Transportation Authority

Operating Statistics

Last Ten Years

	2011	2012	2013	2014	2015	2016	2017	2018	2019	2020
Actual Vehicle Revenue Miles										
Demand Response Directly Operated Transportation	234,287	244,606	237,817	236,203	226,065	276,159	260,833	264,591	284,103	204,413
Fixed Route Bus Directly Operated Transportation	1,343,447	1,269,081	1,213,224	1,223,746	1,403,748	1,482,110	1,626,952	1,625,327	1,643,943	1,307,863
A-train Rail Purchased Transportation	139,126	250,758	299,037	313,062	326,217	334,468	338,751	328,658	335,611	579,625
Total Actual Vehicle Revenue Miles	1,716,860	1,764,445	1,750,078	1,773,011	1,956,030	2,092,737	2,226,536	2,218,576	2,263,657	2,091,901
Actual Vehicle Revenue Hours										
Demand Response Directly Operated Transportation	18,214	16,975	17,408	17,655	17,614	24,452	24,659	21,031	21,741	15,993
Fixed Route Bus Directly Operated Transportation	96,826	96,479	99,468	104,932	116,874	126,214	135,091	137,411	138,881	105,124
A-train Rail Purchased Transportation	5,707	10,121	11,125	12,215	13,149	13,580	13,511	13,208	13,765	26,354
Total Actual Vehicle Revenue Hours	120,747	123,575	128,001	134,802	147,637	164,246	173,261	171,650	174,387	147,471
Total Annual Unlinked Trips - Bus	2,427,908	2,588,802	2,502,586	2,259,168	2,400,699	2,396,220	2,458,623	2,426,039	2,403,728	1,339,577
Total Annual Unlinked Trips - Rail	121,061	387,126	510,738	568,338	555,423	545,250	504,958	419,335	393,700	221,316
Annual Passenger Miles										
Demand Response Directly Operated Transportation	227,587	221,474	237,922	236,238	226,214	258,644	202,774	204,529	260,791	195,020
Fixed Route Bus Directly Operated Transportation	7,276,977	7,818,249	7,415,162	6,092,976	7,132,608	6,322,593	5,918,759	5,828,301	5,748,291	3,182,297
A-train Rail Purchased Transportation	1,851,047	5,724,715	7,637,399	8,339,421	8,175,102	8,000,309	7,298,558	5,901,029	5,493,329	3,039,904
Total Annual Passenger Miles	9,355,611	13,764,438	15,290,483	14,668,635	15,533,924	14,581,546	13,420,091	11,933,859	11,502,411	6,417,221
Operating Expenses										
Demand Response Directly Operated Transportation	\$ 977,383	\$ 1,383,900	\$ 1,478,366	\$ 1,569,707	\$ 1,429,741	\$ 1,703,434	\$ 2,225,894	\$ 2,421,592	\$ 3,027,013	\$ 2,557,881
Fixed Route Bus Directly Operated Transportation	6,891,337	7,994,301	8,456,825	9,179,521	9,934,604	10,956,771	11,877,132	12,657,498	13,838,874	13,165,615
A-train Rail Purchased Transportation	6,910,500	9,787,380	11,319,050	12,402,812	13,429,333	12,757,014	13,528,182	13,680,466	14,464,826	14,086,602
Total Operating Expenses	\$ 14,779,220	\$ 19,165,581	\$ 21,254,241	\$ 23,152,040	\$ 24,793,678	\$ 25,417,219	\$ 27,631,208	\$ 28,759,556	\$ 31,330,713	\$ 29,810,098

Actual Vehicle Revenue Miles: The miles a vehicle travels while in revenue service. This definition includes layover and recovery, but excludes travel to and from storage facilities, the training of operators prior to revenue service, road tests, deadhead travel, and school bus and charter service. FY 2015 includes special service. For A-train, this is defined as revenue train miles.

Actual Vehicle Revenue Hours: The hours a vehicle travels while in revenue service. This definition includes layover and recovery, but excludes travel to and from storage facilities, the training of operators prior to revenue service, road tests, deadhead travel, and school bus and charter service. FY 2015 includes special service. For A-train, this is defined as revenue train hours.

Unlinked Passenger Trips: The number of passengers who board public transportation vehicles. A passenger is counted each time the passenger boards a vehicle even though the passenger might be on the same journey from origin to destination. FY 2015 includes special service.

Annual Passenger Miles: The sum of miles traveled by passengers, calculated by multiplying the average miles traveled per passenger by the total number of boardings.

Source: National Transit Database

Denton County Transportation Authority

Farebox Recovery Percentage

Last Ten Years

	2011	2012	2013	2014	2015	2016	2017	2018	2019	2020
Farebox Recovery - Bus	53.68%	47.65%	46.30%	46.07%	42.73%	44.14%	41.25%	36.35%	39.51%	32.88%
Farebox Recovery - Rail	2.82%	5.51%	6.53%	6.87%	6.15%	6.17%	5.36%	5.33%	5.25%	3.29%

Fare Structure at 9/30/2020

Local System (Bus & Rail)

Local System AM/PM Pass	\$ 1.50
Local System AM/PM Reduced*	0.75
Local System Day Pass	3.00
Local System Day Pass Reduced*	1.50
Local System 7-Day Pass	15.00
Local System 10 Pack of Day Passes	20.00
Local System Monthly/31-Day Pass	48.00
Local System Monthly/31-Day Pass Reduced*	24.00
Local System Annual Pass	480.00
Local System Annual Pass Reduced*	240.00
Local System University Full Semester Pass**	120.00
Local System University Summer Semester Pass**	72.00
Local System University Annual Pass**	240.00

Frisco Demand Response

One-Way Local Trip	3.00
One-Way Regional Trip	5.00

Highland Village Lyft Zone

Fare Discount \$13.00

Regional (Bus & Rail)

Regional Day Pass	\$ 12.00
Regional Day Pass Reduced*	3.00
Regional 10 Pack of Day Passes	84.00
Regional Monthly/31-Day Pass	192.00
Regional Monthly/31-Day Pass Reduced*	48.00
Regional Annual Pass	1,920.00
Regional Annual Pass Reduced*	576.00
Regional University Full Semester Pass**	240.00
Regional University Summer Semester Pass**	144.00
Regional University Annual Pass**	576.00

Access

Access One-Way Trip	3.00
Access 10-Ride Book	30.00

Collin County Transit Demand Response

Boarding fare	2.25
Plus fare per mile	1.80

* Reduced = Seniors (65+), disabled (with DCTA issued ID), Medicare cardholders, and students (Ages 5-18, students over the age of 14 require a valid high school or DCTA issued ID)

** Students, faculty or staff attending colleges with physical campuses within Denton County are eligible to participate in the University Pass Program. Proof of enrollment/employment is required.

Farebox recovery ratio is a proportion of the amount of revenue generated through fares by its paying customers including contract services as a fraction of the cost of its total operating expenses without depreciation expense.

Source: DCTA Finance Department



DENTON COUNTY
TRANSPORTATION AUTHORITY

1955 LAKEWAY DRIVE, SUITE 260
LEWISVILLE, TEXAS 75057

Denton County Transportation Authority

Single Audit Report

September 30, 2020

C O N T E N T S

Page

Independent Auditor's Report on Internal Control Over Financial Reporting and on Compliance and Other Matters Based on an Audit of Financial Statements Performed in Accordance with <i>Government Auditing</i> Standards	1
Independent Auditor's Report on Compliance for Each Major Federal Program and Report on Internal Control Over Compliance in Accordance with Uniform Guidance, and on the Schedule of Expenditures of Federal Awards	3
Schedule of Findings and Questioned Costs	6
Summary of Prior Audit Findings	8
Schedule of Expenditures of Federal Awards	9
Notes to Schedule of Expenditures of Federal Awards	10

Independent Auditor's Report on Internal Control over Financial Reporting and on Compliance and other Matters Based on an Audit of Financial Statements Performed in Accordance with *Government Auditing Standards*

To the Board of Directors
Denton County Transportation Authority

We have audited, in accordance with the auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States, the statements of financial position of each major fund of Denton County Transportation Authority (the Authority) as of September 30, 2020, the related statements of revenues, expenses, and changes in net position and cash flows for the year then ended, and the related notes to the financial statements, and have issued our report thereon dated March 2, 2021.

Internal Control over Financial Reporting

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

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

Our consideration of internal control over financial reporting was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control over financial reporting that might be material weaknesses or significant deficiencies and therefore, material weaknesses or significant deficiencies may exist that were not identified. Given these limitations, during our audit we did not identify any deficiencies in internal control over financial reporting that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

Compliance and Other Matters

As part of obtaining reasonable assurance about whether the Authority's financial statements are free from material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements, noncompliance with which could have a direct and material effect on the financial statements. However, providing an opinion on compliance with those provisions was not an objective of our audit, and accordingly, we do not express such an opinion.

The Board of Directors
Denton County Transportation Authority

The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards*.

Purpose of this Report

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

Weaver and Tidwell, L.L.P.

WEAVER AND TIDWELL, L.L.P.

Dallas, Texas
March 2, 2021

Independent Auditor's Report on Compliance for Each Major Federal Program and Report on Internal Control over Compliance in Accordance with Uniform Guidance, and on the Schedule of Expenditures of Federal Awards

To the Board of Directors
Denton County Transportation Authority

Report on Compliance for Each Major Federal Program

We have audited Denton County Transportation Authority's (the Authority) compliance with the types of compliance requirements described in the *U.S. Office of Management and Budget (OMB) Compliance Supplement* that could have a direct and material effect on each of the Authority's major federal programs for the year ended September 30, 2020. The Authority's major federal programs are identified in the summary of auditor's results section of the accompanying schedule of findings and questioned costs.

Management's Responsibility

Management is responsible for compliance with federal statutes, regulations, and the terms and conditions of its federal awards applicable to its federal programs.

Auditor's Responsibility

Our responsibility is to express an opinion on compliance for each of the Authority's major federal programs based on our audit of the types of compliance requirements referred to above. We conducted our audit of compliance in accordance with auditing standards generally accepted in the United States of America; the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States; and the audit requirements of Title 2 U.S. Code of Federal Regulations (CFR) Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards* (Uniform Guidance). Those standards and the Uniform Guidance require that we plan and perform the audit to obtain reasonable assurance about whether noncompliance with the types of compliance requirements referred to above that could have a direct and material effect on a major federal program occurred. An audit includes examining, on a test basis, evidence about the Authority's compliance with those requirements and performing such other procedures as we considered necessary in the circumstances.

We believe that our audit provides a reasonable basis for our opinion on compliance for each major federal program. However, our audit does not provide a legal determination of the Authority's compliance.

Opinion on Each Major Federal Program

In our opinion, the Authority, complied, in all material respects, with the types of compliance requirements referred to above that could have a direct and material effect on each of its major federal programs for the year ended September 30, 2020.

The Board of Directors
Denton County Transportation Authority

Report on Internal Control over Compliance

Management of the Authority is responsible for establishing and maintaining effective internal control over compliance with the types of compliance requirements referred to above. In planning and performing our audit of compliance, we considered the Authority's internal control over compliance with the types of requirements that could have a direct and material effect on each major federal program as a basis for designing auditing procedures that are appropriate in the circumstances for the purpose of expressing an opinion on compliance for each major federal program and to test and report on internal control over compliance in accordance with the Uniform Guidance, but not for the purpose of expressing an opinion on the effectiveness of internal control over compliance. Accordingly, we do not express an opinion on the effectiveness of the Authority's internal control over compliance.

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

Our consideration of internal control over compliance was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control over compliance that might be material weaknesses or significant deficiencies. We did not identify any deficiencies in internal control over compliance that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

The purpose of this report on internal control over compliance is solely to describe the scope of our testing of internal control over compliance and the results of that testing based on the requirements of the Uniform Guidance. Accordingly, this report is not suitable for any other purpose.

Report on Schedule of Expenditures of Federal Awards Required by Uniform Guidance

We have audited the financial statements of Denton County Transportation Authority as of and for the year ended September 30, 2020. We have issued our report thereon dated March 2, 2021, which contained an unmodified opinion on those financial statements. Our audit was conducted for the purpose of forming an opinion on the financial statements as a whole.

The Board of Directors
Denton County Transportation Authority

The accompanying schedule of expenditures of federal awards is presented for purposes of additional analysis as required by the audit requirements of Title 2 U.S. Code of Federal Regulations (CFR) Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards* (the Uniform Guidance) and is not a required part of the financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the schedule of expenditures of federal awards is fairly stated, in all material respects, in relation to the financial statements as a whole.

Weaver and Tidwell, L.L.P.

WEAVER AND TIDWELL, L.L.P.

Dallas, Texas
March 2, 2021

Denton County Transportation Authority

Schedule of Findings and Questioned Costs

Year Ended September 30, 2020

I. Summary of the Auditor's Results:

Financial Statements

- a. An unmodified opinion was issued on the financial statements.
- b. Internal control over financial reporting:
- Material weakness(es) identified? _____ Yes X No
 - Significant deficiency(ies) identified that are not considered a material weakness? _____ Yes X None reported
- c. Noncompliance material to financial statements noted? _____ Yes X No

Major Programs

- d. Internal control over major programs:
- Material weakness(es) identified? _____ Yes X No
 - Significant deficiency(ies) identified that are not considered a material weakness? _____ Yes X None reported
- e. An unmodified opinion was issued on compliance for major programs.
- f. Any audit findings disclosed that were required to be reported in accordance with 2 CFR 200.516(a)? _____ Yes X No
- g. Identification of major programs:
- | <u>Program/Cluster</u> | <u>CFDA#</u> |
|-------------------------|--------------|
| Federal Transit Cluster | 20.507 |
- h. The dollar threshold used to distinguish between Type A and Type B programs: \$750,000
- i. Auditee qualified as a low-risk auditee? X Yes _____ No

Denton County Transportation Authority

Schedule of Findings and Questioned Costs

Year Ended September 30, 2020

**II. Findings Relating to the Financial Statements Which are Required to be Reported in Accordance with
*Generally Accepted Government Auditing Standards:***

None

III. Findings and Questioned Costs for Federal Awards:

None

Denton County Transportation Authority

Summary of Prior Audit Findings
Year Ended September 30, 2020

IV. Summary of Prior Year Findings.

None

Denton County Transportation Authority

Schedule of Expenditures of Federal Awards

Year Ended September 30, 2020

Federal Grantor/Pass-Through Grantor Program Title	Grantor ID Number	Catalog of Federal Domestic Assistance ID Number	Federal Expenditures
U. S. Department of Transportation			
<u>Direct Funding U. S. Department of Transportation</u>			
Federal Transit Cluster:			
Federal Transit Formula Grant	TX-95-X079-00	20.507	\$ 510,159
Federal Transit Formula Grant	TX-2017-011-00	20.507	743
Federal Transit Formula Grant	TX-2019-036-00	20.507	173,599
Federal Transit Formula Grant	TX-2019-071-00	20.507	2,453,373
Federal Transit Formula Grant	TX-2019-073-00	20.507	1,242,093
Federal Transit Formula Grant	TX-2020-048-00	20.507	66,056
Federal Transit Formula Grant	TX-2020-095-00	20.507	6,726,170
Federal Transit Formula Grant	TX-2020-119-00	20.507	2,313,825
Federal Transit Formula Grant	TX-2020-124-00	20.507	4,018,691
Federal Transit Formula Grant	TX-2020-151-00	20.507	2,122,509
Total Federal Transit Cluster			19,627,218
Highway Planning and Construction Cluster:			
Highway Planning Grant	0918-45-292	20.205	438,548
Total Highway Planning and Construction Cluster			438,548
Railroad Development Grant	69A36520401620CRSTX	20.314	117,644
Total Direct Funding U. S. Department of Transportation			20,183,410
<u>Passed Through the North Central Texas Council of Governments</u>			
Transit Services Programs Cluster:			
Mobility Management	TX-57-X043-01	20.516	64,308
Job Access and Reverse Commute Program	TX-37-X081-02	20.516	66,386
Total Transit Services Programs Cluster			130,694
Total Passed Through the North Central Texas Council of Governments			130,694
Total U.S. Department of Transportation			20,314,104
U. S. Department of Homeland Security			
<u>Passed Through the Texas Department of Public Safety</u>			
Disaster Grants-Public Assistance	PA-06-TX-4223	97.036	1,775
Total U.S. Department of Homeland Security			1,775
Total Federal Expenditures			\$ 20,315,879

Denton County Transportation Authority

Notes to Schedule of Expenditures of Federal Awards

Note 1. Basis of Presentation

The accompanying schedule of expenditures of federal awards includes the federal grant activity of Denton County Transportation Authority (the Authority) and is presented on the accrual basis of accounting. The information in this schedule is presented in accordance with the requirements of Title 2 U.S. Code of Federal Regulations (CFR) Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards* (Uniform Guidance). Therefore, some amounts presented in this schedule may differ from amounts presented in, or used in the preparation of, the financial statements. Specifically, when the Authority is awarded funds which include certain "pre-award" costs reimbursing the Authority for amounts expended prior to the approval of the award, the schedule of expenditures of federal awards will include expenses that were recorded on the statement of revenue, expenses and changes in net assets in a previous year.

Note 2. Sub-recipients

Of the federal expenditures presented in the schedule, the Authority provided no federal awards to sub-recipients.

Note 3. Non-Cash Assistance

The Authority received no non-cash assistance during the fiscal year ended September 30, 2020.

Note 4. Loans

At year-end, the Authority had no loans or loan guarantees outstanding with federal awarding agencies.

Note 5. Indirect Cost Rate

The Authority has not elected to use the 10% de minimis indirect cost rate.

Board of Directors Memo

March 10, 2021

SUBJECT: Consider Approval of RFP for Audit Services for FY2021-2023

Background

Our current agreement for annual audit services commenced in 2016 and will expire on March 31, 2021. DCTA released a request for proposal for annual audit services in December 2020; on January 19, 2021 DCTA received seven (7) responses. Staff reviewed all proposals based on project management experience, qualifications of the firm, project understanding, and fees. The following firms submitted proposals:

- Baker Tilly US, LLP
- BKD, LLP
- CliftonLarsonAllen LLP
- Pattillo, Brown & Hill, LLP
- Plante & Moran, PLLC
- Weaver and Tidwell, LLP
- Whitley Penn, LLP

After review of all seven (7) proposals, the evaluation committee interviewed two (2) firms and determined Plante & Moran, PLLC to be the best qualified firm.

The initial term of the agreement is three (3) years with the option to extend for two (2) additional one (1) year terms. The term will commence on April 1, 2021, through and including March 31, 2024.

Previous Board Activity & Action

No previous Board action on this item.

Identified Need

DCTA is required by the Texas Transportation Code Chapter 460 to complete an annual audit of the affairs of the authority prepared by an independent certified public accountant. This contract will also include performance of an annual single audit as well as agreed upon procedures required for DCTA's National Transit Database (NTD) reporting.

Financial Impact

The fees will be a not to exceed amount of \$55,000; \$56,450; & \$58,100 for the first three fiscal years respectively, with fees of \$59,650 and \$61,300 for fiscal years four and five, if renewal options are exercised. The initial term covers the audits for fiscal years 2021 through 2023 with two (2) additional one (1) year renewal options for fiscal years 2024 and 2025.

Recommendation

Staff is recommending the Board approve the award and authorize the CEO to negotiate and execute a contract with Plante & Moran, PLLC for annual audit services.

Exhibits

Exhibit 1: Request for Proposals

Exhibit 2: Plante & Moran, PLLC Proposal

Exhibit 3: Evaluation Consensus Scores



Submitted By: Athena Forrester
Athena Forrester, AVP of Regulatory Compliance

Final Review: Marisa Perry
Marisa Perry, CPA, CFO/VP of Finance

Approval: _____
Raymond Suarez, CEO

Solicitation 21-02

Annual Audit Services

Bid Designation: Public



Denton County Transportation Authority

Bid 21-02 Annual Audit Services

Bid Number **21-02**
Bid Title **Annual Audit Services**

Bid Start Date **Dec 14, 2020 2:27:18 PM CST**
Bid End Date **Jan 19, 2021 3:00:00 PM CST**
Question &
Answer End Date **Jan 6, 2021 4:30:00 PM CST**

Bid Contact **Athena Forrester, CPPO, CPPB**
AVP of Regulatory Compliance
aforrester@dcta.net

Contract Duration **3 years**
Contract Renewal **2 annual renewals**
Prices Good for **90 days**

Bid Comments **DCTA is seeking an auditor to express an opinion on the basic financial statements based on an audit conducted in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. In addition, the auditor is to issue a report on compliance for each major federal program, a report on internal control over compliance, and a report on the schedule of expenditures of federal awards based on auditing procedures applied in the audit of the basic financial statements. The auditor will provide information necessary to complete the electronic submission and certification of the Data Collection Form with the Federal Audit Clearinghouse within 30 days of receipt of the final reports.**

Item Response Form

Item **21-02--01-01 - Annual Audit Services**

Quantity **1 each**

Unit Price

Delivery Location **Denton County Transportation Authority**

Denton County Transportation Authority.

1955 Lakeway Drive

Suite 260B

Lewisville TX 75057

Qty 1

Expected Expenditure \$1.00

Description

Fees/costs shall be included in the appropriate tab in the submittal. The auditor to express an opinion on the basic financial statements based on an audit conducted in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. In addition, the auditor is to issue a report on compliance for each major federal program, a report on internal control over compliance, and a report on the schedule of

expenditures of federal awards based on auditing procedures applied in the audit of the basic financial statements. The auditor will provide information necessary to complete the electronic submission and certification of the Data Collection Form with the Federal Audit Clearinghouse within 30 days of receipt of the final reports.



SOLICITATION OVERVIEW AND ENDORSEMENT

SOLICITATION No./TYPE	RFP 20-02		
TITLE	Annual Audit Services		
PROCUREMENT SCHEDULE	Dates and times are subject to change, any changes will be issued by addenda.		
PRE BID/PROPOSAL MEETING DATE	N/A	PRE BID/PROPOSAL MEETING LOCATION	N/A
QUESTIONS DUE	January 6, 2021, by 4:30 pm CST	RESPONSES TO QUESTIONS RELEASED	January 8, 2021, by 5:00 pm CST
DUE DATE/TIME	January 19, 2021, at 3:00 pm CST		
QUESTIONS/ CLARIFICATIONS	All requests for clarifications and questions shall be submitted in writing. No verbal questions will be accepted and no verbal replies will be provided. Bidders/Proposers must submit requests for changes to or approval of equals, clarifications and modifications of the specifications in writing. The solicitation documents can only be modified in writing. Procurement must receive the requests no later than the date indicated above. Procurement will issue a response to those requests to all bidders/proposers by posting the replies to Periscope S2G no later than the date indicated above. DCTA assumes no responsibility for delayed or lost responses		
ALL QUESTIONS AND REQUESTS FOR CLARIFICATIONS SHALL BE SENT TO	Athena Forrester procurement@dcta.net or submitted via Periscope S2G at www.bidsync.com		
RECEIPT OF BID/PROPOSAL	Prior to the time and date indicated above, all proposals must be submitted via BidSync at www.bidsync.com		
<p>Proposal packages received after the due time and date shall not be considered and will be returned unopened. All bids/proposals shall be submitted electronically through www.bidsync.com, Proposals received by email shall not be considered. Bids/Proposals submitted to other DCTA locations may be returned unopened and will not be considered in the award of the contract.</p> <p>DCTA reserves the right to change the deadline for submitting bids/proposals. Further, DCTA reserves the right to unilaterally revise or amend the scope of services up to the time set for submitting bids/proposals. Such revisions and addenda, if any, shall be announced by addenda to this solicitation. Copies of such addenda shall be furnished to all prospective bidders/proposers.</p>			
ACCEPTANCE PERIOD	PROPOSALS SHALL REMAIN VALID FOR 90 DAYS FROM THE DUE DATE		
DBE (DISADVANTAGED BUSINESS ENTERPRISE) PROGRAM	It is the policy of DCTA to create a level playing field on which DBEs, as defined in 49 CFR Part 26, can compete fairly for DOT-assisted contracts. Additionally, DCTA is committed to removing barriers to the participation of DBEs on DOT-assisted contracts. The DBE requirements of 49 CFR Part 26 applies to this procurement. By submitting its bid/proposal, Bidder/Proposer certifies that it will take all necessary and reasonable steps in accordance with 49 CFR Part 26 to ensure that DBEs are given the maximum opportunity to compete for and participate in the performance of this contract. Bidder/Proposer further certifies and agrees that it has not and will not discriminate on the basis of race, color, national origin, or sex in the award of subcontracts under this contract or in performance of this contract. DCTA's DBE Program is available at www.dcta.net		
DBE GOAL	<input type="checkbox"/> yes <input checked="" type="checkbox"/> no DBE goal %		
DAVIS-BACON AND COPELAND ANTI-KICKBACK	The Davis-Bacon and Copeland Acts are codified at 40 USC 3141, et seq. and 18 USC 874. The Acts apply to grantee construction contracts and subcontracts that "at least partly are financed by a loan or grant from the Federal Government." 40 USC 3145(a), 29 CFR 5.2(h), 49 CFR 18.36(i) (5).The Acts apply to any construction contract over \$2,000. 40 USC 3142(a), 29 CFR 5.5(a). 'Construction,' for purposes of the Acts, includes "actual construction, alteration and/or repair, including painting and decorating of public buildings and public works of the Government." 29 CFR 5.5(a).		
CERTIFIED PAYROLL	<input type="checkbox"/> yes <input checked="" type="checkbox"/> no Wage Rate		
BID/PROPOSAL ENDORSEMENT	TO BE COMPLETED AND INCLUDED WITH COVER LETTER		
BUSINESS NAME			
CONTACT NAME		TITLE	
TELEPHONE		EMAIL	
ADDRESS			
SIGNATURE			DATE

SCOPE OF WORK, TERMS AND CONDITIONS**1. CONTRACT**

Submission of a proposal constitutes an offer to perform the work specified and to be bound by the terms contained or referenced herein. Upon acceptance of the offer, and upon award of the Contract to the successful offeror (if any), this procurement solicitation document (entitled "Request for Proposal") together with the completed and executed forms required herein, and all attachments hereto, together with the contract shall collectively constitute the Contract documents.

2. CONTRACT TERM

The initial term of the contract shall cover the three fiscal years ending September 30, 2021, September 30, 2022, and September 30, 2023, with the second and each subsequent year subject to renewal based on an evaluation by DCTA of the Auditor's performance for the prior year. The audit engagement is subject to annual renewal for up to two additional years, based on annual review of the Auditor's performance by DCTA's Chief Financial Officer.

3. GENERAL INFORMATION

The Denton County Transportation Authority (DCTA) is requesting proposals from qualified certified public accounting firms to audit its basic financial statements, and otherwise serve as the DCTA's external independent auditors (hereafter referred to as the "Auditor")

4. PROJECT DESCRIPTION**4.1 GENERAL SCOPE OF WORK**

The auditor is to express an opinion on the basic financial statements based on an audit conducted in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. In addition, the auditor is to issue a report on compliance for each major federal program, a report on internal control over compliance, and a report on the schedule of expenditures of federal awards based on auditing procedures applied in the audit of the basic financial statements. The auditor will provide information necessary to complete the electronic submission and certification of the Data Collection Form with the Federal Audit Clearinghouse within 30 days of receipt of the final reports.

4.2 INITIAL TERM AUDIT SCHEDULE

EVENT	DATE
Preliminary planning meeting	Early to mid-July 2021
Interim audit PBC list provided to DCTA	July 19, 2021
Interim audit fieldwork	Week of August 23, 2021
Year-end audit PBC list provided to DCTA	September 20, 2021
Year-end audit fieldwork	Week of November 15, 2021 Week of November 29, 2021
CAFR draft submitted to DCTA for review	December 27, 2021
Exit conference	Early January 2022
National Transit Database (NTD) reporting review	Early January 2022; NTD report submitted by January 31
Preliminary presentation to Board of Directors	January 27, 2022; agenda packet items due January 18
Final CAFR, Single Audit drafts submitted to DCTA for approval	February 4, 2022
Final bound CAFR, Single Audit delivered to DCTA	February 17, 2022
Presentation to Board of Directors	February 24, 2022; agenda packet items due February 15

4.3 AUDIT OF FINANCIAL STATEMENTS

The auditor is required to audit the statement of net position; the related statement of revenues, expenses and changes in net position; and the statement of cash flows for the years covered in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. The auditor is required to issue an opinion on the fairness of presentation of the statements in accordance with accounting principles generally accepted in the United States and the fairness of the supplementary information in relation to the financial statements as a whole. The auditor is not required to audit the introductory section, management's discussion and analysis, supplementary information, or statistical section, but limited procedures shall be applied to these sections in accordance with auditing standards generally accepted in the United States of America. The Auditor shall provide 30 copies of the opinion on the Auditor's original letterhead.

4.4 COMPREHENSIVE ANNUAL FINANCIAL REPORT

For each fiscal year covered by the proposed audit engagement, DCTA will submit a Comprehensive Annual Financial Report (CAFR) to the Government Finance Officers Association (GFOA) to determine eligibility for a Certificate of Achievement for Excellence in Financial Reporting. The Auditor shall assist in this effort by examining the introductory and statistical sections of the CAFR as prepared by DCTA to ensure conformance with audited financial data and compliance with GFOA certification standards. The Auditor shall also prepare the financial section and supplementary information of the CAFR to ensure compliance with GFOA certification standards and shall otherwise offer the necessary assistance and suggestions for improvement to the CAFR to ensure that a Certificate of Achievement is received. The Auditor shall provide a searchable PDF version via e-mail and 30 bound copies of the CAFR.

4.5 SINGLE AUDIT

The Auditor shall also audit the financial transactions regarding DCTA's federal grants received in accordance with the auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States and for compliance with CFR 2 Part 200. The Auditor shall provide 30 bound copies of all required Single Audit Reports, including the Independent Auditor's Report on Internal Control over Financial Reporting and on Compliance and Other Matters Based on an Audit of Financial Statements Performed in Accordance with *Government Auditing Standards*; and the Independent Auditor's Report on Compliance for Each Major Program and Report on Internal Control over Compliance in Accordance with CFR 2 Part 200, and on the Schedule of Expenditures of Federal Awards.

4.6 REPORT TO MANAGEMENT

The auditor will inform the CEO and the Chief Financial Officer of any material errors, fraudulent financial reporting, or misappropriation of assets as well as any violations of laws or government regulations that come to attention.

In performing the proposed audit described herein, the Auditor shall observe the adequacy of DCTA's system of internal control. If significant deficiencies or material weaknesses are noted, or if in the opinion of the Auditor improvements to internal control should be made, such comments and recommendations shall be included in a separate Report to Management. To the extent possible, any problem or deficiency identified in the Report to Management shall be accompanied by specific suggestions as to how such problem or deficiency can be corrected.

The Report to Management must include a statement that the Auditors have reviewed the Quarterly Investment Reports presented to the Board and report any errors or exceptions to the report as required by the DCTA Investment Policy.

The Report to Management shall be addressed to DCTA's Board of Directors and shall be reviewed prior to final preparation at the Exit Conference with the CEO and Chief Financial Officer.

4.7 EXIT CONFERENCE AND CAFR PRESENTATION

Upon completion of the audit, the Auditor shall meet with the CEO and Chief Financial Officer to review and discuss significant audit findings, draft financial statements, audit adjustments, and other matters as requested by either the Auditor or DCTA. This meeting shall take place prior to preparation of the draft Report to Management.

The audit Partner and/or Manager will present the draft basic financials and draft opinion to the Board of Directors in January. Included in this presentation will be any required communications to those charged with governance including but not limited to:

- Auditor's responsibility under generally accepted auditing standards and *government auditing standards*
- Auditor's responsibility under CFR 2 Part 200
- Unusual transactions and the adoption of new accounting principles
- Fraud and illegal acts
- Material weakness in internal control
- Management judgments and accounting estimates
- Difficulties encountered or disagreements with management
- Management representations and management consultations
- Auditor independence
- Audit adjustments

The audit Partner and/or Manager will present the CAFR at the February Board of Directors Meeting.

4.8 PREPARATION OF AUDIT WORKING PAPERS AND SCHEDULES

It is intended that the Auditor shall prepare all audit working papers required by the examinations described herein, and that the staff of DCTA's Finance Department shall assist in the preparation of supporting schedules. Therefore, as part of the proposed audit engagement, the Auditor shall identify those schedules for which the Finance Department shall be responsible, and then shall reach agreement with the Chief Financial Officer as to the work to be performed and the specific timetable to be observed. It shall be the responsibility of the Auditor to complete all schedules not specifically assigned to DCTA's Finance Department.

The auditor will maintain all working papers and reports, at the auditor's expense, for at least five (5) years after the fiscal year end. A copy of all audit working papers and schedules will be made available to authorized representatives of federal and state agencies and to DCTA. The auditor will allow successor auditors to review working papers related to matters of continuing financial significance.

4.9 SERVICE, FACILITIES PROVIDED TO THE AUDITOR

DCTA shall provide the space and facilities necessary for the Auditor to conduct the examinations described herein. In addition, all information, data, reports and records, necessary for carrying out the required work, including photocopies of same, shall be furnished to the Auditor without charge, and DCTA shall cooperate with the Auditor in every reasonable way to ensure timely completion of the audit. Auditors will work remotely or at Auditor's office if needed outside of DCTA's normal business hours or as requested by DCTA.

4.10 WORK SCHEDULE

The draft audited financial statements, the Auditor's opinion on the financial statements, the Single Audit Reports, and the Report to Management shall be completed for a presentation to DCTA's Board of Directors in January 2022 for the audit covering the fiscal year ending September 30, 2021. The CAFR shall be completed by mid-February of each year and distributed to DCTA's Board of Directors at their meeting in February.

With these critical dates in mind, a proposed "Schedule of Audit Activities" has been prepared for completion of the audit process for the fiscal year ending September 30, 2021 and is included in section 4.2 of this RFP. This schedule should serve as the proposed timeline for all years under contract. As part of each proposal, the Auditor shall respond to this schedule, including the proposed assignments of responsibility, and provide suggested changes if the proposed schedule is not acceptable.

4.11 OTHER SERVICES

DCTA may, at its discretion, request the Auditor to perform other audits or reviews, or provide other services not specifically described in this RFP including consulting and providing professional advice as needed. If such a request is made, the Auditor shall be asked to submit a separate proposal for providing such services, along with proposed fees, if applicable.

5. BACKGROUND INFORMATION

5.1 AUTHORITY DESCRIPTION

DCTA is a Coordinated County Transportation Authority as defined in Chapter 460 of the Texas Transportation Code. It is granted power under this Texas law to plan, develop, acquire, construct, own, operate, and maintain a public transportation system in Denton County. In 2002, legislation authorizing DCTA was passed. On September 13, 2003 the voters of Denton County created DCTA. The primary revenue source for DCTA is a ½ cent local sales tax from its three (3) member cities - Denton, Highland Village, and Lewisville. Collection of the sales and use tax dedicated to DCTA from these three (3) cities began January 1, 2004. This revenue helps fund DCTA's Long Range Service Plan which includes a commuter rail component and a bus service component with local fixed route bus service, university shuttle service, and demand response and vanpool service. The Long Range Service Plan also outlines the plan for a network of Park-and-Rides and Rail and Bus operations facilities to serve Denton County residents. These elements provide services to help mitigate congestion, improve mobility, and provide regional connectivity. DCTA's A-train rail service connects Denton County with Dallas Area Rapid Transit (DART) light rail transit facilities via a convenient cross platform transfer and provides access to the greater Dallas-Fort Worth area. Other non-participating cities in Denton County may choose to contract with DCTA for service.

DCTA is governed by a 5 voting member Board appointed by respective entities from Denton County and the cities of Denton, Highland Village, and Lewisville serving two-year terms. Large cities, small cities and other Denton County cities make up the remaining six non-voting members. Each member serves a term of two years and may be reappointed. There are no term limits for service on the Board. Board officers are elected from the Board membership and serve a one-year term. A Board Member may not be elected to more than three consecutive one-year terms as Chair, provided said three successive terms may be in addition to and preceded by that Board Member's election as Chair to serve the remainder of an unexpired term.

In FY19, DCTA created a Local Government Corporation (LGC) called North Texas Mobility Corporation (NTMC). NTMC is a subsidiary of DCTA and acts on behalf of its creating authority, governed by Chapter 431 of the Texas Transportation Code. DCTA has entered into an Interlocal Agreement (ILA) with NTMC to provide complete mobility services and management of ongoing

operations, including fixed-route, demand-response, ADA/paratransit, fare collection and enforcement services, maintenance, service operation, and DCTA's customer service/call center. DCTA contracts with Rio Grande Pacific Corporation for rail service operations including maintenance services for stations, corridor, track signal and communication systems, engineers and conductors to operate the DCTA service, and dispatching.

5.2 BASIS OF ACCOUNTING AND BUDGETARY DATA

The accounting records of the Authority are maintained in accordance with accounting principles generally accepted in the United States of America (GAAP) for local governmental units, as prescribed by the Governmental Accounting Standards Board, and include applicable standards of the Financial Accounting Standards Board. The activities of the Authority are similar to those of proprietary funds of local jurisdictions and are therefore reported as an enterprise fund. The activities are accounted for on a flow of economic resources measurement focus and the accrual basis of accounting. Detailed information on the Authority including a summary of significant accounting policies can be found in the DCTA's CAFR at <https://www.dcta.net/business-center/financial-info/cafr>.

Annual proposed operating and capital budgets are prepared by management, presented to Denton County residents at a public meeting, and reviewed by the Board of Directors prior to adoption of the final budget in September. All budget amendments require approval by the Board of Directors. Budget transfers between expense categories and departments may be authorized by the CEO and reported to the Board. The Board of Directors monitors, reviews, and accepts the monthly and year to date financial statements with budget comparisons and explanations of unfavorable material variances.

Total revenues for FY2021 are budgeted at \$53.3 million, an increase of 12.2% over FY2020 revised budget. Total expenses and transfers out (including approximately \$10.5 million in depreciation) are \$43.8 million for the FY2021 budget, along with capital outlay and major maintenance amounting to \$14.1 million. The adopted FY2021 budget document can be found at <https://www.dcta.net/business-center/financial-info/budget>.

5.3 ORGANIZATIONAL RESPONSIBILITIES

DCTA financial functions fall under the general supervision of the CEO, with the Chief Financial Officer responsible for planning, organizing, directing and coordinating the activities of the finance, accounting, purchasing, cash management, financial reporting and budgeting functions.

5.4 COMPUTER SYSTEMS

DCTA currently uses SunGard ONESolution, a CentralSquare Technologies product, which includes a general ledger accounting system with accounts payable, accounts receivable, and fixed assets modules. DCTA utilizes Kronos, Inc. as its payroll processor.

5.5 FEDERAL FINANCIAL ASSISTANCE

DCTA is the recipient of Federal Transit Administration (FTA) grants. The FTA is an agency of the U.S. Department of Transportation and is the principal source of federal financial assistance for the planning, development, and improvement of public transportation systems. This assistance is provided through a variety of programs under the Federal Transit Act, as amended.

The Auditor shall be knowledgeable of National Transit Database (NTD) reporting requirements. NTD requires DCTA to submit an Independent Auditor Statement for Financial Data every ten report years and an Independent Auditor Statement for Federal Funding Allocation Data annually in January of each year.

In addition to FTA funds, DCTA currently also has open grants from Federal Railroad Administration (FRA) and North Central Texas Council of Governments (NCTCOG).

5.6 DCTA RETIREMENT PLANS

The Authority's employees participate in the Texas County and District Retirement System (TCDRS). Detailed information about the plan can be found in Note 7 of the FY19 CAFR.

<https://dcta.net/sites/default/files/Finance/DCTA%20CAFR%20FY19%20FINAL%20v2%20for%20Website.pdf>

5.7 DCTA INVESTMENT POLICY

The Auditor shall be knowledgeable of DCTA's investment policy and shall fulfill the requirements stated therein. The policy is attached as Exhibit A.

PROPOSAL SUBMITTAL INFORMATION

The response shall be submitted online through Bidsync, at www.bidsync.com, proposals received via email shall not be considered. Proposals submitted to DCTA administrative office may not be considered, due to the current pandemic all proposals must be submitted electronically as stated above. DCTA is receiving submittals via electronic means in unbound volumes on standard 8½"x11" standard paper. All information must be assembled and indexed in the order described below. The proposal shall not exceed 25 double sided pages.

In order to be considered responsive to this RFP, the Proposal Packet shall include at least the following information:

COVER LETTER

Each proposer shall submit a maximum two-page letter including the name and address of the organization submitting the Packet; whether the organization is an individual, partnership, corporation or joint venture; and the name, address and telephone number of the contact person who will be authorized to make representations for the organization. The cover letter should also contain a certification that no member of the governing body of DCTA or staff exercising any functions or responsibilities with respect to this project shall during his/her tenure, or for one year thereafter, have any interest, direct or indirect, in any proceeds thereof. The cover letter should also stipulate that the offer is valid for 90 days after submittal. The cover letter must be signed by a person authorized to bind the organization.

TAB 1 - SCOPE OF WORK / AUDIT APPROACH

This section must outline how the auditor intends to provide the required services to accomplish the Scope of Work. The proposal should include the audit methodology to be followed, type and extent of analytical procedures and statistical sampling to be used, approach taken to understand the Authority's internal control structure and applicable laws and regulations, and any additional capabilities the auditor offers to provide the best quality work product.

TAB 2 - STATEMENT OF FIRM EXPERIENCE AND QUALIFICATIONS

This Statement shall include, but not be limited to, the following information:

Qualifications – Interested auditors should state size of the organization, size of the organization's governmental audit group, office location where engagement work will be performed, and a confirmation that the organization is licensed to practice in Texas. The auditor is required to submit a copy of the most recent external quality control review.

Relevant Experience – Interested firm/individuals should briefly state their firm's experience in projects of similar size, scope and complexity, including the dates the project spanned. In addition, key staff that will be assigned to the DCTA should provide their experience in this type of project, whether each person is licensed to practice as a certified public accountant in Texas, and any special skills or experience.

Past Performance – Please specify between three (3) and five (5) projects that are similar in nature to that contemplated in this RFP that the firm and/or key staff has performed within the last three years. Furnish a short narrative describing the project and the outcome. List the name of the entities for which the services were provided, the timeframe of the project, and the project managers' names, addresses and phone numbers.

Availability – Please specify that the firm's key staff will be available to work with DCTA during the timeframe specified in Section 4.2 of the Scope of Work. The auditor should indicate how the quality and experience of staff over the term of the contract will be assured.

TAB 3 - REFERENCES

Provide at least three (3) references, complete with address and telephone number, of the government entities for whom the contractor has performed similar work. The references should match the examples provided in Tab 2 above. Also please provide a list of all current government clients in the DFW area, along with contact information including a telephone number.

TAB 4 - FEES

Provide the fee schedule that would apply to this engagement for each of the first three years. Explain any additional expenses not covered by the fee schedule for which DCTA would be billed. Provide your projections of fees for the two optional fiscal years. Describe the billing schedule to be observed.

TAB 5 - ATTACHMENTS

Include company brochure, copies of referenced certifications, acknowledgement of any Addenda issued, certifications and required forms, and any other attachments or acknowledgement required as part of this submittal.

Required forms shall be included in Tab 5:

1. Bidder's Questionnaire
2. Non-Collusion Affidavit
3. Conflict of Interest Questionnaire
4. Prohibition of Contracts with Companies Boycotting Israel

Each Proposer shall submit a detailed response to the RFP. The response shall include sufficient information to enable the Denton County Transportation Authority to evaluate the capabilities of the Proposer and its approach to providing the specified services. Best Value will be the base for the evaluation. Unnecessarily elaborate or voluminous responses are neither required nor wanted. The 25-page limit and other requirements described shall be enforced. Discussion of the firm's past experience, which is not related to the specified services, should not be included. The response shall specifically address the issues raised, and provide the information requested.

It is the responsibility of the proposer to examine the entire RFP package and seek clarification of any item or requirement that may not be clear and to check all responses for accuracy before submitting a proposal.

Proposers may not contact members of the Authority's Board of Directors concerning this procurement. Any proposer violating this provision may be disqualified from consideration in this procurement.

DCTA will not respond to oral requests. Any request for a change to any part of this document must be fully supported with technical data, or other pertinent information evidencing that the exception will result in a condition equal to or better than the required by the RFP, without substantial increase in cost or time requirements. Any responses to such written requests shall be provided by DCTA in the form of an addendum. Only written responses (including e-mail and/or e-mail attachments) provided as addenda shall be official and all other forms of communication with any officer, employee or agent of DCTA shall not be binding on DCTA.

EVALUATION AND SELECTION

1. GENERAL RESPONSIVENESS

In order for a Proposer to be eligible to be awarded the Contract, the Proposal must be responsive to the Request for Proposal, and DCTA must be able to determine that the proposer is responsible to perform the Contract satisfactorily. Responsive Proposals are those complying in all material aspects of the solicitation. Proposals which do not comply with all the terms and conditions of this solicitation may be rejected as nonresponsive. A Proposer may, at any time after the submission of the Proposal, be requested to submit further written evidence verifying that the firm(s) meet the criteria necessary to be determined a responsible Proposer. Refusal to provide requested information may result in the Proposer being declared nonresponsive, and the Proposal may be rejected.

2. EVALUATION OF PROPOSAL

Proposals will be reviewed for compliance with the requirements of the RFP. Those proposals which are deemed incomplete will be rejected. Proposals will also be scored on the clarity and completeness.

A committee of DCTA staff will evaluate the responses and will make a recommendation for award based on the best value to the agency. Evaluation will be based on the following criteria:

3. CRITERIA FOR PROPOSAL EVALUATION

Proposals will be evaluated for compliance with the following mandatory criteria:

- The firm is independent and licensed to practice in Texas
- The key staff identified for the engagement have extensive local government audit experience and Single Audit experience
- The key staff identified for the engagement have extensive experience with clients who receive the GFOA Certificate of Achievement for Excellence in Financial Reporting

Auditors that meet the mandatory criteria shall be evaluated on the following criteria. Each Proposal Packet will be rated on a 100-point scale, with maximum points for each of the evaluation criteria listed below.

SCORING CRITERIA	WEIGHT
QUALIFICATION OF FIRM / STAFF Substantial representations regarding the firm's qualifications and demonstrated skill appropriate for entity needs and the technical capabilities and professional competence of the Proposer and assigned personnel.	30
RECORD OF PERFORMANCE Record of performance based on previous work with DCTA and/or other client references.	25
PROJECT UNDERSTANDING Evidence of a clear understanding of project objectives and methodology to be used, responsiveness of the proposal	20
PROJECT MANAGEMENT EXPERIENCE Demonstrated ability to meet the required time schedule; availability for meetings with staff and Board of Directors	15
FEE SCHEDULE / PRICE Fair and reasonable fee/price when compared with firm's qualifications, industry standards, and DCTA's cost estimate	10
TOTAL	100

4. REFERENCE EVALUATION

The DCTA will also evaluate qualifications by inquiries into the firm/individual's references and/or client list. The DCTA is especially concerned with the firm/individual's:

- Ability to effectively work with government agencies.
- Past experience working with organizations with similar size, scope and complexity, including Federal Transit Administration requirements.
- Ability to complete projects on time and within budget.

5. ORAL PRESENTATION

Some or all of the firms being considered for the project may, at the sole discretion of the DCTA, be invited to make an oral presentation to the Selection Committee. The oral presentations, if required, shall be conducted so as to solicit information to enable the DCTA to evaluate the capability of the applicable firms/individuals to provide the desired services. If the DCTA notifies a firm/interview that an oral presentation is required, the DCTA shall inform the firm/individual of the schedule, order and procedure for the presentation, including its content, time limits, identity of the presenters, and use of handouts and visual aids. The DCTA may videotape any presentations. Any cost incurred by the vendor/supplier is the responsibility of the vendor/supplier and cannot be charged to DCTA.

If oral presentations are required, the written response will count as 75% of the overall score and the oral presentation as 25%. Notwithstanding the foregoing, the DCTA emphasizes that it may elect to forego oral presentations for all or some firms/individuals. Consequently, all responses should be comprehensive and clear on their face, and no firm/individual should rely upon the opportunity to present additional or clarifying information at a later time.

6. BEST AND FINAL OFFER

DCTA reserves the right to request a best and final offer from all or select proposers.

7. CONTRACT AWARD

Award will be made to the responsible firm whose proposal is most advantageous to DCTA. Accordingly, DCTA may not necessarily make an award to the Proposer with the highest technical ranking nor award to the Proposer with the lowest Price Proposal if doing so would not be in the overall best interest of DCTA.

GENERAL TERMS AND CONDITIONS

1. CANCELLATION

The DCTA reserves the right to cancel this RFP or cancel the award of this contract at any time before execution of the contract by both parties if cancellation is deemed to be in DCTA's best interest. In no event shall the DCTA have any liability for the cancellation of award. The Proposer assumes the sole risk and responsibility for all expenses connected with the preparation of its proposal.

2. EVALUATION AND AWARD OF CONTRACT

The Owner reserves the right to reject any and all proposals, to waive any and all informalities except for the time of submission of the Proposal and to negotiate contract terms with the Successful Proposer. The Owner also reserves the right to reject all nonconforming, non-responsive, unbalanced or conditional Proposals. Also, the Owner reserves the right to reject the Proposal of any Proposer if the Owner believes that it would not be in the best interest of the Project to make an award to that Proposer, whether because the Proposal is not responsive or the Proposer is unqualified or has doubtful financial ability or fails to meet any other pertinent standard or criteria established by the Owner. Discrepancies in the multiplication of units of Work and unit prices will be resolved in favor of the unit prices. Discrepancies between the indicated sum of any column of figures and the correct sum thereof will be resolved in favor of the correct sum.

In evaluating Proposals, the owner will consider the qualifications of the Proposers, whether or not the Proposals comply with the prescribed requirements, unit prices, completion time, and other data, as may be requested in the Proposal form or prior to the Notice of Award.

Because offers can at times be ambiguous, DCTA reserves the right to request additional information before making an award. DCTA also reserves the right to seek clarification from any proposer or offeror about any statement in its proposal that DCTA finds ambiguous.

The Owner may consider the qualifications and experience of any Subcontractors, Suppliers, or other persons or organizations proposed for those portions of the Work as to which the identity of Subcontractors, Suppliers, and other persons and organizations must be submitted as requested by the Owner:

The Owner may consider its past experience with the Proposer and any Subcontractors, Suppliers or other persons or organizations proposed to perform any portions of the Work, and the Owner reserves the right to reject any and all proposals from persons or organizations with whom the Owner has previously experienced problems including but not limited to issues relating to performance, workmanship, and disputes or litigation.

The Owner may conduct such investigations as the owner deems necessary to assist in the evaluation of any Proposal and to establish the responsibility, qualifications and financial stability of Proposers, proposed Subcontractors, Suppliers and other persons and organizations to perform and furnish the Work in accordance with the Contract Documents to the Owner's satisfaction within the prescribed time.

If contract is to be awarded, it will be awarded to the best qualified Proposer whose evaluation by the Owner indicates to the Owner that the award will be in the best interests of the DCTA. DCTA may award the contract to a single supplier, affording DCTA the improved cost effectiveness as well as one stop shopping. If determined to be in the best interest of DCTA, it reserves the right to award to multiple proposers.

3. ADDENDUM

The contents of all addendums sent to proposer are to be incorporated in the RFP documents and will become part of the contract documents.

4. PROOF OF INSURABILITY

Proposer must submit proof of insurability with their proposal. Proof of insurability can be in the form of a letter from the Proposer's insurance provider stating the provider's commitment to insure the Proposer for the types of coverages and levels of coverages specified in this RFP.

5. CONFIDENTIALITY

It is in the public interest for the DCTA to receive as many proposals as possible. The DCTA acknowledges the possible confidential nature of any aspect of the proposal including the cost or price information requested by the Request for Proposals, and the DCTA obliges itself in good faith not to disclose any page of the proposal containing information which the Proposer clearly marks as confidential during the evaluation process. After contract award, disclosure of information shall be made only in accordance with Texas law and applicable Federal requirements.

6. TAXES

DCTA is tax exempt and shall furnish the successful proposer with the necessary tax exemption certificate.

7. INDEMNIFICATION

DCTA SHALL NOT BE LIABLE FOR ANY LOSS, DAMAGE, OR INJURY OF ANY KIND OR CHARACTER TO ANY PERSON OR PROPERTY ARISING FROM THE SERVICES OF THE CONTRACTOR PURSUANT TO THIS AGREEMENT. CONTRACTOR HEREBY WAIVES ALL CLAIMS AGAINST DCTA, ITS OFFICERS, AGENTS AND EMPLOYEES (COLLECTIVELY REFERRED TO IN THIS SECTION AS "DCTA") FOR DAMAGE TO ANY PROPERTY OR INJURY TO, OR DEATH OF, ANY PERSON ARISING AT ANY TIME AND FROM ANY CAUSE OTHER THAN THE NEGLIGENCE OR WILLFUL MISCONDUCT OF DCTA. CONTRACTOR AGREES TO INDEMNIFY AND SAVE HARMLESS DCTA FROM AND AGAINST ANY AND ALL LIABILITIES, DAMAGES, CLAIMS, SUITS, COSTS (INCLUDING COURT COSTS, ATTORNEYS' FEES AND COSTS OF INVESTIGATION) AND ACTIONS BY REASON OF INJURY TO OR DEATH OF ANY PERSON OR DAMAGE TO OR LOSS OF PROPERTY TO THE EXTENT CAUSED BY THE CONTRACTOR'S NEGLIGENT PERFORMANCE OF SERVICES UNDER THIS AGREEMENT OR BY REASON OF ANY ACT OR OMISSION ON THE PART OF CONTRACTOR, ITS OFFICERS, DIRECTORS, SERVANTS, AGENTS, EMPLOYEES, REPRESENTATIVES, CONTRACTORS, SUBCONTRACTORS, LICENSEES, SUCCESSORS OR PERMITTED ASSIGNS (EXCEPT WHEN SUCH LIABILITY, CLAIMS, SUITS, COSTS, INJURIES, DEATHS OR DAMAGES ARISE FROM OR ARE ATTRIBUTED TO SOLE NEGLIGENCE OF DCTA). IF ANY ACTION OR PROCEEDING SHALL BE BROUGHT BY OR AGAINST DCTA IN CONNECTION WITH ANY SUCH LIABILITY OR CLAIM, CONTRACTOR, ON NOTICE FROM DCTA, SHALL DEFEND SUCH ACTION OR PROCEEDINGS AT CONTRACTOR'S EXPENSE, BY OR THROUGH ATTORNEYS REASONABLY SATISFACTORY TO DCTA. CONTRACTOR'S OBLIGATIONS UNDER THIS SECTION SHALL NOT BE LIMITED TO THE LIMITS OF COVERAGE OF INSURANCE MAINTAINED OR REQUIRED TO BE MAINTAINED BY CONTRACTOR UNDER THIS AGREEMENT. THIS PROVISION SHALL SURVIVE THE TERMINATION OF THIS AGREEMENT.

CONTRACTOR SHALL INDEMNIFY DCTA FOR ANY FINES AND LEGAL FEES INCURRED BECAUSE EMPLOYEES, AGENTS, OR WORKERS SUPPLIED BY CONTRACTOR ARE NOT AUTHORIZED TO WORK IN THE UNITED STATES.

By the execution and submission of this proposal, proposer acknowledges proposer has read and does comply with all terms and conditions, clauses and requirements contained herein.

8. PAYMENT

DCTA shall pay the PROPOSER, upon the submission of proper invoices. Unless otherwise specified in this contract, payment shall be made within thirty (30) days of receipt of a complete and correct invoice.

Proposer's invoices for the services rendered shall be emailed to the following e-mail address:

accountspayable@dcta.net

9. ASSIGNMENT

The successful proposer shall not assign, sell, transfer or convey the agreement completely or in part, without the prior written consent of DCTA.

10. VENUE

The agreement will be governed and construed according to the laws of the State of Texas; and venue for any action concerning this contract shall be in Denton County, Texas. The parties agree to submit to the personal and subject matter jurisdiction of said court.

11. INDEPENDENT CONTRACTOR

It is understood and agreed by and between the parties, that successful proposer, in satisfying conditions in this contract, is acting independently, and that DCTA assumes no responsibility or liabilities to any third party in connection with these actions. All services to be performed by successful proposer pursuant to this contract shall be in the capacity of an independent proposer, and not as an agent or employee of DCTA. Successful proposer shall supervise the performance of its services and shall be entitled to control the manner and means by which its services are to be performed, subject to the terms of this contract.

12. TERMINATION / DISPUTE RESOLUTION

Termination for Convenience of DCTA

DCTA may terminate all or part of this Contract upon determining that termination is in the public interest. Termination under this Article shall be effective upon delivery of written notice of termination to Contractor. Upon termination under this provision, Contractor shall be entitled to payment in accordance with the terms of this Contract for Contract work completed before termination, and to payment for all reasonable Contract close-out costs including reasonable profit to include materials purchased and work performed. Within thirty (30) days after termination pursuant to this provision, Contractor shall submit an itemized invoice for all un-reimbursed Contract work completed before termination and all Contract close-out costs actually incurred by Contractor. DCTA shall not be liable for any costs invoiced later than thirty (30) days after termination notice. Contractor is not entitled to any alleged lost profit on work not performed but which would have been performed had this Contract not been terminated.

Termination for Default

If the Contractor refuses or fails to properly prosecute or perform the work or any separable part, with the diligence and good workmanship that will ensure its completion and acceptance within the time specified in this Contract including any extension, or fails to complete the work within this time, DCTA

may, by written notice to the Contractor, terminate the right to proceed with the work (or the separable part of the work) that has been delayed or not performed in a good workmanship like manner. In this event, DCTA may take over the work and complete it by contract or otherwise, and may take possession of and use any materials, reports, schedules, appliances, or other work product necessary for completing the work. The Contractor and its sureties shall be liable for any damage to DCTA resulting from the Contractor's refusal or failure to complete the work within the specified time or not performed in a good workmanship like manner, whether or not the Contractor's right to proceed with the work is terminated. This liability includes any increased costs incurred by DCTA in completing the work.

The Contractor's right to proceed shall not be terminated nor the Contractor charged with damages under this Article, if:

- (1) The delay in completing the work arises from unforeseeable causes beyond the control and without the fault or negligence of the Contractor. Examples of such causes include (i) acts of God or of the public enemy, (ii) acts of another Contractor in the performance of a contract with DCTA, (iii) fires, (iv) floods, (v) epidemics, (vi) quarantine restrictions, (vii) strikes, (viii) freight embargoes, (ix) unusually severe weather, or (x) delays of subcontractors or suppliers at any tier arising from unforeseeable causes beyond the control and without the fault or negligence of both the Contractor and the subcontractors or suppliers; and
- (2) The Contractor, within 10 days from the beginning of any delay (unless extended by the Project Manager), notifies the Project Manager in writing of the causes of delay. The Project Manager shall ascertain the facts and the extent of delay. If, in the judgment of the Project Manager, the findings of fact warrant such action, the time for completing the work shall be extended with an appropriate Contract amendment, the right to proceed terminated or no action taken by the Project Manager. The findings of the Project Manager shall be final and conclusive on the parties, but subject to Claims.
- (3) The Contractor cures such failures to perform within 10 calendar days (or more if authorized in writing by the Project Manager) after receipt of the notice of default.

If, after termination of the Contractor's right to proceed, it is determined that the Contractor was not in default, or that the delay was excusable, the rights and obligations of the parties will be the same as if the termination had been issued for the convenience of DCTA.

Termination of Force Majeure

To the extent either party of this agreement shall be wholly or partially prevented from the performance of the term specified, or of any obligation or duty placed on such party by reason of or through work strikes, stoppage of labor, riot, fire, flood, acts of war, insurrection, court judgment, act of God, or other specific cause reasonably beyond the parties control and not attributable to its malfeasance, neglect or nonfeasance. In such event, the time for performance of such obligation or duty shall be suspended until such disability to perform is removed.

Disputes

Performance During Dispute – Unless otherwise directed by DCTA, contractor shall continue performance under this contract while matters in dispute are being resolved. Further, DCTA shall pay contractor for any undisputed work performed by contractor prior or during the resolution of the matters in dispute.

13. PROTEST PROCEDURES

Protests relative to this procurement will be reviewed and adjudicated by DCTA in accordance with its Procurement Policy and Procedures Manual maintained in DCTA's offices in Lewisville, TX.

14. ADMINISTRATIVE REMEDIES

Denton County Transportation Authority reserves the right to accept or reject any and/or all proposals, to waive any formalities and/or irregularities and to award the Contract in the best interest of the DCTA.

By submission of a proposal in response to this solicitation, the Proposer agrees to exhaust its administrative remedies under DCTA's Procurement Regulations or Disputes Clause of any resulting contract prior to seeking judicial relief of any type in connection with any matter related to this solicitation, the award of any contract, and any dispute under any related contract. Protests relative to this procurement will be reviewed and adjudicated by DCTA in accordance with its Procurement Policy and Procedures Manual maintained in DCTA's offices in Lewisville, TX.

15. OPEN RECORDS

All responses submitted to DCTA become the property of DCTA and are subject to the Public Information Act (Texas Government Code Chapter 552). The interested firms/individuals should familiarize themselves with the provisions of that Act. In no event shall DCTA, or any of its agents, Representatives, consultants, directors, officers, or employees, be liable to a firm/individual for the disclosure of all or any portion of a response submitted pursuant to the RFB.

If a firm/individual has special concerns about information that it desires to make available to DCTA, but which it believes constitutes a trade secret, proprietary information or other information excepted from disclosure, such firm/individual should specifically and conspicuously designate each page of that information, which the Proposer believes, should not be disclosed outside DCTA. Disclosure of requested information will be subject to the Texas Public Information Act.

16. CONTRACT

The successful Proposer may be required to execute a contract prepared and approved by DCTA General Counsel.

17. PROHIBITION OF BOYCOTT ISRAEL

Company verifies that (i) it does not Boycott Israel; and (ii) will not Boycott Israel during the term of the Contract. This section does not apply if the Company is a sole proprietor, a non-profit entity or a governmental entity; and only applies if: (i) the Company has ten (10) or more fulltime employees and (ii) this Contract has a value of \$100,000.00 or more to be paid under the terms of this Contract.

18. PROHIBITION OF CONTRACTS WITH CERTAIN COMPANIES

DCTA is prohibited from entering into a contract with a company that does business with Iran, Sudan, or a foreign terrorist organization.

19. RELATIONSHIP AND WORK IN GENERAL

Contractor, an independent contractor, covenants and agrees to perform for the stated compensation, all of the services described in Scope of Work, Terms and Conditions of this Contract. Contractor agrees to complete the work in a professional and workmanlike manner with a high degree of care to ensure the accuracy and timeliness thereof.

20. ASSIGNMENT OF PERSONNEL

Contractor agrees to assign qualified staff members including a Project Manager who shall be responsible for the task administration and work performance.

21. EMPLOYMENT OF PERSONNEL

Contractor agrees to employ, at its own expense, all personnel required in performing the services under this contract. Personnel employed by Contractor shall not be employees of, nor have any contractual relationship with DCTA. All personnel engaged in the work shall be fully qualified and shall be authorized or licensed to perform such work as required.

22. EMPLOYMENT OF VETERANS

Applicable to capital projects only-Contractor shall provide a hiring preference, to the extent practicable, to veterans (as defined in section 2108 of Title 5) who have the requisite skills and abilities to perform the construction work required under this contract. This shall not be understood, construed or enforced in any manner that would require an employer to give a preference to any veteran over any equally qualified applicant who is a member of any racial or ethnic minority, female, an individual with a disability, or a former employee.

23. USE OF SUBCONTRACTORS

The Contractor may utilize the services of specialty subcontractors on those parts of the work which, under normal contracting practices, are performed by specialty subcontractors.

No work or services under this Contract shall be subcontracted without the prior written approval of DCTA. DCTA reserves the right to reject any subcontractors proposed to be utilized on this project.

24. DBE SUBCONTRACTS

If DBE subcontractors are utilized to perform under this contract the contractor must make available to DCTA copies of all DBE subcontracts upon request. The subcontractor shall ensure that all subcontracts or agreements with the Prime to supply labor or materials require that the subcontract and all lower tier subcontracts be performed in accordance with 49 CFR Part 26.55.

25. INSPECTION OF WORK

DCTA shall have the right to review and inspect the progress of the work described herein at all times.

26. COPYRIGHT

No reports, maps, or other documents produced in whole or in part under this contract shall be the subject of an application for copyright by or on behalf of the Contractor. All reports, maps, and other documents produced under this contract shall become the property of DCTA. The Contractor shall, at its expense, defend all suits or proceedings instituted against DCTA and pay any award of damages assessed against DCTA in such suits or proceedings, insofar as the same are based on any claim that materials furnished or work performed under the contract constitutes an infringement of any patent, trade secret, copyright, or any other proprietary right.

27. PROPRIETARY RIGHTS

Contractor agrees not to release data or information about the results of the project to any person outside of DCTA without first obtaining written authorization to release such information from DCTA.

28. OWNERSHIP OF DOCUMENTS

The parties agree and understand that any and all documents produced under this Contract are the sole and exclusive property of DCTA and DCTA retains ownership of all such documentation including, but not limited to, studies, plans, specifications, intellectual property and all related documents. To the extent necessary, CONTRACTOR HEREBY ASSIGNS AND TRANSFERS ANY AND ALL COPYRIGHTS TO DCTA.

29. MAINTENANCE OF RECORDS

Proposer must maintain records to show actual time involved in performance of the Work.

30. CHANGES BY CONTRACTOR

If, during the performance of Work under the Contract, the Contractor finds it impracticable to comply strictly with the specifications, the Contractor will notify the DCTA Project Manager and Procurement Manager immediately in writing.

31. WRITTEN ACCEPTANCE BY DCTA

Any proposals by Contractor that vary or add to this Contract shall be construed as additional terms or modifications and shall not become part of the Contract unless accepted in writing, by DCTA.

32. CHANGE ORDERS / CONTRACT MODIFICATIONS

All requests for changes in the work must be submitted in writing to the DCTA Project Manager. Changes shall be made only with the prior approval DCTA and only by appropriate written Change Order or Contract Modification as appropriate. The Procurement Manager may, at any time, by a written Change Order or Contract Modification, and without notice to the Surety (if any), make changes within the general scope of this Contract. If the change affects the Contractor's costs, then the Procurement Manager shall also make an equitable adjustment in the Contractor's compensation.

33. WHOLE AGREEMENTS

The Contract constitutes the whole of the agreement between the parties hereto and neither thereof has been induced to make or enter into the Contract by reason of any promise, agreement, representation, statement, or warranty other than contained herein.

34. PARTIAL INVALIDITY

If any term, provision, covenant, or condition of this agreement is held by a court of competent jurisdiction to be invalid, void, or unenforceable, the remainder of the provisions shall remain in full force and effect and shall in no way be affected, impaired, or invalidated.

35. TITLES AND HEADINGS FOR CONVENIENCE ONLY

As used throughout this Contract, titles and headings of sections are for convenience only, and shall not be used to aid in interpretation of the provisions contained herein.

36. COMPENSATION

The proposer shall be compensated for work in performance of the contract and per the agreed upon fees. The proposer shall include as part of his invoice a list of all subcontractors and the amounts to be paid to each of the subcontractors from this invoice. DCTA will require specific payment reporting criteria for all payments made to subcontractors and will provide additional information and forms upon selection as the awarded firm.

37. PROMPT PAYMENT

The prime contractor agrees to pay each subcontractor under this prime contract for satisfactory performance of its contract no later than 30 days from the receipt of each payment the prime contractor receives from the Denton County Transportation Authority. Any delay or postponement of payment from the above referenced time frame may occur only for good cause following written approval of the Denton County Transportation Authority. This clause applies to both DBE and non-DBE subcontracts and must be included in contracts between the Denton County Transportation Authority, the prime contractor, sub contracts and sub-recipients.

38. RETAINAGE

The prime contractor agrees to return retainage payments to each subcontractor within 30 days after the subcontractors work is satisfactorily completed. Any delay or postponement of payment from the above referenced time frame may occur only for good cause following written approval of the Denton County Transportation Authority. This clause applies to both DBE and non-DBE subcontracts.

39. MINORITY OWNED FINANCIAL INSTITUTIONS

In accordance with the requirements of 49 CFR Part 26, and grant agreements between DCTA and the Department of Transportation (DOT), to investigate the full extent of services offered by financial institutions owned and controlled by socially and economically disadvantaged individuals in the community, to make reasonable efforts to use these institutions, and to encourage prime contractors on DOT-assisted contract to make use of these institutions. Information regarding financial institutions may be obtained on-line from the Federal Reserve at <https://www.fdic.gov/regulations/resources/minority/mdi.html>

40. NON-DISCRIMINATION

The contractor, sub-recipient or subcontractor shall not discriminate on the basis of race, color, national origin, or sex in the performance of this contract. The contractor shall carry out applicable requirements of 49 CFR part 26 in the award and administration of DOT-assisted contracts. Failure by the contractor to carry out these requirements is a material breach of this contract, which may result in the termination of this contract or such other remedy as the recipient deems appropriate, which may include, but is not limited to:

- (1) Withholding monthly progress payments;
- (2) Assessing sanctions
- (3) Liquidated damages; and/or
- (4) Disqualifying the contractor from future solicitations as non-responsible

41. GRATUITIES

It shall be unethical for any person to offer, give, or agree to give any DCTA officer or former DCTA officer, or for any DCTA officer or former DCTA officer to solicit, demand, accept, or agree to accept from another person, a gratuity or an offer of employment in connection with any decision, approval, disapproval, recommendation, or preparation of any part of a program requirement or a purchase request, influencing the content of any specification or procurement standard, rendering of advice, investigation, auditing, or in any other advisory capacity in any proceeding or application, request for ruling, determination, claim or controversy, or other particular matter, pertaining to any program requirement or a contract or subcontract, or to any solicitation therefore.

42. FUNDING

Funds for payment have been provided through the DCTA budget approved by the Board of Directors for this fiscal year only. State of Texas statutes prohibit the obligation and expenditure of public funds beyond the fiscal year for which a budget has been approved. Therefore, anticipated orders or other obligations that may arise past the end of the current DCTA fiscal year shall be subject to budget approval.

43. FEDERAL FUNDS

DCTA is a recipient of federal funds from the Federal Transit Authority (FTA) and as a recipient of federal funds specific clauses and certifications must be included in any contract that involves the disbursement of federal funds. If federal dollars will be utilized under this contract, Proposers must

adhere to the clauses and certifications if applicable. All required clauses and certifications will be included if applicable.

44. PROCUREMENT OF RECOVERED MATERIALS

If federal dollars are utilized for this project all contractors must comply with section 6002 of the Solid Waste Disposal Act, as amended by the Resource Conservation and Recovery Act.

45. SILENCE OF SPECIFICATIONS

The apparent silence of the specifications as to any detail or to the apparent omission from it of a detailed description concerning any point, shall be regarded as meaning that only the best commercial practices are to prevail. All interpretations of these specifications shall be made on the basis of this statement.

INSURANCE REQUIREMENTS

Proposers performing work on DCTA's behalf shall provide the DCTA a certificate of insurance or a copy of their insurance policy(s) evidencing the coverage and coverage provisions identified herein within ten (10) days of request from DCTA. Proposers shall provide DCTA evidence that all subcontractors performing work on the project have the same types and amounts of coverage as required herein or that the subcontractors are included under the proposer's policy. Work shall not commence until insurance has been approved by DCTA.

All insurance companies and coverage must be authorized by the Texas Department of Insurance to transact business in the State of Texas and must have a A.M. Best's rating A-VI or greater.

Listed below are the types and minimum amounts of insurances required and which must be maintained during the term of the contract. DCTA reserves the right to amend or require additional types and amounts of coverage or provisions depending on the nature of the work.

COMMERCIAL GENERAL LIABILITY:

Covering Bodily Injury/Property Damage, Products/Completed Operations and Personal Advertising Injury

- Per occurrence\$1,000,000
- General Aggregate \$2,000,000
- Products/Completed Aggregate \$2,000,000
- Personal Advertising Injury per occurrence \$1,000,000

BUSINESS AUTO LIABILITY

to include coverage for:

- Owned/Leased vehicles
- Non-owned vehicles
- Hired vehicles
- Combined Single Limit \$1,000,000

WORKERS' COMPENSATION EMPLOYERS' LIABILITY

Texas Statutory Limits with Employer's Liability limits per occurrence:

- Each accident \$1,000,000
- Disease Policy Limits \$1,000,000
- Disease each employee..... \$1,000,000

ADDITIONAL INSURED:

The Commercial General Liability and Business Automobile Liability policies shall be endorsed to name DCTA, its directors and employees as additional insured regarding Bidder's operations in performance of this Contract.

WAIVER OF SUBROGATION:

The Workers' Compensation and Employers' Liability policies shall be endorsed to provide a waiver of subrogation in favor of DCTA, its officers, directors and employees.

COVERAGE PRIMARY:

Such insurance as is provided therein shall be primary and non-contributing with any other valid and collectible insurance available to DCTA. The limits of liability required above may be provided by a single policy of insurance or by a combination of primary, excess or umbrella policies. But in no event shall the total limits of liability available for any one occurrence or accident be less than the amounts required herein.

NO COMMENCEMENT WITHOUT COVERAGE:

The Bidder shall not commence work at the site under this Contract until he/she has obtained all required insurance and until such insurance has been approved by DCTA. Bidder shall not allow any subcontractor to commence work until all similar required insurance has been obtained and approved. Approval of the insurance by DCTA shall not relieve or decrease the liability of the Bidder hereunder.

CERTIFICATES:

Certificate of Insurance evidencing insurance coverage as required shall be furnished to the Purchasing Manager prior to commencement of work and within ten (10) calendar days after the date of Notice of Award. CERTIFICATES SHALL BE PROVIDED BY BIDDER AND ANYONE INVOLVED IN THE PERFORMANCE OF WORK UNDER THIS CONTRACT (not otherwise included under Bidder's coverage), INCLUDING ALL SUBCONTRACTORS. All certificates from Bidder and any subcontractors must be issued reflecting DCTA as the certificate holder. All Certificates of Insurance shall reflect the Denton County Transportation Authority project number. Failure to furnish the required certificates of insurance within the time allowed shall not be considered cause for modification of any contractual time limits. All policies of insurance presented, as proof of compliance with the above requirements shall be on forms and with insurance companies approved by DCTA. All such insurance policies shall be provided by insurance companies having a Best's rating of A-VI rating or greater as shown in the most current issue of A.M. Best's Key Rating Guide. Policies of insurance issued by insurance companies not rated by Best's or have a Best's rating lower than A-VI will not be accepted as complying with the insurance requirements of the Contract unless such insurance companies are approved in writing prior to the award of the Contract. Certificate of Insurance shall contain transcripts from the proper office of the insurer, evidencing in particular those insured, the extent of the insurance, the location, and the cancellation clause as required below.

NO LAPSE OR CANCELLATION:

The Bidder and any subcontractor shall not cause any insurance to be canceled nor permit any insurance to lapse. All insurance policies shall not be canceled, reduced, restricted, or limited until thirty (30) days after DCTA has received written notice. In the event of cancellation or lapse of insurance, the Bidder shall notify DCTA immediately and unless otherwise directed by DCTA, shall cease work until evidence of acceptable insurance coverage is supplied to DCTA.

BREACH:

Failure to maintain insurance coverage as required herein shall constitute a material breach and default.



BIDDER'S QUESTIONNAIRE

1. Name of Contractor ("Business", herein)	
2. Doing Business As (other business name if applicable)	
3. Federal Tax ID Number	
4. Business Mailing Address (include City/State/Zip Code)	
5. Business Email Address	
6. Business Telephone	Business Fax Number
7. Business Type	
<input type="checkbox"/> Individual <input type="checkbox"/> Partnership <input type="checkbox"/> Corporation <input type="checkbox"/> Joint Venture	
8. Number of Years in Business	
9. Annual Gross Revenue for the past three years (M = Millions)	
<input type="checkbox"/> \$1M or Less <input type="checkbox"/> \$1M-\$5M <input type="checkbox"/> \$5M-\$10M <input type="checkbox"/> \$10M-\$16M <input type="checkbox"/> \$16M+	
10. Number of Employees	
<input type="checkbox"/> 100 or Less <input type="checkbox"/> 101-500 <input type="checkbox"/> 501-750 <input type="checkbox"/> 751-1,000 <input type="checkbox"/> 1,001+	
11. Is Business a DBE Firm?	
<input type="checkbox"/> Yes <input type="checkbox"/> No	
12. Is Business Owned by Minority Ethnicity?	
<input type="checkbox"/> Yes <input type="checkbox"/> No	
13. Ethnic Group	
<input type="checkbox"/> Black American <input type="checkbox"/> Asian Pacific American <input type="checkbox"/> Other <input type="checkbox"/> Hispanic American <input type="checkbox"/> Subcontinent Asian American <input type="checkbox"/> Native American <input type="checkbox"/> White/Caucasian	
14. Woman Owned?	
<input type="checkbox"/> Yes <input type="checkbox"/> No	
15. Veteran Owned	
<input type="checkbox"/> Yes <input type="checkbox"/> No	
16. Type of Work Performed	
<input type="checkbox"/> Construction <input type="checkbox"/> Wholesale/Distributor <input type="checkbox"/> Manufacturing <input type="checkbox"/> Professional Service <input type="checkbox"/> Retail <input type="checkbox"/> General/Technical Service	
17. Has the Business, or any officer or partner thereof, failed to complete a contract?	
<input type="checkbox"/> Yes <input type="checkbox"/> No	
18. Is any litigation pending against the Business?	
<input type="checkbox"/> Yes <input type="checkbox"/> No	
19. Has the Business ever been declared "Not Responsible"	
<input type="checkbox"/> Yes <input type="checkbox"/> No	
20. Has the Business been debarred, suspended, proposed for debarment, and declared ineligible, voluntarily excluded or otherwise disqualified from bidding, proposing or contracting?	
<input type="checkbox"/> Yes <input type="checkbox"/> No	
21. Has the Business ever been a defaulter, as principal, surety or otherwise?	
<input type="checkbox"/> Yes <input type="checkbox"/> No	
22. Has the government or other public entity requested or required enforcement of any of its rights under a surety agreement on the basis of a default or in lieu of declaring the Business in default?	
<input type="checkbox"/> Yes <input type="checkbox"/> No	
23. Is the Business in arrears upon a contract or debt?	
<input type="checkbox"/> Yes <input type="checkbox"/> No	

24. Are there any proceedings pending relating to the Business' responsibility, debarment, suspension, voluntary exclusion or qualification to receive a public contract?

☐ Yes ☐ No

25. Have liquidated damages or penalty provisions been assessed against the Business for failure to complete the work on time or for any other reason?

☐ Yes ☐ No

26. If a "yes" response is given to questions 17-25, please provide a detailed explanation including dates, references to contract information, contacts, etc. (attach additional pages as necessary). DCTA reserves the right to inquire further with respect thereto.

27. List the name and business address of each person or each entity which has a 10% or more ownership or control interest in the Business (attach additional pages as necessary).

I, individually and on behalf of the business named above, do by my signature below certify that the information provided in this questionnaire is true and correct. I understand that if the information provided herein contains any false statements or any misrepresentations: 1) DCTA will have the grounds to terminate any or all contracts which DCTA has or may have with the business; 2) DCTA may disqualify the business named above from consideration for contracts and/or 3) DCTA may have grounds for initiating legal action under federal, state or local law. **Note: This questionnaire is also a certification form; the information requested will be used to determine small business status as per 13 CFR Part 121. Additionally, this information will allow DCTA to report the amount of subcontracting activity for DCTA.**

Printed Name _____

Title _____

Signature of Owner _____

Date _____

Email Address _____

(Owner, CEO, President, Majority Stockholder or Designated Representative)
Questions about this document should be directed to the Procurement Manager

NON-COLLUSION AFFIDAVIT

This affidavit must be completed and submitted with the bid/proposal

The authorized representative for bidder/proposer, _____, being first duly sworn, deposes and says that he or she is of the party making the foregoing bid, that the bid is not made in the interest of, or on behalf of, any undisclosed person, partnership, company, association, organization, or corporation; that the bid is genuine and not collusive or sham; that the bidder has not directly or indirectly induced or solicited any other bidder to put in a false or sham bid, and has not directly or indirectly colluded, conspired, connived, or agreed with any bidder or anyone else to put in a sham bid, or that anyone shall refrain from bidding; that the bidder has not in any manner, directly or indirectly, sought by agreement, communication, or conference with anyone to fix the bid price of the bidder or any other bidder, or to fix any overhead, profit, or cost element of the bid price, or of that of any other bidder, or to secure any advantage against the public body awarding the contract of anyone interested in the proposed contract; that all statements contained in the bid are true; and, further, that the bidder has not, directly or indirectly, submitted his or her bid price or any breakdown thereof, or the contents thereof, or divulged information or data relative thereto, or paid, and will not pay, any fee to any corporation, partnership, company, association, organization, bid depository, or to any member or agent thereof to effectuate a collusive or sham bid.

Signature of Authorized Company Representative

Name and Title of Authorized Company Representative

Date

Subscribed and sworn to before me on _____ (Date)

(Notary Seal)

Signature Notary Public

CONFLICT OF INTEREST QUESTIONNAIRE

For vendor or other person doing business with local governmental entity

FORM CIQ

This questionnaire reflects changes made to the law by H.B. 1491, 80th Leg., Regular Session.

This questionnaire is being filed in accordance with Chapter 176, Local Government Code by a person who has a business relationship as defined by Section 176.001(1-a) with a local governmental entity and the person meets requirements under Section 176.006(a).

By law this questionnaire must be filed with the records administrator of the local governmental entity not later than the 7th business day after the date the person becomes aware of facts that require the statement to be filed. See Section 176.006, Local Government Code.

A person commits an offense if the person knowingly violates Section 176.006, Local Government Code. An offense under this section is a Class C misdemeanor.

OFFICE USE ONLY

Date Received

1 Name of person who has a business relationship with local governmental entity.

2 ☐ **Check this box if you are filing an update to a previously filed questionnaire.**

(The law requires that you file an updated completed questionnaire with the appropriate filing authority not later than the 7th business day after the date the originally filed questionnaire becomes incomplete or inaccurate.)

3 Name of local government officer with whom filer has employment or business relationship.

Name of Officer

This section (item 3 including subparts A, B, C & D) must be completed for each officer with whom the filer has an employment or other business relationship as defined by Section 176.001(1-a), Local Government Code. Attach additional pages to this Form CIQ as necessary.

A. Is the local government officer named in this section receiving or likely to receive taxable income, other than investment income, from the filer of the questionnaire?

☐ Yes ☐ No

B. Is the filer of the questionnaire receiving or likely to receive taxable income, other than investment income, from or at the direction of the local government officer named in this section AND the taxable income is not received from the local governmental entity?

☐ Yes ☐ No

C. Is the filer of this questionnaire employed by a corporation or other business entity with respect to which the local government officer serves as an officer or director, or holds an ownership of 10 percent or more?

☐ Yes ☐ No

D. Describe each employment or business relationship with the local government officer named in this section.

4

Signature of person doing business with the governmental entity

Date

Prohibition of Contracts with Companies Boycotting Israel

This form must be completed and submitted with the bid/proposal

House Bill 89, effective September 1, 2017, amended the Texas Government Code to add Chapter 2270, Prohibition of Contracts with Companies Boycotting Israel.

Effective September 1, 2017, a state agency and a political subdivision (which includes a transportation authority) may not enter a contract with a company for goods or services unless the contract contains a written verification from the company that; (i) it does not Boycott Israel; and (ii) will not Boycott Israel during the term of the contract.

"Boycott Israel" is defined to mean refusing to deal with, terminating business activities with, or otherwise taking any action that is intended to penalize, inflict economic harm on, or limit commercial relations specifically with Israel, or with a person or entity doing business in Israel or in an Israeli-controlled territory, but does not include an action made for ordinary business purposes.

"Company" is defined to mean a for-profit sole proprietorship, organization, association, corporation, partnership, joint venture, limited partnership, limited liability partnership, or limited liability company, including a wholly owned subsidiary, majority-owned subsidiary, parent company, or affiliate of those entities or business associations that exists to make a profit.

"I, _____ (Name of certifying official), the _____ (title or position of certifying official) of _____ (name of company), verifies that (i) it does not Boycott Israel; and (ii) will not Boycott Israel during the term of the Contract. This section does not apply if the Company is a sole proprietor, a non-profit entity or a governmental entity; and only applies if: (i) the Company has ten (10) or more fulltime employees and (ii) this Contract has a value of \$100,000.00 or more to be paid under the terms of this Contract.

Signature of Certifying Official

Title:

Date:

Exhibit A

Denton County Transportation Authority

INVESTMENT POLICY

(As adopted 10/24/2019)

I. POLICY STATEMENT

The Denton County Transportation Authority (DCTA) policy stipulates that the administration of its funds and the investment of those funds shall be made in a manner which will provide the maximum security of principal invested through limitations and diversification while meeting the daily cash flow needs of DCTA. DCTA's investments will conform to all applicable state statutes governing the investment of public funds.

Effective cash management is essential to good fiscal management. Cash management is defined as the process of managing monies to ensure maximum cash availability. DCTA shall maintain a comprehensive cash management program which includes: collection of accounts receivable; prudent investment of its available cash; disbursement of payments in accordance with invoice terms; compliance with Board Policy; and, the management of bank depository services.

Receiving a market rate of interest will be secondary to the requirements for safety and liquidity. DCTA intends to be in compliance with local law and the Texas Public Funds Investment Act, Chapter 2256, Texas Government Code, (the "Act"). Investment earnings will be used in a manner that best serves the interests of DCTA.

II. SCOPE

This investment policy applies to all the financial assets and funds of DCTA. However, this policy does not apply to the assets administered for the benefit of DCTA by outside agencies under deferred compensation programs.

DCTA may commingle its funds into one pooled investment fund for investment purposes for efficiency and maximum investment opportunity.

III. OBJECTIVES AND STRATEGY

DCTA's policy is that all funds shall be managed and invested with four primary objectives, listed in order of their priority: safety of principal, liquidity, diversification and yield. Investments are to be chosen in a manner which reflects diversity by market sector, type of credit, and length of maturity as best meets DCTA's requirements. The choice of high-grade government investments and high-grade money market instruments is designed to assure the marketability of those investments should liquidity needs arise. To best meet anticipated cash flow requirements, the weighted average maturity (WAM) of the overall portfolio may not exceed 18 months.

Safety of Principal

Safety of principal is the foremost objective. Investments of DCTA's cash shall be undertaken in a manner that seeks to ensure the preservation of capital in the overall portfolio. The safety of principal is best achieved by: limiting maximum maturities to two years or no further than expected project cash flow forecasts; limiting investment types to those specifically authorized by this policy; diversifying investments; and monitoring credit ratings on selected investment types.

Liquidity

Investments will be based on a cash flow analysis of needs and will remain sufficiently liquid to satisfy all operating requirements which might be reasonably anticipated by the agency's long range financial plan. The portfolio will be structured so that investments mature concurrent with cash needs. Because all possible cash demands cannot be anticipated, the portfolio will include investments that offer same-day liquidity for those unanticipated situations. In addition, a portion of the portfolio will consist of securities with active secondary or resale markets.

Diversification

The portfolio will be diversified by maturity and market sector and will include the use of a number of broker/dealers for diversification and market coverage. Competitive bidding as defined in Section VIII of this policy will be used on each sale and purchase.

Yield

DCTA's investment portfolio shall be designed with the objective of attaining a market yield-to-maturity taking into account DCTA's risk constraints and the cash flow needs. Market yield-to-maturity may be defined as the rolling average yield of the current six-month Constant Maturity Treasury (CMT).

DCTA has selected the weighted-average yield-to-maturity as its preferred measure of investment performance. The weighted-average yield-to-maturity shall be calculated on a monthly basis by multiplying each individual security's yield-to-maturity at time of purchase by its book value, totaling the product of these calculations, and dividing by the total book value of the portfolio.

IV. LEGAL LIMITATIONS, RESPONSIBILITIES AND AUTHORITY

Specific investment parameters for the investment of public funds in Texas are found in the Public Funds Investment Act, Chapter 2256, Texas Government Code (the "Act"). The Public Funds Collateral Act, Chapter 2257, Texas Government Code, specifies collateral requirements for all public fund deposits. All investments will be made in accordance with these statutes.

V. DELEGATION OF INVESTMENT AUTHORITY

The Chief Financial Officer, acting on behalf of DCTA, is designated as the Investment Officer and the CEO of DCTA is designated as the Alternate Investment Officer. The Investment Officer is responsible for investment management decisions and activities according to this Investment Policy. The Investment Officer is also responsible for considering the quality and capability of staff, investment advisors, and consultants involved in investment management and procedures. All participants in the investment process shall seek to act responsibly as custodians of the public trust.

The Investment Officer shall develop and maintain written administrative procedures for the activities of the investment program which are consistent with this Investment Policy. The procedures will include: reference to safekeeping; require and include Master Repurchase Agreements (as applicable); wire transfer agreements; banking services contracts; and other investment related activities.

The Investment Officer shall be responsible for all transactions undertaken and shall regulate the activities of subordinate officials and staff. The Investment Officer shall designate in writing a staff person as a liaison/deputy in the event circumstances require timely action and the Investment Officer and Alternate Investment Officer are not available.

No officer or designee may engage in an investment transaction except as provided under the terms of this Policy and the procedures established herein.

Authorization Resolution

A Resolution is established with this investment policy and attached hereto authorizing the Investment Officer to engage in investment transactions on behalf of DCTA. The persons authorized by the Resolution to transact business for DCTA are also authorized to approve wire transfers used in the process of investing.

VI. PRUDENCE

The standard of prudence to be used in the investment function shall be the “prudent person” standard and shall be applied in the context of managing the overall portfolio. This standard states that:

“Investments shall be made with judgment and care, under circumstances then prevailing, which persons of prudence, discretion, and intelligence exercise in the management of their own affairs, not for speculation, but for investment, considering the probable safety of their capital as well as the expected income to be derived.”

Limitation of Personal Liability

The Investment Officer and those delegated investment authority under this Policy, when acting in accordance with the written procedures and this Policy and in accord with the Prudent Person Rule in Section VI, shall be relieved of personal liability in the management of the portfolio provided that deviations from expectations for a specific security’s credit risk or market price change or portfolio shifts are reported in a timely manner to the Board of Directors and that appropriate actions are taken to control adverse market effects.

VII. INTERNAL CONTROLS

The Investment Officer shall establish a system of written internal controls which will be reviewed annually with the independent auditor of DCTA. The controls shall be designed to prevent loss of public funds due to fraud, employee error, misrepresentation by third parties, unanticipated market changes or imprudent actions by employees of DCTA. Results of review of internal controls by the independent auditor shall be included in the annual audit.

Cash Flow Forecasting

Cash flow forecasting is designed to protect and sustain cash flow requirements of DCTA. Supplemental to the financial and budgetary systems, the Investment Officer will maintain a cash flow forecasting process designed to monitor and forecast cash positions for investment purposes.

VIII. AUTHORIZED INVESTMENTS

Acceptable investments under this policy shall be limited to the instruments listed below and as further described by the Public Funds Investment Act:

- a. Obligations of the United States Government, including obligations that are fully guaranteed or insured by the Federal Deposit Insurance Corporation (FDIC), agencies and instrumentalities and government sponsored enterprises, excluding collateralized mortgage obligations (CMO's), not to exceed two years to stated maturity with the exception of project funds which may be invested in longer maturities but not to exceed forecasted expense dates;
- b. Fully insured or collateralized certificates of deposit from a bank doing business in the State of Texas, not to exceed two years to stated maturity. In addition, separate CDs issued by depositories wherever located, bundled together into a single investment with the full amount of principal and interest of each CD insured by the Federal Deposit Insurance Corporation (FDIC) may be purchased through a broker that has its main office in Texas and is selected from a list adopted by the DCTA Board or a selected depository institution with its main office or branch office in Texas. See Attachment II for a list of Board approved broker/dealers. This broker or depository shall act as the custodian for the various certificates on behalf of DCTA;
- c. Repurchase agreements and reverse repurchase agreements as defined by the Act, not to exceed 90 days to stated maturity, provided an executed Master Repurchase Agreement is on file with DCTA and the counterparty bank or primary dealer. Flexible repurchase agreements used specifically for capital projects may extend beyond the stated limitation, but shall not exceed the expense plan of the projects;
- d. No-load SEC-registered money market funds, each approved specifically before use by DCTA;
- e. Constant dollar Texas Local Government Investment Pools as defined by the Public Funds Investment Act; and
- f. Interest bearing bank savings deposits issued by state and national banks or savings bank or a state or federal credit union (having their main or branch office in Texas) that are guaranteed or insured by the Federal Deposit Insurance Corporation or the National Credit Union Share Insurance Fund (or their successor organizations).

If additional types of securities are approved for investment by public funds by state statutes, none will be eligible for investment by DCTA until this policy has been amended and approved by the DCTA Board.

Competitive Bidding Requirements

All securities, including certificates of deposit, will be purchased or sold after three (3) offers/bids are taken to verify that DCTA is receiving fair market value/price for the investment.

Delivery versus Payment

All security transactions, including collateral for repurchase agreements, entered into by DCTA, shall be conducted on a delivery versus payment (DVP) basis.

IX. AUTHORIZED FINANCIAL DEALERS AND INSTITUTIONS

All investments will be made through either DCTA's banking services bank or an approved broker/dealer. DCTA will review the list of authorized broker/dealers annually. A list of at least three broker/dealers will be maintained in order to assure competitive bidding.

Securities broker/dealers must meet and disclose certain criteria as determined by the Investment Officer including:

- a. an audited financial statement each year;
- b. proof of certification by the Financial Industry Regulatory Authority (FINRA) and provision of CRD number;
- c. proof of current registration with the State Securities Commission; and
- d. completion of DCTA questionnaire.

Every broker/dealer, investment pool, investment manager and bank with which DCTA transacts business will be provided a copy of this Investment Policy to assure they are familiar with the goals and objectives of DCTA's investment program. A representative of the transacting organization will be required to return a signed certification stating that the Policy has been received and reviewed and that controls are in place to assure that only authorized securities are sold to DCTA.

DCTA may appoint one or more investment advisors to assist the financial staff in the management of DCTA funds. The investment advisor must be registered with the Securities and Exchange Commission under the Investment Advisors Act of 1940 and also be registered with the Texas State Securities Board as an investment advisor. To be eligible for consideration, an investment advisor shall demonstrate knowledge of, and experience in, the management of public funds. An appointed investment advisor shall act solely in an advisory and administrative capacity, within the guidelines of this Investment Policy, and shall not have discretionary authority to transact business on behalf of DCTA.

If DCTA has contracted with a Registered Investment Advisor for the management of its funds, the advisor shall be responsible for performing due diligence on and maintaining a list of broker/dealers with which it shall transact business on behalf of DCTA. The advisor shall annually present a list of its authorized broker/dealers to DCTA for review and likewise shall return a signed certification stating that the advisor has reviewed the DCTA investment policy and has implemented reasonable procedures and controls to preclude imprudent investment activities. The advisor shall obtain and document competitive bids and offers on all transactions and present these to DCTA as part of its trade documentation.

X. DIVERSIFICATION AND MATURITY LIMITATIONS

It is DCTA's policy to diversify its investment portfolio. Invested funds shall be diversified to minimize risk or loss. Diversification strategies shall be established and periodically reviewed. At a minimum, diversification standards by security type and issuer shall be:

<u>Security Type</u>	<u>Max % of Portfolio</u>
U.S. Treasury obligations	100%
U.S. Government agencies and instrumentalities	Not to exceed 75%
Fully insured or collateralized CDs	Not to exceed 30%
Repurchase agreements	100%
Money Market Funds	50%
Local Government Investment Pools	
Liquidity Pools	100%
Maximum percent ownership of pool	Not to exceed 10%
Interest Bearing Bank Savings Deposits	25%

The Investment Officer shall be required to diversify maturities. The Investment Officer, to the extent possible, will attempt to match investments with anticipated cash flow requirements. Matching maturities with cash flow dates will reduce the need to sell securities prior to maturity, thus reducing market risk. Unless matched to a specific requirement, the Investment Officer may not:

- a. invest more than 20% of the portfolio for a period greater than one (1) year, or
- b. invest any portion of the portfolio for a period of greater than two (2) years.

XI. SAFEKEEPING AND COLLATERALIZATION

The laws of the State and prudent treasury management require that all purchased securities be bought on a delivery-versus-payment (DVP) basis and be held in safekeeping by either DCTA, an independent third party financial institution, or DCTA's designated banking services depository.

All safekeeping arrangements shall be designated by the Investment Officer and an agreement of the terms executed in writing. The third party custodian shall be required to issue safekeeping receipts to DCTA listing each specific security, rate, description, maturity, CUSIP number, and other pertinent information. Each safekeeping receipt will be clearly marked that the security is held for DCTA or pledged to DCTA.

All securities pledged to DCTA for certificates of deposit or demand deposits shall be held by an independent third party bank doing business in Texas. The safekeeping bank may not be within the same holding company as the bank from which the securities are pledged.

Collateralization

Collateralization is required on time and demand deposits exceeding the FDIC insurance coverage of \$250,000, and on repurchase agreements.

To provide a level of additional security for all funds and to also anticipate any market changes, the collateralization level required will be 105% of the market value of the principal and accrued interest. Collateral will be held by an independent third party safekeeping agent.

XII. PERFORMANCE EVALUATION AND REPORTING

A comprehensive quarterly investment report shall be prepared by the Investment Officer or Investment Advisor within ten (10) days following the fiscal quarter end and be presented to the DCTA Board the month following the fiscal quarter end. As required by the Texas Public Funds Investment Act, the report will:

- a. describe in detail the investment position of DCTA on the date of the report;
- b. be signed by the Investment Officer(s);
- c. contain a summary statement that presents:
 - a. beginning book and market value for the reporting period;
 - b. ending book and market value for the reporting period; and
 - c. fully accrued interest for the reporting period;
- d. state the book value and market value of each separately invested asset at the end of the reporting period by the type of asset and fund type invested;
- e. state the maturity date of each separately invested asset that has a maturity date;
- f. state the account or fund for which each investment security was purchased;
- g. compare the portfolio's performance to other benchmarks of performance; and
- h. state the compliance of the investment portfolio with DCTA Investment Policy, Investment Strategy, and the Public Funds Investment Act.

XIII. DEPOSITORIES

DCTA will designate one banking institution through a competitive process as its central banking services provider at least every five years. This institution will be used for normal banking services including disbursements, collections, and safekeeping of securities. Other banking institutions from which DCTA may purchase certificates of deposit will also be designated as a depository after providing their latest audited financial statements to DCTA.

XIV. TRAINING REQUIREMENT

The DCTA Investment Officer(s) shall attend at least one investment training session consisting of no less than 10 hours of instruction relating to investment responsibilities within twelve months of taking office or assuming duties, and subsequently shall receive a minimum of 10 hours not less often than once in a two-year period that begins on the first day of the fiscal year and consists of the two consecutive years after that date. The investment training session shall be provided by an independent source approved by the Board of Directors. See Attachment I for a list of Board approved independent investment training sources. Contingent upon Board approval, additional independent sources from which investment training may be obtained shall include a professional organization, an institute of higher learning, or any sponsor other than a business organization with whom DCTA may engage in an investment transaction. Such training shall include education in investment controls, security risks, strategy risks, market risks, and compliance with the Public Funds Investment Act.

XV. ETHICS AND CONFLICTS OF INTEREST

Officers and employees involved in the investment process shall refrain from personal business activity that could conflict with the proper execution and management of the investment program or that could impair the ability to make impartial decisions. Employees and investment officials shall disclose any material interests in financial institutions with which personal business is conducted. Further disclosure shall also be made of any personal financial/investment positions that could be related to the performance of the investment portfolio. Employees and officers shall refrain from undertaking personal investment transactions with the same individual with whom business is conducted on behalf of DCTA.

An Investment Officer of DCTA who has a personal business relationship with an organization seeking to sell an investment to DCTA shall file a statement disclosing that personal business interest. An Investment Officer who is related within the second degree by affinity or consanguinity to an individual seeking to sell an investment to DCTA shall file a statement disclosing that relationship. A statement required under this subsection must be filed with the Texas Ethics Commission and the DCTA Board of Directors.

XVI. SUBJECT TO AUDIT

A formal annual review of the investment reports will be performed by an independent auditor with the results reported to the Board. All collateral shall be subject to inspection and audit by DCTA's independent auditors.

XVII. INVESTMENT POLICY ADOPTION BY DCTA BOARD

DCTA's Investment Policy shall be adopted annually by the Board of Directors. The policy and strategies shall be reviewed on an annual basis by the Board. A written resolution approving that review, and suggested changes to the policy will be approved by the Board.

Attachment I

Board Approved Independent Investment Training Sources

1. Texas Municipal League (TML)
2. Government Finance Officers Association (GFOA)
3. Government Finance Officers Association of Texas (GFOAT)
4. North Central Texas Council of Governments
5. Texas Higher Education Coordinating Board
6. University of North Texas – Center for Public Management

Attachment II

Board Approved Broker/Dealers List



Approved Broker/Dealers
March 2019

Bank of America Merrill Lynch
BOK Financial
Cantor Fitzgerald & Co
Citigroup Global Markets
D.A. Davidson
Daiwa Capital Markets
FTN Financial
Goldman, Sachs & Co
INTL FCStone
JP Morgan Securities
KeyBanc Capital Markets
*Loop Capital Markets ***
Mesirow Financial
Mizuho Securities
Morgan Stanley & Co
Multi-Bank Securities
Piper Jaffray & Co.
Raymond James
RBC Capital Markets
*Rice Financial ***
SunTrust Robinson Humphrey
Stifel, Nicolaus & Co.
TD Securities
UBS Securities
Vining Sparks
Wells Fargo Securities
*Williams Capital Group ***

*** Bold face font indicates firm is a Primary Dealer.**

**** Dark blue italics font indicates firm is an Historically Underutilized Business (HUB) or Minority/Women Owned Business (MWOB).**

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Denton County Transportation Authority | January 19, 2021

RFP 21-02 Annual Audit Services Proposal

January 19, 2021

Ms. Athena Forrester, CPPO, CPPB
Denton County Transportation Authority
1955 Lakeway Drive, Ste. 260
Lewisville, TX 75057

Dear Ms. Forrester,

Plante Moran is pleased to transmit our proposal to provide annual audit and other required services to Denton County Transportation Authority ("DCTA"). Based on your request for proposal and our understanding of your needs, we have assembled a team of national governmental transit professionals who have the qualifications and experience you need for an efficient, cost-effective audit.

We know you have many options when it comes to selecting an audit firm. We realize DCTA may not be familiar with Plante Moran, but we sincerely believe we are bringing you a team with transit expertise that your current firm and other local competitors cannot beat. Here's how we're different from other firms and what that means to you:

- ✓ **We're a top U.S. audit, tax, and consulting firm with a significant, dedicated governmental industry practice.** Our 200+ government experts serve 1,300 public sector clients across the U.S. Our client roster includes public transportation organizations, counties, cities, townships, special-purpose governments, and public higher education institutions. A dozen of these clients are located in Texas, and one is located in the Dallas-Fort Worth area (see pages 26, 27, and 45).

Benefits to DCTA

- **New and broader perspectives** because we draw on a farther-reaching base of knowledge gained from serving rail, bus, and airport clients nationwide.
 - **No need to train or educate our team** since each team member's career focus is government and transit authority auditing.
 - **A strong, deep bench of governmental advisors** who are available to call on anytime and can help you navigate the ever-changing, complex landscape that is unique to the public transportation sector.
 - **More engagement team stability.** We draw from our large pool of government and transit specialists to establish a high-quality audit team at the outset and keep them coming back year after year.
- ✓ **We are industry leaders.** We file more than 575 single audits annually and have extensive experience auditing FTA programs. In fact, over the last 12 years, our transit specialists have audited over \$600 million of FTA expenditures in our single audit testing. We've also audited 700 CAFRs over the past 25 years that have received the GFOA's Certificate of Achievement for Excellence in Financial Reporting. Our government team leaders hold active leadership roles in key industry groups like the AICPA Governmental Audit Quality Center (GAQC) and have strong working relationships with many federal agencies (see pages 28-32).

Benefits to DCTA

- **Federal agency experience you can rely on** — especially as you navigate the CARES Act, COVID-19, and other federal funding.
- **Easy reviewing, editing, and confidence in retaining your Certificate of Achievement** for Excellence in Financial Reporting. We believe in getting it right the first time and working with your team to ensure DCTA's financial statements are a proper reflection of your hard work.

- **Expert industry insights, resources, and training throughout the year.** Our additional articles, complimentary trainings, webinars, and toolkits will keep you up to date on trends, upcoming industry changes, and new accounting standards, all to help you better plan for the future.
- **Access to our online government industry resource center** featuring thought leadership and guidance on current hot topics like the financial impacts of the COVID-19 pandemic and delays in GASB implementation dates.
- ✓ **Our proven transition plan and tailored audit approach means we hit the ground running.** We'll work directly with your prior provider to transition the audit. Our customized timelines are designed to meet your deadlines and always include plenty of opportunities for senior engagement and technical team members to meet with your team. We'll also supply easy-to-use, state-of-the-art tools, templates, and technology for easy collaboration and document sharing throughout the audit. In fact, our investment in technology has allowed us to effectively transition and successfully complete several first-year audits remotely throughout the COVID-19 pandemic.

Benefits to DCTA

- **Worry-free transition** from your prior auditors.
- **Minimal interruptions** to your staff's day-to-day operations and no recreating the wheel.
- **Prompt and clear communication** throughout the audit.
- **No surprises;** professional standards/technical issues are resolved during the audit.
- **A more efficient and seamless audit experience — whether in-person or remote — with on-time delivery.**
- ✓ **You'll see and hear from your engagement team throughout the year.** We've found that personalized service — underscored by frequent communication and regular in-person or video meetings with you — is a core component of a high-quality, long-lasting relationship. That's the model of service we adopt for all of our clients, and that's our commitment to you — not just during the audit, but all year long.

Benefits to DCTA

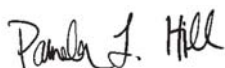
- **Direct, easy access** to your engagement partners and team members.
- **Fresh ideas and responsiveness** from engagement partners and senior managers.
- **No charge** for routine calls or consultation.

The contents of this proposal are a firm and irrevocable offer from Plante & Moran, PLLC for 90 days from the due date of this RFP (January 19, 2021). As the Engagement Partner, I, Pamela Hill, along with Joe Kowalski as Colleague Partner, am authorized to make representations for, negotiate, and contractually bind Plante & Moran, PLLC. Additionally, no member of the governing body of DCTA or staff exercising any functions or responsibilities with respect to this project shall during his/her tenure, or for one year thereafter, have any interest, direct or indirect, in any proceeds thereof.

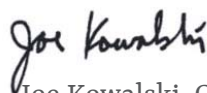
We have included the revised Solicitation Overview and Endorsement form directly following this cover letter. We have also acknowledged receipt of Addendum No. One (1) and attached all required forms under Tab 5 of this proposal, beginning on page 47.

We appreciate your consideration of our proposal, and we'd be happy to discuss how we plan to serve DCTA.

Sincerely,



Pamela Hill, CPA
Engagement Partner
810-766-6022 | pamela.hill@plantemoran.com
1098 Woodward Ave.
Detroit, MI 48226



Joe Kowalski, CPA
Colleague Partner
248-223-3761 | joe.kowalski@plantemoran.com

**SOLICITATION OVERVIEW AND ENDORSEMENT-Addendum One**

SOLICITATION No./TYPE	RFP 21-02		
TITLE	Annual Audit Services		
PROCUREMENT SCHEDULE	Dates and times are subject to change, any changes will be issued by addenda.		
PRE BID/PROPOSAL MEETING DATE	N/A	PRE BID/PROPOSAL MEETING LOCATION	N/A
QUESTIONS DUE	January 6, 2021, by 4:30 pm CST	RESPONSES TO QUESTIONS RELEASED	January 8, 2021, by 5:00 pm CST
DUE DATE/TIME	January 19, 2021, at 3:00 pm CST		
QUESTIONS/ CLARIFICATIONS	All requests for clarifications and questions shall be submitted in writing. No verbal questions will be accepted and no verbal replies will be provided. Bidders/Proposers must submit requests for changes to or approval of equals, clarifications and modifications of the specifications in writing. The solicitation documents can only be modified in writing. Procurement must receive the requests no later than the date indicated above. Procurement will issue a response to those requests to all bidders/proposers by posting the replies to Periscope S2G no later than the date indicated above. DCTA assumes no responsibility for delayed or lost responses		
ALL QUESTIONS AND REQUESTS FOR CLARIFICATIONS SHALL BE SENT TO	Athena Forrester procurement@dcta.net or submitted via Periscope S2G at www.bidsync.com		
RECEIPT OF BID/PROPOSAL	Prior to the time and date indicated above, all proposals must be submitted via BidSync at www.bidsync.com		
	<p>Proposal packages received after the due time and date shall not be considered and will be returned unopened. All bids/proposals shall be submitted electronically through www.bidsync.com. Proposals received by email shall not be considered. Bids/Proposals submitted to other DCTA locations may be returned unopened and will not be considered in the award of the contract.</p> <p>DCTA reserves the right to change the deadline for submitting bids/proposals. Further, DCTA reserves the right to unilaterally revise or amend the scope of services up to the time set for submitting bids/proposals. Such revisions and addenda, if any, shall be announced by addenda to this solicitation. Copies of such addenda shall be furnished to all prospective bidders/proposers.</p>		
ACCEPTANCE PERIOD	PROPOSALS SHALL REMAIN VALID FOR 90 DAYS FROM THE DUE DATE		
DBE (DISADVANTAGED BUSINESS ENTERPRISE) PROGRAM	It is the policy of DCTA to create a level playing field on which DBEs, as defined in 49 CFR Part 26, can compete fairly for DOT-assisted contracts. Additionally, DCTA is committed to removing barriers to the participation of DBEs on DOT-assisted contracts. The DBE requirements of 49 CFR Part 26 applies to this procurement. By submitting its bid/proposal, Bidder/Proposer certifies that it will take all necessary and reasonable steps in accordance with 49 CFR Part 26 to ensure that DBEs are given the maximum opportunity to compete for and participate in the performance of this contract. Bidder/Proposer further certifies and agrees that it has not and will not discriminate on the basis of race, color, national origin, or sex in the award of subcontracts under this contract or in performance of this contract. DCTA's DBE Program is available at www.dcta.net		
DBE GOAL	<input type="checkbox"/> yes <input checked="" type="checkbox"/> no DBE goal %		
DAVIS-BACON AND COPELAND ANTI-KICKBACK	The Davis-Bacon and Copeland Acts are codified at 40 USC 3141, et seq. and 18 USC 874. The Acts apply to grantee construction contracts and subcontracts that "at least partly are financed by a loan or grant from the Federal Government." 40 USC 3145(a), 29 CFR 5.2(h), 49 CFR 18.36(i) (5). The Acts apply to any construction contract over \$2,000. 40 USC 3142(a), 29 CFR 5.5(a). "Construction," for purposes of the Acts, includes "actual construction, alteration and/or repair, including painting and decorating of public buildings and public works of the Government." 29 CFR 5.5(a).		
CERTIFIED PAYROLL	<input type="checkbox"/> yes <input checked="" type="checkbox"/> no Wage Rate		
BID/PROPOSAL ENDORSEMENT	TO BE COMPLETED AND INCLUDED WITH COVER LETTER		
BUSINESS NAME	Plante & Moran, PLLC (dba) Plante Moran		
CONTACT NAME	Pamela L. Hill	TITLE	Partner
TELEPHONE	810-766-6022	EMAIL	pamela.hill@plantemoran.com
ADDRESS	1098 Woodward Avenue Detroit, MI 48226		
SIGNATURE			DATE January 18, 2021

Contents

02

Tab 1: Scope of work and audit approach

- 02 *Audit approach and methodology*
- 04 *Audit phase details, procedures, and sampling*
- 14 *Anticipated significant audit issues*
- 15 *Single audit/OMB Uniform Guidance testing approach*
- 19 *Testing your systems*

20

Tab 2: Statement of firm experience and qualifications

- 21 *Qualifications*
 - 21 *Size of the organization*
 - 22 *National government audit group*
 - 23 *Office locations serving you*
 - 24 *License to practice in the state of Texas*
 - 25 *Peer review report*
- 26 *Relevant experience*
- 33 *Qualifications of staff*
 - 35 *Staff bios*
- 41 *Past performance*
- 44 *Staff availability and continuity*

45

Tab 3: References

- 45 *References and Texas clients*

46

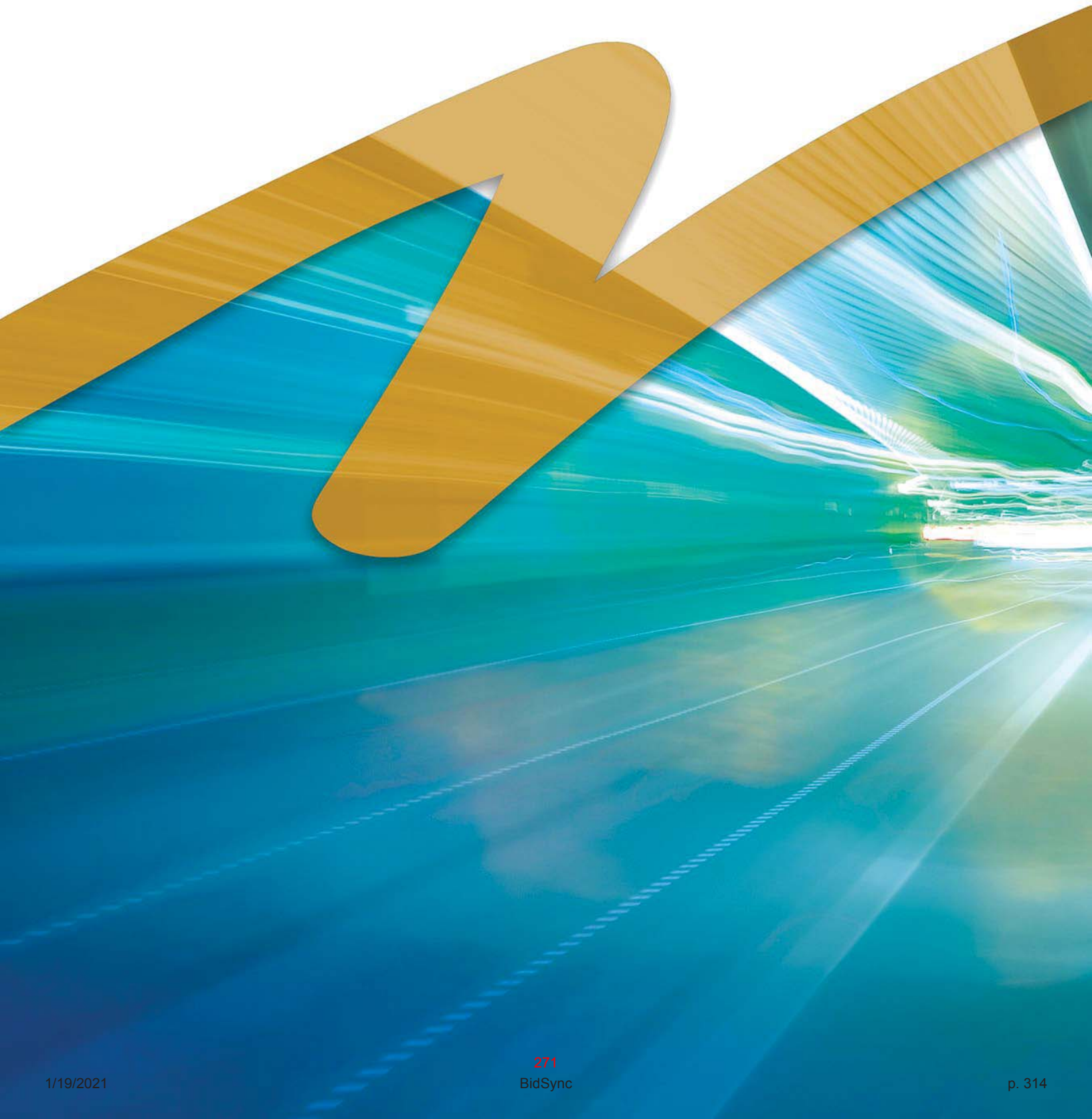
Tab 4: Fees

47

Tab 5: Attachments

- 47 *Acknowledgment of Addendum No. One (1)*
- 48 *Required forms*
 - 48 *Bidder's Questionnaire*
 - 49 *Non-Collusion Affidavit*
 - 50 *Conflict of Interest Questionnaire*
 - 51 *Prohibition of Contracts with Companies Boycotting Israel*
- 52 *Insurance certificates*
 - 52 *Commercial general liability, automobile, and umbrella*
 - 53 *Professional liability*
- 54 *Additional information*
 - 54 *Service capabilities*
 - 55 *Rebounding from COVID-19*
 - 56 *Inclusion and diversity*

Our responses to your requirements



Tab 1: Scope of work and audit approach

This section must outline how the auditor intends to provide the required services to accomplish the Scope of Work. The proposal should include the audit methodology to be followed, type and extent of analytical procedures and statistical sampling to be used, approach taken to understand the Authority's internal control structure and applicable laws and regulations, and any additional capabilities the auditor offers to provide the best quality work product.

Audit approach and methodology

Our audit approach delivers an efficient and effective audit by balancing risk, value, and cost. We will provide frequent and clear communication, early identification of key accounting and auditing risk areas, senior-level involvement, and value-added commentary in our reports to management. More than that, we view our audit engagement with you as an opportunity to make a tangible difference in your organization's future.

Ensuring a smooth transition process from day one



Once retained, we would like to meet to get to know more about you and DCTA. We would also like to set up informal regular touchpoints, as we feel this is a part of getting to know each other, staying connected, and continuing to invest in our ongoing relationship.

Our transition plan centers on proactive planning and communication about your unique needs and objectives. We will provide a detailed client assistance listing and project management timelines, which **allows for minimal interruption to your staff's day-to-day operations**. There will be no extra time needed on your behalf for new workpapers associated with the transition (i.e., **we will not ask you to re-create the wheel**). We maximize the value of your staff's time and internal resources by **leveraging existing schedules and reports** and developing a tailored, comprehensive timeline that identifies key milestones and minimizes unanticipated disruptions. **We will also submit your prior-year reports through our technical review process to accelerate any discussions regarding your current financial reporting and disclosures.**

Experience the Plante Moran difference

Our goal is to provide a smooth and efficient audit process, from engagement letter through statement delivery and beyond. We co-develop every element of our approach with you, tailoring each phase and process to your specific needs, from deadlines, to testing areas, to fieldwork, to frequency and forms of communication.

Our expertise with public transportation and other governmental clients tells us that the areas of significant risk include:

- Passenger revenue
- Intergovernmental/grant revenue – spending of CARES Act funds

- Capital assets
- Implementation and adoption of new and upcoming accounting pronouncements, such as GASB 84, 87, and 94, which are some of the standards that may be applicable to DCTA in the upcoming years. Even if they prove to have little or no impact for DCTA, we will perform those evaluations with you well in advance of the required implementation dates in order to avoid potential surprises during the audit.
- Consideration of other significant events with a financial reporting impact, such as COVID-19. Because we are in constant communication with our clients, we understand the impact of events like COVID-19. This includes assessing impact on the collectability of receivables, financial statement disclosure requirements, debt covenant considerations, and relief through enhanced grant funding and certain payroll tax deferrals and abatements available to governmental agencies through the Families First Coronavirus Response Act (FFCRA) and the Coronavirus Aid, Relief, and Economic Security (CARES) Act.

Our customized audit plans and programs are designed to address these risks and issues as part of our process — that is the key difference between us and other firms.

Benefits DCTA will receive

- Frequent status updates
- Increased efficiencies due to more senior-level involvement
- No surprises due to year-round professional standards integration
- Tailored client assistance lists
- Advice on potential operational and internal control improvements
- Real-time status of the audit through our Client Collaboration Center



“

As your senior audit manager, my job is to execute our specially designed audit workplan.

When it comes to the planning phase, we focus on learning as much as possible about your needs and expectations. Here's how we hit the ground running.”

– Keith Szymanski, Senior Manager

Audit phases

1
Planning



2
Understanding and
testing of internal
control structure



3
Testing and
analysis



4
Audit opinion
considerations
and reporting



Audit phase details, procedures, and sampling



Phase 1 – Planning (DCTA involvement and internal team planning)

During our first year as your auditor, we'll make an investment in getting to know you and your systems by budgeting (but not charging you) for increased partner and manager time. We anticipate spending approximately 50% more time on the first-year audit compared to subsequent years, but we will not charge you for this additional first-year time; we view this as an opportunity for us to make an upfront investment in our relationship.

Next comes our internal kick-off meeting. Our engagement team reviews the prior financial statements and familiarizes themselves with the key account balances and transaction cycles. We also read through prior AU 260 or AU 265 communications (end of audit letters) and discuss whether DCTA has any significant unique services. Once we gain a basic understanding of DCTA's finances, a team of two to three staff (including the audit partner) coordinate with the predecessor auditor to review audit workpapers and ask questions of the prior auditor as required by auditing standards.

	PLANNING												
		J	F	M	A	M	J	J	A	S	O	N	D
Co-develop expectations		●	●	●	●	●	●	●	●	●	●	●	●
Identify risks and critical issues		●	●	●	●	●	●	●	●	●	●	●	●
Gather data		●	●	●	●	●	●	●	●	●	●	●	●
Assess IT controls and data extraction capabilities		●	●	●	●	●	●	●	●	●	●	●	●
Coordinate work with your staff/ set goals and milestones		●	●	●	●	●	●	●	●	●	●	●	●
Attend finance and audit committee meeting		●	●	●	●	●	●	●	●	●	●	●	●



Phase 2 – Understanding and testing of internal control structure

Significant risk items and the related testing responses are important components of our audit approach. In assessing which risks are significant, we consider the following:

FOUR TYPES OF RISK



Client risk

This is a significant risk or complexity particular to a specific client, such as unusual revenue arrangements, unstable political or economic environments, change in accounting systems (including IT environment, material weaknesses, and significant deficiencies in internal control), use of alternative investments (especially those not addressed by management), lack of personnel with appropriate accounting and financial reporting skills, and turnover of key financial staff.



Industry risk

These risks have been identified by our industry group leader and technical specialists and can change based on trends in governmental accounting. Revenue shortfalls and resulting constrained budgets, segregation of duties, concerns as staffing levels are decreased, new GASB implementation, new grant requirements, existence of restricted revenues, etc. could impact how we design our audit tests.



Inherent risk

Certain balances or account cycles are riskier by their very nature. Balances and transactions that are difficult to understand, involve large dollar amounts, or are subject to estimation may be inherently riskier. For example, cash is inherently riskier than fixed assets, since cash is more susceptible to misappropriation. In addition, accounts receivable balances that are subject to collectability concerns are riskier than prepaid account balances.



Engagement risk

Engagement risk increases with the size and complexity of the client. We consider significant transactions (in terms of size and/or volume) during the year, including items such as revenue, receivables, and payroll-related items.



UNDERSTANDING AND TESTING OF INTERNAL CONTROL STRUCTURE

J F M A M J J A S O N D

Perform preliminary analytical procedures	●	●	●	●	●	●	●	●	●	●	●	●
Testing of accounting system and internal controls	●	●	●	●	●	●	●	●	●	●	●	●
Interim testing of selected transaction cycles	●	●	●	●	●	●	●	●	●	●	●	●
Design and tailor audit work programs	●	●	●	●	●	●	●	●	●	●	●	●
Preliminary accounting adjustments discussed	●	●	●	●	●	●	●	●	●	●	●	●
Status report to management	●	●	●	●	●	●	●	●	●	●	●	●

As we brainstorm and analyze risk areas, we will identify any potential misstatements that could occur within each cycle.

Fraud risk assessment

We focus our brainstorming discussions on identifying the following:

- External or internal pressures or points of stress affecting financial position
- Pressures or points of stress that could affect incentives or motivations in falsely reporting financial information
- Ways that financial information may be manipulated
- Level of integrity of management; including a culture that enables management to rationalize fraudulent behavior
- Situations that call for increased professional skepticism
- Ability to override controls
- Related-party transactions that may not be arm's-length

We identify the responses to the fraud risk questions posed to those charged with governance to determine if our typical audit procedures are sufficient to address these concerns or whether we need to design additional procedures.

We also incorporate one or more unpredictable audit procedures that correlate directly to an identified fraud risk. Our audit team considers what should be done to make sure there is some element of surprise by testing some balance or control that otherwise might not be tested each year.

Specific testing approach

We've developed tailored audit programs to test significant transaction cycles. Using all of the information gathered thus far, we identify significant line items on the balance sheet and income statement (based on materiality and additional risks noted above), and we look to the transactional cycles that produce those balances. We will review each cycle and categorize each cycle according to the size, relevance of transactions flowing through the cycle, inherent risk, industry risk, fraud risk, and client risk. As a result, we categorize each key cycle as either a "Major Cycle" or a "Material but not Major Cycle."

As noted above, during the planning phase, we use baseline analytical procedures to help assess the risk associated with each audit segment through ratio and fluctuation analysis. This is done by comparing three years of trend history to current-year results. In certain low-risk areas (cycles that are not deemed "Major" or "Material"), we may conclude to rely on these "Baseline Analytics" for our substantive work. For these immaterial balances, we will develop further expectations for the current-year balance from other audit sections and through conversations with management, and then compare the actual results to this expectation. Any resulting difference that is not within an allowable range will be tested through substantive tests of transactions.

For DCTA, preliminarily, we would expect the following cycles to be deemed either Major or Material:

- | | |
|--|---|
| • Cash and treasury functions | • Capital assets |
| • Investments and investment earnings and losses | • Accounts payable and non-payroll expenditures |
| • Receivables, deferred inflows, and unearned revenue | • Employee compensation |
| • Revenues (sales tax, grants, passenger revenue, contract services, etc.) | • Accrued liabilities |
| | • Debt obligations, leases, and guarantees |

For each Major or Material cycle, we consider the internal control procedures that are in place in assessing the accounting and control procedures as being either "reliable," "limited reliability," or "unreliable."

We are able to assess the accounting and control procedures only after we obtain an understanding of the procedures (through the use of very detailed accounting procedures questionnaires and control procedures questionnaires, as well as flowcharts, executive summaries, and other narratives). These questionnaires include documentation of procedures both within the normal computerized accounting system, as well as manual systems by which the transactions are initiated, authorized, recorded, processed, corrected as necessary, transferred to the general ledger, and ultimately reported in the financial statements.

In other words, we review your key processes from "the cradle to the grave."

Walkthroughs

Once we have reviewed the accounting procedures questionnaires and control procedures questionnaires prepared by your staff, we will include tests of transactions for all significant transaction cycles. We refer to this testing as COIN (Confirmation, Observation, and Inspection). COIN procedures allow us to conclude whether the system is really operating as management has designed. Any exceptions to controls are noted and evaluated for impact on the audit. We will also point these discrepancies out to DCTA's management. These procedures allow us to assess the accounting system and determine if we can place appropriate reliance on internal controls in order to streamline year-end testing procedures. These tests will have sample sizes large enough to allow us to understand the key controls and accounting procedures.

We further assess control risk by performing a comprehensive risk and control evaluation (RCE) for each Major and Material cycle. We analyze whether there are controls in place to both prevent and detect errors that could potentially occur. The RCE will bring to light situations where the internal control structure may not be properly designed or may not have specific best-practice controls in place.

If DCTA is missing a key control, we will flag that area as a significant risk item and design additional tests to address this risk. Our goal is to plan and conduct examinations that are focused on areas with a risk of material misstatement, taking into account the systems, policies, and procedures that will mitigate that risk. The accounting procedures and internal controls assessment described above will be conducted by senior audit specialists. These assessments will supply additional support to our assessments of risk, prove the integrity of the information provided by these systems, and help determine the design of our tests of year-end balances.

Tests of controls

Based on the results of the above internal control assessments, we may be able to rely on further tests of controls to test transaction cycles or account balances that do not always lend themselves to year-end substantive balance testing. Some of these cycles include payroll and payroll-related expenditures and certain revenue cycles. In this case, we will design and perform tests of controls on an expanded-sample basis. We will follow the AICPA Audit Sampling Guide to arrive at the proper number of transactions to test for control reliance.



Phase 3 – Testing and analysis

Using the results of phases 1 and 2, we will revisit the concept of “what could go wrong” in terms of identifying potential financial statement misstatements. For each transaction cycle (not just Major or Material Account cycles), we assess inherent risk and accounting risk to determine our planned “rest-of-audit” procedures. We make a determination at this point on whether we will design our audit testing of each cycle around control testing or a test of transactions. If we do not use control testing, we assess control risk at maximum, which then requires us to perform more robust “rest-of-audit” procedures, which typically consist of substantive tests of account balances. For each procedure we perform, we assign a level of assurance, and we perform a combination of procedures on each account or cycle such that we achieve the desired overall assurance level. The result is to verify that the amounts in the financial statements are fairly stated in accordance with generally accepted auditing standards (GAAS).

	TESTING AND ANALYSIS											
	J	F	M	A	M	J	J	A	S	O	N	D
Financial statement balance testing completed												
Workpaper reviews conducted in the field												
Testing of single audit major programs												
Final adjustments completed, if any												
Financial statement drafts reviewed												

Sampling and substantive tests of transactions

In situations where we substantively test balance sheet and revenue and expense accounts, we do so by evaluating the accounting process through a sample of individual transactions. Sample sizes will be determined based on our firm’s internally developed statistical models, which follow the guidance set forth by the AICPA. These models provide for different levels of assurance to be obtained based on multiple input factors such as population size, multiple strata, period of greatest risk, strength of the internal control environment, and size of individual transactions. Sample selection methodology will for the most part be based on a judgmental selection of items that are of particular interest.

Journal entry testing

In addition to the above procedures, we also perform procedures related to journal entries. We review to ensure that:

- No journal entries were made outside of the normal accounting system.
- Journal entries are initiated and approved by authorized staff.
- Journal entries have appropriate support.

We identify “suspect” journal entries and follow up on them. Suspect entries could include entries made to seldom-used accounts, entries posted on the weekend, missing entries, etc.

Testing of laws and regulations

During the planning phase, we will discuss laws and regulations that DCTA is subject to with management. As a new client, we will also be reading your bylaws and excerpting key ordinances. Our excerpting of pertinent documents, such as debt agreements and other contracts, during the planning phase could also identify legal provisions to which DCTA is subject. We may schedule a discussion with your legal counsel to discuss any special laws that may apply. We are familiar with working in various states as we have governmental clients nationwide. We will use the knowledge we have gained from prior clients to ensure we are appropriately testing the applicable laws and regulations related to DCTA.

We will design audit procedures to provide reasonable assurance that the financial statements are free of material misstatement resulting from any violations of laws or regulations that have a direct and material impact on the financial statements.



Phase 4 – Audit opinion considerations and reporting

At this point in the audit, we perform the following steps to complete the audit:



Revisit our audit plan

to ensure that we have performed the appropriate amount of testing on each balance or transaction cycle in order to allow us to opine on the financial statements



Review the level of assurance obtained for each cycle



Revisit materiality

to ensure that no adjustments are required as a result of significant adjusting journal entries



Ensure all attorney confirmations have been obtained



Request a representations letter

from DCTA's management



Craft a management letter

from our listing of issues identified



Complete a thorough financial statement disclosure checklist



Review the "passed journal entry" listing

to ensure cumulative potential adjustments are not material to the financial statement opinion units



Ensure that all audit team review notes are cleared

and all open items are resolved



Perform a review of subsequent events

to ensure proper reporting of any transactions impacting the statement, including footnote disclosure



Perform final analytical procedures

to ensure we understand the relationship between the final numbers in the financial statements and are comfortable that we have addressed any unusual items



AUDIT OPINION CONSIDERATIONS AND REPORTING

J F M A M J J A S O N D

Communicate results with management verbally and in draft format												
Deliver financial statements and management letters, if applicable												
Assess performance against expectations via client satisfaction survey												
Deliver audit results to finance and audit committee												

Extensive review process

A rigorous review is performed on all workpapers and financial statements by members of the audit team (senior, manager, and partner) and an additional review is performed by members of Plante Moran's professional standards team who specialize in the governmental industry. Michelle Watterworth is a member of the professional standards team and will perform the quality control review to ensure the proper support is provided. This includes review-stage analytical procedures. **This process has helped many of our clients receive the Certificate of Achievement for Excellence in Financial Reporting from the GFOA.**

Professional technical specialists are responsible for reviewing the audit team's conclusions in key areas as well as reviewing any adjustments proposed to the client's accounting records, adjustments not made due to immateriality, and identification and communication of material weaknesses or significant deficiencies. In addition, audit teams prepare detailed "significant items" documents that set forth the background, relevant accounting guidance, and ultimate conclusion related to any unusual or complex accounting matters of the audit.

Our audit teams are also required to schedule professional standards consultations before the start of any audit if certain conditions exist, such as the implementation of complex new GASB statements, existence of alternative investments, identification of prior-period adjustments, etc.

All workpaper and financial statement reviews will be performed in the field, including the manager and partner reviews.

At the end of fieldwork, we will communicate results with management in a draft format. Our intention is that all wording and presentation issues will be resolved before this meeting.

We will formally communicate our findings to management, including:

- Auditor's responsibility under generally accepted auditing standards (GAAS) and *Government Auditing Standards*
- Significant accounting policies
- Management's judgment and estimates
- Audit adjustments, if any
- Control deficiencies, significant deficiencies in controls, and material weaknesses in controls, if any

Feedback for us

We measure and monitor our progress in meeting your needs and expectations in two ways. First, ongoing, consistent communication between you and the engagement team is designed to constantly validate our strong service delivery. Your engagement and colleague partners will have constant involvement and contact throughout all phases of the audit. Second, our firm provides our clients with the opportunity to discuss the quality of service with our firm managing partner and through our annual client satisfaction survey. We encourage and seek candid feedback directly and through our independent and confidential forums. We will also meet with the audit committee to review the results of the audit and the financial statements.

In addition:

- We do not cut corners on our audit process, but re-evaluate our plan each year, which requires multiple internal meetings to brainstorm and reassess risks.
- Our workpapers contain “executive memos” for all audit areas we deem to be of highest significance. These memos fully outline how you operate and what the standards are for proper accounting.
- Our robust governmental professional standards department, along with our governmental colleagues, are resources we use regularly to ensure the guidance we provide is of highest quality. As an example, we use consultation workflows for more complicated issues that are reviewed by the head of our governmental standards department as an example of our goal to “get it right.”

Anticipated significant audit issues

Over the next two years, we are aware of several new accounting pronouncements that will become effective, as listed below. We anticipate that preparation for and implementation of these new accounting standards will result in multiple significant risk items in each year included in the term of this request for proposal. We will work with DCTA well in advance to ensure that a plan for information gathering and financial reporting is established and communicated to all impacted parties, in order to ensure that DCTA's timeline for completion of each audit is not compromised.

CONCERN	DESCRIPTION (EFFECTIVE DATES AS AMENDED BY GASB STATEMENT 95)
GASB Statement No. 84	Effective for the September 30, 2021 year-end, this standard applies to funds held in a fiduciary capacity and how those are to be reported.
GASB Statement No. 87	Effective for the September 30, 2022 year-end, this standard requires agreements meeting the definition of a lease to be accounted for as a single model, eliminating the concept of operating versus capital leases, and potentially having a significant reporting impact depending upon the magnitude of the lease agreements in place.
GASB Statement No. 94	Currently effective for the fiscal year ending September 30, 2023, this GASB applies to certain arrangements between a government contracting with an operator to provide public services by conveying control of the right to operate or use a non-financial asset in an exchange or exchange-like transaction.
GASB Statement No. 96	Effective for the fiscal year ending September 30, 2023, this GASB provides guidance on the accounting and financial reporting for subscription-based information technology arrangements (SBITAs) for government end users.
CARES Act	The Coronavirus Aid, Relief, and Economic Security Act, signed into law on March 27, 2020, created the Coronavirus Relief Fund, which provides \$150 billion in direct assistance to domestic governments. Additional federal funding was allocated to public transportation entities in December 2020. Navigating the federal guidelines, as well as SEFA implications, will be relevant in the upcoming year for DCTA.

All of these new GASB implementations will be done from one proven, cohesive team. Working together, our team can support DCTA's plans for continued growth and value creation for today and for your long-term future.

Single audit

OMB Uniform Guidance testing approach

Plante Moran is a recognized leader in the federal single audit arena. We are the second-largest single audit provider in the nation. **Our staff are trained in and have significant experience performing federal audits, having audited more than \$600 million of FTA grant dollars in accordance with OMB Uniform Guidance.** This expertise means DCTA will have ready access to knowledgeable staff who can provide quick answers and perform procedures whenever needed. Plante Moran maintains many contacts at the federal level to assist our clients in resolving issues as they arise. We have been active in both the establishment of standards and training related to single audits.

Our audit methodology focuses on testing organizational compliance with OMB Uniform Guidance, ensuring all objectives required in a federal program audit, along with those required by any individual granting agency, are examined and assessed based on risk. Our general audit approach is outlined below:

Planning



Develop audit objectives

Develop audit objectives for each compliance requirement of the DCTA based on types of program funding received using a combination of the grant agreement, the Code of Federal Regulations, and published compliance supplements and matrices.



Understand the organization and program details

Understand the DCTA's programs, systems, and processes through use of a client questionnaire completed by DCTA staff.



Assess risk

Perform risk assessment based on our experience with the programs, prior-year findings, and our understanding of the controls over the process and through discussions with DCTA's management.



Assess compliance control environment

Review of environmental factors to identify overall effectiveness as it relates to federal programs.



Identification of major programs

Major programs are identified in accordance with the federal rules to determine the number of major programs to test to meet single audit requirements.



Assess inherent risk

Assess the risk that errors could occur at the program level. Several factors are looked at in determining inherent risk, including, but not limited to, findings from other agency audits, DCTA's experience with the grant, prior findings, and guidance from the granting agency.



Determine the nature, timing, and extent of audit procedures to be performed

Based on all planning procedures performed, audit procedures are designed and audit programs are prepared. We will coordinate timing of audit procedures with DCTA's staff. Our testing is designed to gather sufficient appropriate audit evidence whether DCTA has complied with laws, regulations, and the provisions of contracts or grant agreements that could have a direct and material effect on each major program.

Our Plante Moran team of single audit specialists has developed a comprehensive library of proprietary audit programs to test major programs. Due to our specialized team and their knowledge of OMB Uniform Guidance, our questionnaires, programs, and approach are continually being updated as new federal funding sources are identified. Our team analyzes the grant agreements, compliance supplements and matrices, and applicable sections of CFR to complete the audit programs.

Sample sizes

Sample size selection is a critical component of the testing of federal programs. Plante Moran tests both internal control over compliance as well as compliance requirements that have a direct and material effect on each major program. We use the AICPA Audit Guide, *Government Auditing Standards*, and OMB Uniform Guidance to design an audit approach that includes audit sampling to achieve both objectives.

The identification of individually important items is not required by OMB Uniform Guidance; however, there may be benefits to such testing if they exist in a particular population. When planning compliance testing for each major program, we will use our qualified judgment to determine which items, if any, represent individually important items that may be separated from the remaining population and tested individually.

Detailed testing

Since each grant requires customization based on specific grant agreements and additional requirements specified by the applicable U.S. agencies, our detailed testing plan will be finalized to include all related key controls and key compliance areas.

National Transit Database agreed-upon procedures

Although the same NTD policy manual applies to all transit agencies, we know — based on experience — that no set of agreed-upon procedures are exactly the same. In planning the agreed-upon procedures, we will discuss DCTA's operations and review the most recent NTD report in order to gain an understanding of the procedures applicable to DCTA. We will then work with you to devise the proper procedures to be performed. Before proceeding, Keith Szymanski, your senior manager, will review the planned procedures. Once we are prepared to perform the procedures, we will work with your staff to obtain the necessary reports and supporting documents. If any exceptions are identified, we will review them with DCTA to ensure the proper information was provided and our understanding of the situation is correct. Finally, we will issue our final report in advance of any deadlines that you have.

Review of quarterly investment reports

As part of the audit process, we will perform a review of the quarterly investment reports. Our report to management will detail whether any errors or exceptions were noted. Plante Moran routinely performs a variety of compliance reviews, including engagements related to investments.

Technology that increases quality, efficiency, and value

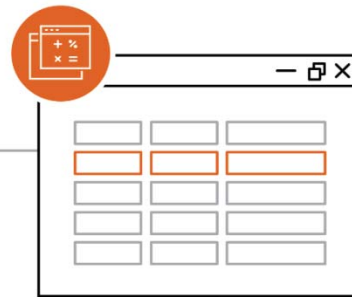
When it comes to serving you, we are future-focused. **We're actively researching how artificial intelligence (AI), data analytics, blockchain, and other emerging technologies will impact our engagements, and how they can be used to increase efficiency and provide deeper insights for our clients.** In fact, we've even been recognized by InformationWeek, CIO Magazine, and Microsoft for our ability to design and deploy cutting-edge technology to empower our staff and serve our clients.

We use secure and intuitive tools — customized by client industry — to guard your data as if it were our own, identify risks, and empower our partners and staff to think more strategically about your organization and how we can support you. And, in keeping with our culture, we always put people first: we carefully consider the needs of our clients and staff before we integrate new technology into our service model. We never impose a solution that isn't a good fit for our clients' specific needs. Once the tools are in place, we seek out feedback for continuous process improvement.

Here are a few of the investments we're making to deliver value:

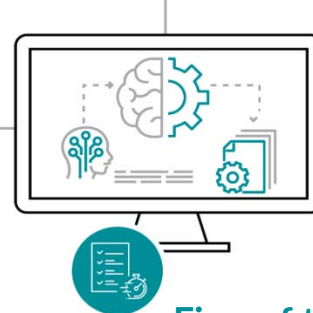
Client Collaboration Center

Our secure collaboration portal gives us — and our clients — 24/7 access to easily share files and track the status of our engagements from anywhere in the world.



CaseWare audit software

We use paperless software that organizes data in an efficient manner, all in real-time.



Data manipulation

We use tools like CaseWare IDEA and Alteryx to access, evaluate, and analyze your data to enhance and streamline our audit testing.

Plante Moran Analytics Center of Excellence

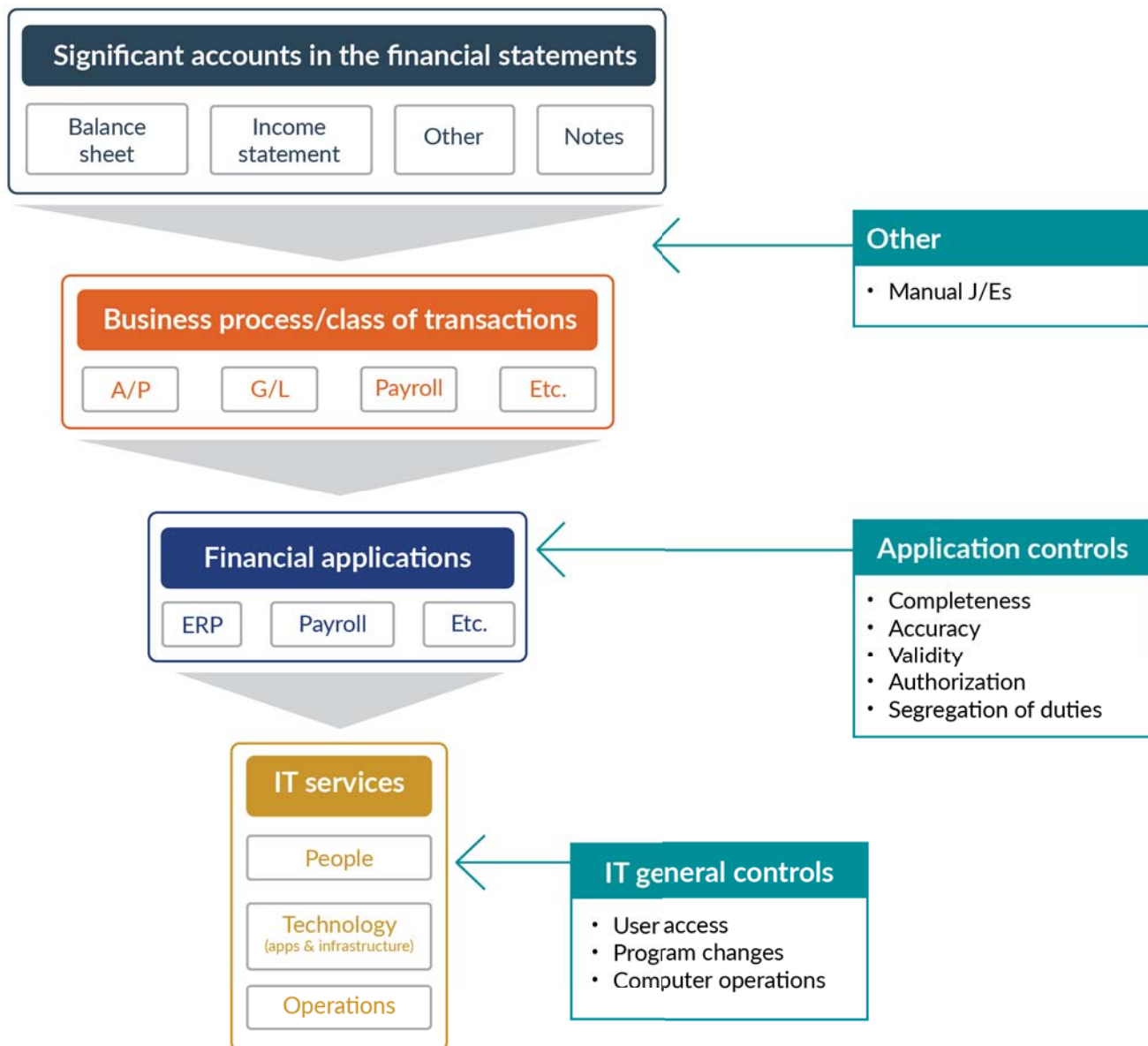
We help our clients organize and analyze their data, generating insights to encourage informed and strategic decision making.

Firm of the Future: AI-enhanced audit, tax, consulting, and wealth management

We're using AI to identify relevant information, convert files, and improve efficiencies in our service delivery model.

Testing your systems

The DCTA handles large volumes of data and, as such, has a complex IT system. Testing of this system is an important part of the financial statement audit. We will obtain an understanding of DCTA's information technology environment, including an understanding of your information security policies and procedures sufficient to plan our audit with the assistance of our transit IT specialist, Robin Milne. Our understanding is intended to provide us with sufficient knowledge to evaluate the effect of the information technology system on the nature, timing, and extent of our planned audit procedures. This work will be performed by one of our firm's information systems audit specialists. The chart below describes the relationship between IT, financial applications, business processes and transactions, and significant financial statement accounts. The IT testing includes IT general controls testing and application controls testing.



Tab 2 - Statement of firm experience and qualifications

Qualifications – Interested auditors should state size of the organization, size of the organization’s governmental audit group, office location where engagement work will be performed, and a confirmation that the organization is licensed to practice in Texas. The auditor is required to submit a copy of the most recent external quality control review. (See pages 21-25.)

Relevant Experience – Interested firm/individuals should briefly state their firm’s experience in projects of similar size, scope and complexity, including the dates the project spanned. In addition, key staff that will be assigned to the DCTA should provide their experience in this type of project, whether each person is licensed to practice as a certified public accountant in Texas, and any special skills or experience. (See pages 26-40.)

Past Performance – Please specify between three (3) and five (5) projects that are similar in nature to that contemplated in this RFP that the firm and/or key staff has performed within the last three years. Furnish a short narrative describing the project and the outcome. List the name of the entities for which the services were provided, the timeframe of the project, and the project managers’ names, addresses and phone numbers. (See pages 41-43)

Availability – Please specify that the firm’s key staff will be available to work with DCTA during the timeframe specified in Section 4.2 of the Scope of Work. The auditor should indicate how the quality and experience of staff over the term of the contract will be assured. (See page 44.)

Qualifications

Size of the organization

Plante Moran is the 13th largest certified public accounting and management consulting firm in the nation. With **a history spanning more than 95 years**, our firm provides clients with financial, human capital, operations improvement, strategic planning, technology selection and implementation, and family wealth management services.

Fast facts



1924

Year founded



3,300+

Staff



25

Offices worldwide



25+

Industries served



50

States with clients



100+

Countries with clients



45+

Services available



30

Languages spoken firmwide

Plante Moran's history and culture, in under five minutes.

Our firm's founders had a vision:
"to create a people firm disguised
as an accounting firm."

In other words, our professional expertise is just one part of who we are. Our character is what sets us apart and allows us to build meaningful relationships with our clients and colleagues.

As we move into the future — and continue to use artificial intelligence, data analytics, and other technologies to empower our client service model in new ways — we'll hold steadfast to that philosophy.



We invite you to watch our short film at plantemoran.com/get-to-know, which captures our history, goals, and impact.

National governmental audit group

Our firm serves 1,300 public sector clients across the country, including more than 500 governmental entities.



For more than 75 years, we have offered practical, objective solutions to the complex issues that governments face. We serve government organizations in 35 states and are among the largest consulting and CPA firms nationally. Accountability to the public is essential for every government entity. Our team has frontline experience and understands operating under the unique constraints faced in government today and the issues and challenges you are undergoing. Our professionals use real-world experience to introduce and deliver strategies that work specifically for you. With a long history of

partnering with governmental organizations while maintaining our independence, Plante Moran provides an independent, objective, fact-based assessment of stewardship, cost, and performance of programs and operations.

Plante Moran has conducted **700 CAFR audits** in the past 25 years that have achieved the **GFOA's Certificate of Achievement for Excellence in Financial Reporting**. Michelle Watterworth, who leads our entire public sector technical team, works with our staff to ensure GFOA certificate requirements are met. We are also involved with the GFOA, which gives us greater understanding of what the GFOA is looking for in its awards program.

The government team provides accounting, auditing, and IT and operations consulting services to **500 governmental organizations**; we meet the **GAO audit requirements, including governmental continuing education**.

Please see our response to **Past Performance** (pages 41-43) for a description of relevant projects with a similar scope and services.

National government and public sector practices by the numbers

1,300+	Public sector clients served
700+	CAFR audits conducted in the past 25 years whereby the CAFRs received the GFOA's Certificate of Achievement for Excellence in Financial Reporting
500+	Governmental clients served
1,600+	Public pension plans and benefit plans audited annually
200+	Highly trained government sector audit staff
75+	Years serving government entities

Office locations serving you

Your audit will be led by Partner Pam Hill and will be served by a blended team of four to six government transit industry experts from various offices throughout the firm. Why? Because unlike most firms, which are organized by siloed office locations or profit centers, Plante Moran's go-to-market model is organized by industry group. That means **you will work with our most qualified governmental auditors for DCTA's specific needs, regardless of their office location or geography — and at no charge for travel expenses.**

This **"one-firm" firm** structure is what enables us to staff your engagement with experts from our government team, which are dedicated to serving transportation authorities and airports as well as municipalities and their component units, counties, public retirement entities, and other public sector clients across the country. The model is based on the philosophy that serving you, our client, comes first — even before firm profits.

Detroit

1098 Woodward Ave.
Detroit, MI 48226
313-496-7200

You deserve to work with Plante Moran professionals who are the best fit for your specific needs, regardless of where those professionals are located.

A relationship with Plante Moran unlocks the entire power of our united firm.

Here's what DCTA can expect:

- **The right blend of relevant expertise:** We've staffed our team with professionals who have made serving transportation clients a strong focus of their careers. We've done this by looking at staff across *all* our offices, not just the one that happens to be closest to you.
- **As your needs change or new concerns arise:** You'll have easy access to *all* the subject matter and technical experts across our firm.
- **As the ease of remote work becomes increasingly important:** No matter where our team members are located with respect to DCTA, we'll use our technology to collaborate efficiently and effectively. We've successfully served clients for years using these tools — virtual work is nothing new for our team.



License to practice in the state of Texas

We affirm that Plante Moran and all assigned professional staff are licensed to practice in the state of Texas.



Texas State Board of Public Accountancy

333 Guadalupe, Tower 3 Suite 900, Austin, Texas 78701-3900

William Treacy, Executive Director

6/ 2/2020

PLANTE & MORAN, PLLC
OFFICE
SUITE 400
3000 TOWN CENTER
SOUTHFIELD MI 48075

FOLD FORM
HERE AND
PULL CARD
BACK TO
RELEASE

 **Texas State Board of Public Accountancy**
333 Guadalupe, Tower 3 Suite 900, Austin, Texas 78701-3900

The office is licensed to practice in Texas.

PLANTE & MORAN, PLLC
OFFICE
SUITE 400
3000 TOWN CENTER
SOUTHFIELD MI 48075

Firm License ID: C06678 Expires: 5/31/2021
Office License ID: W06401 Form No: 20065391

By receipt of this license card, requirements for licensing by the Texas State Board of Public Accountancy have been met. The license card can be easily removed from the sheet and can be used as identification as a licensee in Texas. After removing your license card, retain this mailer as a **FILE COPY** of the license card.

As a licensed firm, a 7-digit number (*Firm Control Number*) has been assigned to your firm as an alternative method of unique identification, in addition to your *Firm License ID*. **The *Firm License ID* and *Firm Control Number* are required to access information on the Board's website, and are shown below on the file copy of your license card.** (Note that each office of your firm is assigned a unique *Office License ID*.)

 **Texas State Board of Public Accountancy**
333 Guadalupe, Tower 3 Suite 900, Austin, Texas 78701-3900

The office is licensed to practice in Texas.

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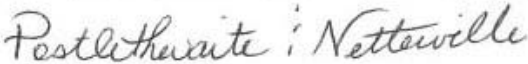
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Office License ID: W06401 Form No: 20065391

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Our peer review report

The AICPA peer review involves rigorous inspection of engagements not subject to PCAOB inspection. At the conclusion of the peer review, the peer reviewer expresses an opinion on the design of our system of quality control for our accounting and auditing practice and our compliance with that system, and the reviewer provides a peer review rating. Our most recently completed peer review, conducted in 2019, resulted in a “pass” rating, the highest rating possible. The peer review report is available at aicpa.org.

	550 United Plaza Blvd., Ste. 1001 - Baton Rouge, LA 70809 225-922-4600 Phone - 225-922-4611 Fax - pncpa.com <small>A Professional Accounting Corporation</small>
Report on the Firm's System of Quality Control	
To the Partners of Plante & Moran, PLLC and the National Peer Review Committee	
<p>We have reviewed the system of quality control for the accounting and auditing practice of Plante & Moran, PLLC (the firm) applicable to engagements not subject to PCAOB permanent inspection in effect for the year ended June 30, 2019. Our peer review was conducted in accordance with the Standards for Performing and Reporting on Peer Reviews established by the Peer Review Board of the American Institute of Certified Public Accountants (Standards).</p> <p>A summary of the nature, objectives, scope, limitations of, and the procedures performed in a System Review as described in the Standards may be found at www.aicpa.org/prsummary. The summary also includes an explanation of how engagements identified as not performed or reported in conformity with applicable professional standards, if any, are evaluated by a peer reviewer to determine a peer review rating.</p>	
Firm's Responsibility	
<p>The firm is responsible for designing a system of quality control and complying with it to provide the firm with reasonable assurance of performing and reporting in conformity with applicable professional standards in all material respects. The firm is also responsible for evaluating actions to promptly remediate engagements deemed as not performed or reported in conformity with professional standards, when appropriate, and for remediating weaknesses in its system of quality control, if any.</p>	
Peer Reviewer's Responsibility	
<p>Our responsibility is to express an opinion on the design of the system of quality control and the firm's compliance therewith based on our review.</p>	
Required Selections and Considerations	
<p>Engagements selected for review included engagements performed under <i>Government Auditing Standards</i>, including compliance audits under the Single Audit Act; audits of employee benefit plans, audits performed under FDICIA, an audit of a broker-dealer, and examinations of service organizations (SOC 1 and SOC 2 engagements).</p> <p>As part of our peer review, we considered reviews by regulatory entities as communicated to the firm, if applicable, in determining the nature and extent of our procedures.</p>	
Opinion	
<p>In our opinion, the system of quality control for the accounting and auditing practice of Plante & Moran, PLLC applicable to engagements not subject to PCAOB permanent inspection in effect for the year ended June 30, 2019, has been suitably designed and complied with to provide the firm with reasonable assurance of performing and reporting in conformity with applicable professional standards in all material respects. Firms can receive a rating of <i>pass</i>, <i>pass with deficiency(ies)</i> or <i>fail</i>. Plante & Moran, PLLC has received a peer review rating of <i>pass</i>.</p> <p></p> <p>Baton Rouge, Louisiana December 27, 2019</p>	

Relevant experience

Expertise in auditing governmental transportation organizations like DCTA

We have a deep understanding of the unique audit, accounting, financial, operational, and technology needs of governmental transportation, transit, airport, and special-purpose authority organizations. In addition to our extensive audit experience, we assist our clients with a variety of consulting services. Our multidisciplinary team can help DCTA minimize risk, improve effectiveness, and contain the costs of providing key services to the public. **The team serving you has several members that are a part of APTA and sit on their finance and audit committees.** We are well versed in the conversations and concerns affecting transportation entities across the country. We can bring that expertise to the table as a true partner to DCTA.

We have a large team of dedicated and experienced public transportation professionals within our public sector industry from our national transportation practice group. The auditors on your engagement have chosen to specialize in serving transportation organizations. We bring an acute awareness of the ins and outs of transportation finance, and we understand the issues you face and the opportunities available to you. As illustrated on pages 35-40, the team members on our engagement specialize in and have unparalleled experience serving entities of all sizes, complexities, and modes of transportation, including rail and bus, transit authorities, departments of transportation, tollway authorities, road commissions, and airports for auditing, accounting, CAFR preparation, NTD reporting, single audits, grants management, regulatory and compliance assessments and attestation, systems implementation, management consulting, internal controls assessments, budget preparation, and project management.

Transportation systems we audit include Suburban Mobility Authority for Regional Transportation (SMART), Denver Regional Transportation District (RTD), Capital Area Transportation Authority (CATA), Detroit Department of Transportation (DDOT), Mass Transportation Authority (MTA), and many others.

Our experts share industry insights on a regular basis with our governmental clients, such as our webinars to discuss GASB 84 and 87 implementation and our **toolkits and trainings to assist clients in the implementation of these standards.** Please click on [this link](#) to visit our **COVID-19 Resource Center for information that will help keep DCTA informed and provide valuable feedback that relates specifically to our governmental clients.** These resources, in addition to our regular conversations, will help you prepare for the future. We constantly provide up-to-date, leading-edge insights to our clients to assist in keeping them informed.

We provide comprehensive audit, financial, and consulting services to transportation and transit authority clients across the nation. On the following page is a **representative listing of clients we have had the privilege to serve.**

REPRESENTATIVE TRANSPORTATION CLIENT LIST

- Ann Arbor Area Transportation Authority, MI
- Berrien County Road Commission, MI
- Bishop International Airport Authority, MI
- Bradley International Airport, CT
- Capital Area Transportation Authority, MI
- Central Ohio Transit Authority, OH
- City of Mount Clemens Dial-A-Ride funds, MI
- Coleman A. Young International Airport, MI
- Columbus Regional Airport Authority, OH
- Connecticut Airport Authority, CT
- Conway-Horry County Airport, SC
- Denver Regional Transportation District, CO
- Des Moines Airport Authority, IA
- Detroit Department of Transportation, MI
- Detroit Metropolitan Wayne County Airport, MI
- Mass Transportation Authority, MI
- Fort Lauderdale-Hollywood International Airport, FL
- Gerald R. Ford International Airport, MI
- Genesee County Road Commission, MI
- Golden Gate Bridge Highway and Transportation District, CA
- Grand Junction Regional Airport, CO
- Hampton Roads Transit (HRT), VA
- Hillsborough Area Regional Transit Authority, FL
- Hillsborough County Aviation Authority (Tampa Airport), FL
- Indianapolis Airport Authority, IN
- John Glenn (Columbus) International Airport, OH
- Kansas City Area Transit Authority (KCATA), MO
- Los Angeles County Employees Retirement Association (LACERA), CA
- Los Angeles County Metropolitan Transportation Authority (LA Metro), CA
- Louisville Regional Airport Authority, KY
- Mackinac Bridge Authority, MI
- Miami International Airport, FL
- Michigan County Road Commission Self-Insurance Pool, MI
- Milwaukee County Transit, WI
- Milwaukee County – General Mitchell International Airport, WI
- Muhammad Ali International Airport, KY
- Municipal Employees' Retirement System of Michigan (MERS of Michigan), MI
- Nankin Transit Commission, MI
- Nashville International Airport, TN
- New Hampshire Retirement System (NHRS), NH
- Oakland County International Airport, MI
- Oakland/Southwest Airport, MI
- Oakland/Troy Airport, MI
- Ohio Port of Greater Cincinnati Development Authority, OH
- Ohio Transit Risk Pool, OH
- Ohio Turnpike and Infrastructure Commission, OH
- Pittsburgh International Airport (PIT), PA
- Redford Township - own transportation funds, MI
- Regional Transportation Authority of Illinois, IL
- Regional Transportation Authority of Southeast Michigan, MI
- Rhode Island Airport Corporation, RI
- Road Commission for Oakland County, MI
- Sarasota Manatee Airport Authority, FL
- Spokane Airport Board, WA
- Suburban Mobility Authority for Regional Transportation (SMART), MI
- T.F. Greene International Airport, RI
- Tampa International Airport, FL
- Washington and Bruce Townships STAR, MI
- Washtenaw County Road Commission, MI
- State Departments of Transportation in Alaska, Colorado, Iowa, Louisiana, Mississippi, Missouri, Oregon, Washington

Extensive single audit experience

Our team members are undisputed experts in the single audit sector. DCTA's engagement will feature trained professional staff with significant single audit experience as well as our proprietary single audit programs, questionnaires, and tools, which are customized to specific grants. Our audit reports and workpapers are regularly reviewed by federal oversight agencies and are considered best in class. Our approach will increase efficiency and minimize the use of your staff's time and resources.



Qualifications that lead to quality single audits

An analysis of single audit engagements performed by the AICPA's Peer Review Program determined that the following factors have a strong correlation to quality performance. Plante Moran excels in all three.



1. Size of the firm's single audit practice



2nd

largest single audit provider in the nation



575+

single audits completed annually, including approximately \$600 million in FTA expenditures over the past 12 years



\$9B

in federal expenditures audited per year



2. Qualifications of the engagement partner



We staff single audit teams with experienced partners and single audit specialists who are deeply engrained in federal compliance issues.



Your engagement team has specific experience in performing single audits for transit entities.



Our team members not only take single audit CPE courses annually, but also teach many of those courses attended by other CPA firms. Our training materials are used nationally.



3. AICPA Governmental Audit Quality Center (GAQC) Membership



We're a **charter member** of the GAQC and will share advance notice of issues that impact the single audit. According to the above-mentioned AICPA study, GAQC members had **two times greater conformity** to professional standards than non-members.

We are proactive rather than reactive when it comes to Uniform Guidance.

Our involvement: Partner Amanda Ward — our firm's single audit industry technical leader — attends the AICPA Single Audit Roundtable

Our involvement: We maintain direct contact with the AICPA and federal agencies, including the OMB, HUD, U.S. Department of Education, and EPA, and frequently conduct training sessions at conferences sponsored by these agencies.

Our involvement: We annually review and comment on changes being made to the Single Audit Compliance Supplement.

National Transit Database reporting process

We perform NTD procedures for several other transit agencies and have developed an effective method for selecting samples, gathering data, reviewing the information, and finalizing our report. We can apply this same methodology while also tailoring our testing to DCTA's operations in order to efficiently complete our testing in advance of DCTA's reporting deadline

Experience with the GFOA's CAFR award program

Plante Moran has conducted more than 700 CAFR audits in the past 25 years whereby the CAFRs have received the Certificate of Achievement for Excellence in Financial Reporting from the GFOA. We're also involved in the GFOA's national and state-level associations, which gives us a greater understanding of what the GFOA is looking for in its awards program.



Bond and related issuance costs

We have extensive experience in auditing debt and debt-related covenants. Our clients have entered into various types of debt arrangements, both variable and fixed rate. Some of our larger clients have a significant amount of debt (billions of dollars) in terms of **general obligation debt, special assessment bonds, revenue bonds, capital leases, installment purchase agreements, and demand bonds with standby purchase agreements.**

Our staff are trained specifically in **auditing debt and reviewing debt documents.** We work with governmental entities that require their audited financial statements be included in official statements for new debt issuances and/or refundings. We are typically involved with refundings and defeasances as well as bond consent letters.

Providing guidance for technical issues

- We have a seat on the **AICPA's State and Local Governments Expert Panel.** In fact, Michelle Watterworth, the firm's public sector technical leader, is the current Chair. This panel meets annually with the GASB and helps shape their agenda, as well as responding to each exposure document. You may wonder what that means for DCTA...it means that we are ahead of the curve when it comes to decisions that are being made that affect DCTA. It also means we have a voice with GASB and can help advocate for our clients' positions on upcoming pronouncements. It also means that you have the best experts our firm has to offer at your fingertips!
- The team assigned to your engagement will include Keith Szymanski, the firm's technical specialist for our government transportation practice. He is also a governmental single audit specialist and the team lead preparing for GASB 87 (Leases). Keith and his team have developed both internal and external tools, trainings, and articles on the new standard. Additionally, when the FTA released its initial guidelines for the financial data reviews, there were concerns that what the FTA was asking for was not consistent with professional standards for the accounting industry. He participated in a group led by the AICPA Government Audit Quality Center that discussed those concerns that ultimately brought about changes to the guidance from the FTA.
- We actively monitor and respond to all GASB documents for public comment. We have also testified before the GASB and been a participant in some of their research projects. In these venues, we bring not only our voice but the voice of our clients, advocating for standards that are clear, implementable, and practical.

Thought leadership

We'll provide frequent updates throughout the year to help you analyze how recent changes in regulations, legislation, economic conditions, and trends could impact DCTA. We deliver this thought leadership via CPE-approved webinars and publications at **no additional cost**. Our Government Perspectives quarterly e-newsletter provides clients with updates on finance, technology, and operational issues, and includes ideas for maximizing limited resources.

Examples of our recent thought leadership that might be of interest to DCTA includes:



Webinars

- [Optimization or transformation: Public sector ERP in a remote environment](#)
- [How COVID-19 funding impacts your single audit and what to do next](#)
- [The future is now: Automate repetitive tasks with Robotic Process Automation](#)
- [Cybersecurity for the public sector: You've been hacked — now what?](#)
- [GASB 87, Leases: What you need to know for successful implementation](#)
- [GASB 84: A deeper dive into the GASB fiduciary activities standard](#)



Articles

- [Software replacement plans canceled? Optimize your existing enterprise system](#)
- [COVID-19 and software procurement: How governments can manage the process remotely](#)
- [Top three things to consider if you've received COVID-19 funding](#)
- [GASB 87, Leases: Our four most frequently asked questions](#)
- [Long-term financial planning for governments: A roadmap for uncertain times](#)
- [Seven priorities for public sector finance officials to manage through disruption](#)
- [Navigating the COVID-19 pandemic: Tips to help public retirement systems](#)

Visit our [COVID-19 government resource center](#) on our website to read more insights from our experts.

We can also assist you in understanding the requirements for your share of the **\$25 billion in CARES Act grants** to transit agencies for COVID-19 response.

Is your response and recovery plan on track?

[Take our assessment](#) to see where you stand from an operations, financial stability, and technology standpoint.

Deadline extensions to be aware of:

- [GASB 95: Postponement of the effective dates of certain authoritative guidance](#)
- [GFOA Certificate of Achievement for Excellence in Financial Reporting extensions available by request](#)

Association leadership and involvement

We are heavily involved in government associations so that we can stay ahead of emerging issues and shape the practical application of standards and regulations. We do this not just to maintain our expertise, but to act as an advocate for our clients and keep them informed.



American Public
Transportation
Association

- Active members of the Financial Management Committee and Committee of Audit Professionals, attend annual conferences
- Panelist at 2020 APTA CAP Virtual Roundtable
- Speaker at the October 2019 APTA Conference – GASB update for Committee of Audit Professionals
- Panelist at June 2019 APTA CAP Virtual Roundtable



AIRPORTS COUNCIL
INTERNATIONAL

- Finance Committee Member
- Speaker at 2020 GASB 87 workshop
- Speaker at 2018 conference – Leases and Capitalized Interest
- Speaker at 2017 conference – GASB pronouncements



AICPA®

- We currently serve on the AICPA State and Local Governments Expert Panel, which writes the state and local government audit guide, participates in liaison meetings with the GASB, responds to GASB exposure drafts, and issues audit and accounting guidance to local units of government.
- One of our partners served as the Chair of the AICPA in 2008; another partner served on the Council.



AICPA®
GAQC Member



AICPA®
EBPAQC Member

- We are a charter member of the AICPA Governmental Audit Quality Center (GAQC) and the Employee Benefit Plan Audit Quality Center (EBPAQC).
- As a member of the GAQC and EBPAQC, the firm helps promote the importance of quality governmental and benefit plan audits. Voluntary membership in these quality centers demonstrates our commitment to audit quality and holds us to a higher level of scrutiny than non-member accounting firms.
- Plante Moran not only understands the various types of investments, including alternative investments, we helped write guidance for other auditors on these investments. The former technical leader of our benefit plan practice was a member of the AICPA Employee Benefit Plan Expert Panel.
- We participate in federal single audit roundtables with invited members from GAO, OMB, and various federal agencies.
- We help plan for and present at various AICPA governmental and benefit plan conferences.



- Propose changes to GASB Implementation Guides
- Actively respond to significant proposals for new governmental accounting rules



- Active membership with NASCIO, attend conferences



Government Finance Officers Association

- Involved with national and state-level associations, including Florida (FGFOA), Georgia (GGFOA), Illinois (IGFOA), Michigan (MGFOA), Ohio (OHGFOA), Colorado (CGFOA), and New York (NYSGFOA)
- Facilitate training sessions at the annual conference



- Active membership, attend NASC and NASACT conferences
- Facilitated conference training sessions



- Provided training at annual P2F2 conference



- Active membership and attend IFEBC conferences
- Develop and present training at annual conference

What our clients are saying

“The number one thing that separates Plante Moran from other firms? The way they treat my staff. While most accounting firms hire knowledgeable people, Plante Moran’s staff is dedicated and down to earth – they hire great personalities across the board. The engagement team members are extremely competent, very personable, respectful of our time, and thoroughly communicate on deadlines – it’s enjoyable to have them here.

The transit industry is extremely complex, with lots of rules that govern the auditing of grants. The knowledge that the team has is phenomenal – they really understand it. I appreciate being able to call them at any time for guidance and to discuss options on complex issues.

Whenever we’ve had an issue, we’ve easily worked through it together and found resolution. During the first year of our engagement, we had an aggressive deadline to complete our financials and we were running way behind. After explaining the situation, they got it done a week in advance of the deadline. It took a massive lift that was beyond appreciated.”

Patrick S. Lemon, Director of Finance, Capital Area Transportation Authority

Qualifications of staff

Professional team assigned

Plante Moran's greatest asset is its people — not just their knowledge, but also their integrity and their commitment to their clients, staff, and communities.

Before we even hire staff, they are assessed to ensure they have the qualities that make Plante Moran different. We are looking for strong skills in these areas:

- Relationship management
- Teamwork
- Problem solving
- Leadership
- Communication
- Technical aptitude

How does this affect you, aside from giving you a team that you'll enjoy working with? Clients tell us all the time — working with Plante Moran is a more personal experience because we:

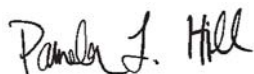
- Keep the big picture in mind and uncover opportunities for you.
- Collaborate with clients so you know what's going on and can weigh in.
- Communicate well to eliminate those unwanted surprises.
- Involve senior-level partners and managers in your engagements; their vast experience enables them to perform your work efficiently.
- Retain trained staff who get to know you because they return to your engagement year after year.
- Assign staff you won't have to train about your industry because they are dedicated to it and have been well-trained in it.
- Make sure our teams live by our Golden Rule philosophy, treating one another with respect and kindness.

Staffed to deliver

Our philosophy for staffing your engagement is simple:

- Find the best people with the most relevant experience
- Balance the team with varied personal styles and ways of thinking that complement each other

Turn the page to meet the rest of your team – a tailored group chosen to deliver transit expertise and **read how they each provided a unique solution to a client they serve.** I am grateful for the opportunity to work with these people regularly. I think you will be, too.



Team overview



Our team of experts will offer the fresh perspective that DCTA can benefit from.

The formation of a highly qualified team to serve DCTA is critical to the success of this engagement and to exceeding your expectations. We employ our colleague partner system to ensure you have several practice-leading professionals available to you at all times — **at no extra cost to you** — who are knowledgeable about DCTA from different disciplines.

Our **large pool of dedicated governmental transportation experienced professionals** spend their time serving transit/transportation authorities and other government entities, are familiar with the challenges and issues that these sectors face, and **understand the unique aspects of transit authorities from a reporting and regulatory compliance standpoint.**

Based on the size and importance of your engagement, your core team includes Pamela Hill, who is the leader of our national governmental transportation practice and will be responsible for the professional services to be provided to DCTA, as your engagement partner and Joe Kowalski as your colleague partner. The colleague partner system promotes accountability, sustainability, and strategic decision-making. They each have **deep experience leading transportation/transit authorities, road commissions, and government audit engagements, including those with financial audits, single audits, CAFRs, and NTD reports.** Both will serve as key resources of transportation and government industry information and trends for the Plante Moran engagement team.

Other key team members include **Keith Szymanski, senior manager and government transportation practice technical specialist**, who has extensive experience with transit/transportation authorities and road commissions and performing federal audits in accordance with OMB Uniform Guidance, and Michael Machala, manager, who has strong experience with transportation and government audits. Robin Milne, transportation IT principal, has over 25 years of experience and is a leader within our transportation consulting practice.

Selected for their industry experience with public transportation, including transit, rail, and bus experience, and other governmental clients and their ability to help you meet your financial reporting goals, your team members' experience will provide DCTA with an efficient and effective audit. We have finely tuned audit processes that produce **timely financial reporting** for DCTA.

What our clients are saying



We've worked with a number of firms through the years, and Plante Moran is definitely in the top tier of firms providing audit and consulting services to airports. The team has deep technical knowledge, and they stay abreast of national issues impacting the industry.

I appreciate the professionalism of the team — they're respectful, easy to communicate with, and don't create a burden on our team. It really comes down to relationships. Our team appreciates that we can easily pick up the phone and talk with a Plante Moran staff member when we have questions or need information."

Randy Bush, CFO, Columbus Regional Airport Authority



Pamela Hill, CPA

Engagement Partner

ROLE

I will lead your audit and guide our overall relationship. When the DCTA needs an answer, I am your first call. My primary goal is to make sure we look out for your interests proactively and respond to your questions promptly.

EXPERIENCE

Years in public accounting: 22

Years of governmental auditing experience: 22

I am a partner in our governmental practice, the leader of Plante Moran's governmental transportation practice, and have served on the audit and assurance services team for over 22 years, with an emphasis on serving transit agencies, special-purpose entities, and local governmental entities throughout the country. I handle audit engagements, including those with single audits, NTD reporting, and PFC audits, and many that are submitted to the GFOA's Certificate of Achievement for Excellence in Financial Reporting Program. I have assisted many governmental entities with planning and implementation for many GASB statements, including 34, 45, 51, 53, 54, 67, 68, 74, and 75, along with long-term planning and other consulting projects.

SELECTED TRANSIT CLIENTS SERVED (all of the below have single audits)

- Detroit Department of Transportation (2017–present): lead audit partner
- Denver Regional Transportation District (2020–present): lead audit partner
- Capital Area Transportation Authority (CATA) (2017–present): lead audit partner
- Suburban Mobility Authority for Regional Transportation (SMART) (2008–present): senior manager and then lead audit partner
- Regional Transportation Authority (2016): part of consulting team for creation of RTA's chart of account structure
- Mass Transportation Authority (2019): lead audit partner
- Sarasota Manatee Airport Authority, FL (2019–present): lead audit partner
- Wayne County Airport Authority, MI (2006–present): manager and then lead audit partner
- Columbus Regional Airport Authority, OH (2010–present): involved in several projects with the Authority's internal audit department in assisting with internal control review projects; perform the technical partner review for the single audit
- Bishop International Airport Authority, MI (2015–present): lead audit partner
- Connecticut Airport Authority, CT (2018–present): lead audit partner
- Rhode Island Airport Corporation, RI (2018–present): lead audit partner
- Allegheny County Airport Authority, PA (2019–present): colleague audit partner
- Nashville International Airport, TN (2020–present): lead audit partner

PROFESSIONAL AFFILIATIONS, TRAINING, AND LICENSURE

I have attended several conferences and am a **member of the American Public Transportation Association, where I am on both the Financial Management Committee and Committee of Audit Professionals (where I play an active role in assisting with training and content development)**, the Airports Council International – North America, and the Association of Airport Internal Auditors. I am also a member of the AICPA, Michigan Association of Certified Public Accountants, and Michigan Governmental Finance Officers Association and a member of their professional development committee. I am a regular speaker at many conferences both in the state of Michigan and nationally.

I obtain over 40 hours of continuing professional education each year to adhere to the necessary qualifications to practice in the state of Michigan and meet the Yellow Book CPE requirements. I am licensed as a CPA in the state of Michigan and can practice in the state of Texas under the reciprocal licensing statute that allows for license mobility.

FUN FACT

I am an avid bootcamp participant and have been doing it for over eight years now. I love the sense of accomplishment you feel after the workout. It has also shown me that I can do anything and can persevere.



Joe Kowalski, CPA

Colleague Partner

ROLE

I will work hand in hand with Pam on various aspects of the audit in my role as your colleague partner. Our colleague partner approach ensures that you receive more expert, well-rounded thinking from partners deeply familiar with the engagement.

EXPERIENCE

Years in public accounting: 26

Years of governmental auditing experience: 26

I have 26 years of experience working with state and local governments on accounting, CAFR preparation, systems implementation, management consulting, auditing, grants management, regulatory and compliance assessments and attestation, internal controls assessments, budget preparation, and project management. While I have served clients in the role of independent auditor and consultant, I am very proud of also having served as a Deputy Chief Financial Officer (Finance Director) for a county agency. In my role as a public servant, I learned firsthand what it feels like to be a client being audited by independent auditors. When I serve clients today and lead teams through the audit process, I remember the daily challenges of being a public servant and I try to share those lessons with my teams. My goal is to serve with a deep understanding and to provide an unmatched client experience.

SELECTED TRANSIT CLIENTS SERVED

- Northeast Illinois Regional Commuter Railroad, dba Metra (2011–2015): lead audit partner
- Suburban Mobility Authority for Regional Transportation (2018–present): colleague audit partner
- Detroit Department of Transportation (2007–2015): lead audit partner
- St. Louis Lambert International Airport (2008–2017): concurring review audit partner

PROFESSIONAL AFFILIATIONS, TRAINING, AND LICENSURE

I am a regular presenter at trainings covering a variety of topics, including both technical and legislative issues. I am a member of the AICPA, the Illinois and Michigan Government Finance Officers Associations, national Government Finance Officers Association, the Michigan Association of Certified Public Accountants.

I obtain over 40 hours of continuing professional education each year to adhere to the necessary qualifications to practice in the states of Illinois and Michigan and meet the Yellow Book CPE requirements. I am licensed as a CPA in the states of Illinois and Michigan and can practice in the state of Texas under the reciprocal licensing statute that allows for license mobility.

FUN FACT

My great uncle was a former mayor of a local city and his stories of public service inspired me to choose a career serving governments professionally.



Keith Szymanski, CPA

Engagement Senior Manager and
Government Transportation Practice Technical Specialist

ROLE

I will ensure that our team works collaboratively to deliver quality and efficient service. You will see me regularly in the field as I work with the rest of our audit team and your staff. I want to hear what's going well (or not) and what issues are on your mind. I will serve as one of your main contacts and will help to manage the overall work product, ensuring that our team works collaboratively to deliver quality and efficient service. As one of our governmental single audit specialists and a leader on our professional standards team for the public transportation practice, I'll help proactively identify potential audit issues, resolve those issues in a timely manner, and provide assistance with particularly complex or risky audit areas.

EXPERIENCE

Years in public accounting: 13

Years of governmental auditing experience: 13

I have 13 years of experience with the firm's governmental attestation practice. I am also a founding member of the firm's government transportation practice. In addition to serving local governmental units, I am the industry technical specialist for the firm's governmental practice, **a governmental single audit specialist**, and prepare and review NTD reports. I serve as the senior manager for over 25 governmental entities, including many of our transit organizations. I am currently leading our team preparing for GASB 87 (Leases). My team and I have developed both internal and external tools, trainings, and articles on the new standard. Additionally, when the FTA released its initial guidelines for the financial data reviews, there were concerns that what the FTA was asking for was not consistent with professional standards for the accounting industry. I participated in a group led by the AICPA Government Audit Quality Center that discussed those concerns that ultimately brought about changes to the guidance from the FTA.

SELECTED TRANSIT CLIENTS SERVED

- Suburban Mobility Authority for Regional Transportation (2013–present): senior manager
- Capital Area Transportation Authority (2017–present): senior manager and technical advisor
- Mass Transportation Authority (2019–present): technical advisor
- Road Commission for Oakland County (2007–present): senior manager
- Washtenaw County Road Commission (2014–present): senior manager

PROFESSIONAL AFFILIATIONS, TRAINING, AND LICENSURE

I am a member of the American Public Transportation Association and am an active participant in the audit committee. I am also a member of the AICPA and the Michigan Association of Certified Public Accountants, the Michigan Municipal Treasurers Association, and the Ohio Government Finance Officers Association. I am a regular instructor at external trainings — including APTA’s audit committee — and in Plante Moran’s internal continuing professional education program.

I obtain over 40 hours of continuing professional education each year to adhere to the necessary qualifications to practice in the state of Michigan and meet the Yellow Book CPE requirements. I am licensed as a CPA in the state of Michigan and can practice in the state of Texas under the reciprocal licensing statute that allows for license mobility.

FUN FACT

I’m an avid baseball fan. I have attended 17 consecutive opening days for my favorite team: the Detroit Tigers. I’ve also attended games at 13 major league baseball parks.



Robin Milne, PMP, MBA

IT Management Consulting
Transportation IT Principal

ROLE

I will be responsible for any consulting and project management work that DCTA needs in the areas of technology.

EXPERIENCE

Years in public accounting: 30

As a team member within our firm’s governmental transportation consulting practice and a leader within our enterprise resource planning (ERP) practice, I will bring extensive expertise to complement your engagement team. The majority of my client base comprises state government agencies, including transportation, transit organizations, airports, and large cities and counties that are interested in acquiring or implementing an ERP system, assessing their current IT organization, or conducting IT and security assessments.

I have over 30 years of experience assisting clients at the state, county, and local level with various technology-related needs. I have also performed alternatives analyses, cost-benefit analyses, business process reviews, and detailed system analysis, design, and implementation for local and state governments.

Years of governmental auditing experience: 30

My clients appreciate that I have been on their side of the table as an employee, and I understand the processes unique to government. They know I can define new processes using a lean approach, and I can provide a deep understanding of grants and project accounting in other business areas. I can also assist with the development of a chart of accounts that can be integrated across all modules of an ERP. They appreciate that I understand the financial implications of new processes and systems.

SELECTED TRANSIT CLIENTS SERVED

- Regional Transportation Authority, IL
- Kansas City Area Transportation Authority, MO
- Hillsborough County Aviation Authority, FL
- Milwaukee County Transit Systems, WI
- Hillsborough Area Transit Authority, FL
- Hampton Roads Transit, VA
- Central Ohio Transit Authority, OH
- State Departments of Transportation in:
 - ♦ Louisiana
 - ♦ Washington
 - ♦ Missouri
 - ♦ Iowa
 - ♦ Alaska
 - ♦ Colorado
 - ♦ Mississippi
 - ♦ Oregon

PROFESSIONAL AFFILIATIONS, TRAINING, AND LICENSURE

- Certified Project Management Professional (PMP), Project Management Institute (PMI)
- Certified, Six Sigma Lean Professional (SLLP)
- Certified, Lean Black Belt Professional (LBBP)
- Project Management Institute, Agile Certified Practitioner (PMI-ACP)

FUN FACT

I love cooking and farming. I recently went to Italy and found both farming and cooking to be very different from the U.S. We could learn a thing or two.



Mike Machala, CPA

Audit Manager

ROLE

Working with Keith, I'll keep field staff on task and efficient. I'll make sure the execution of the audit meets our agreed-upon timeline and the plan we set with you.

EXPERIENCE

Years in public accounting: 5

I'm an audit manager with over five years of experience serving governmental clients. I am a member of the firm's governmental transportation team. My experience includes serving governmental entities in the transportation arena as well as cities, townships, counties, and various special-purpose governmental entities. My recent experience includes assisting clients with implementing new accounting pronouncements such as GASB 84. I have also performed many single audits and help many of my clients in preparing CAFRs that are submitted to the GFOA for the Certificate of Achievement for Excellence in Financial Reporting.

Years of governmental auditing experience: 5

SELECTED CLIENTS SERVED

- Capital Area Transportation Authority (2017–present): senior and then manager
- Denver Regional Transportation District (2020–present): senior
- Los Angeles County Employees Retirement Association (2018–present): senior
- Genesee County (2016–present): senior
- Metro Police Authority of Genesee County (2018–present): senior
- Charter Township of Fenton (2016–present): senior
- Genesee County Employees Retirement System (2016–present): senior
- City of Swartz Creek (2016–present): senior now manager

PROFESSIONAL AFFILIATIONS, TRAINING, AND LICENSURE

I hold a B.A. and M.S. in accounting from Michigan State University and the University of Michigan-Flint, respectively. I am a member of the AICPA and Michigan Association of Certified Public Accountants.

I obtain over 40 hours of continuing professional education each year to adhere to the necessary qualifications to practice in the state of Michigan and meet the Yellow Book CPE requirements. I am licensed as a CPA in the state of Michigan and can practice in the state of Texas under the reciprocal licensing statute that allows for license mobility.

FUN FACT

I love to get outside as much as possible and enjoy participating in recreational sports such as softball, flag football, and kickball. I'm also an avid runner and have completed a number of marathons and ultramarathons.

What our clients are saying



What we found with Plante Moran is the ease of working with their professionals. They made the transition very easy for us. This is the first time we've ever worked with an organization that is not within our county, the city limits, or even in the same state. This is also the first time I've worked with a firm where I've felt comfortable calling them on any issue. With Plante Moran, we're on the same team and they want us to succeed as much as we want to.

A great example of working with their team is COVID-19. We had some accounting issues we wanted to discuss with them to hopefully help our tenants. It was a Friday afternoon when I sent the partner an email and asked if there was any possible way she could give me a call. I'd say within 15 minutes she called me and my team had the answers we needed."

Anita Eldridge, Director of Finance, Sarasota Manatee Airport Authority

Past performance

Value delivered

Please feel free to contact any of these executives to hear about the Plante Moran experience and how well clients of a similar size and scope are served, including those that reach far beyond the physical location of our brick-and-mortar offices.

Capital Area Transportation Authority (CATA) 4615 Tranter Street, Lansing, MI 48910

Contact information	Mr. Patrick Lemon, Director of Finance 517-999-2350 plemon@cata.org
Timeframe	Client since 2017 (contact with client year-round)
Scope of work and outcome	Plante Moran has successfully provided financial statement audit, single audit, and NTD agreed-upon procedures since 2017. The Authority has experienced many changes in both personnel and process changes in their finance department over this timeframe, and Plante Moran has been there to assist with these changes in an advisory capacity. Ask Patrick about our process for meeting CATA's deadlines and the level of service they receive from our team, including our transit expertise. Also ask him about the level of partner and manager involvement on the audit and our team continuity.
Engagement key staff	Pamela Hill, Keith Szymanski, and Michael Machala

Mass Transportation Authority 1401 S. Dort Highway, Flint, MI 48503

Contact information	Mr. Ed Benning, General Manager/CEO 810-767-6950 ebenning@mtaflint.org
Timeframe	Client since 2019 (contact with client year-round)
Scope of work	Plante Moran has successfully provided financial statement audit, single audit and NTD agreed-upon procedures for MTA Flint since 2019. During this time, Plante Moran has also provided valuable guidance on improvements to internal processes and compliance-related improvements to federal awards. Ask Ed about the efficient transition from prior auditors to Plante Moran and Plante Moran's detailed and effective audit approach, our industry expertise, and partner and manager availability.
Engagement key staff	Pamela Hill, Ashley Frase, and Christopher Gilbert

**Suburban Mobility Authority for Regional Transportation (SMART)
535 Griswold Street, Suite 600, Detroit, MI 48226**

Contact information	Mr. Ryan Byrne, Director of Finance 313-223-2149 rbyrne@smartbus.org
Timeframe	Client since 2009 (contact with client year-round)
Scope of work	Plante Moran has successfully provided financial statement audit, single audit, NTD agreed-upon procedures, and other tailored AUPs as requested since 2009. We have also been a sounding board on ERP implementation and other items as they have come up. During our tenure as auditors, the CFO has changed four times and we have been a constant source of advice and assistance to SMART over that timeframe. We have also provided guidance on CARES Act funding and many GASB implementations. Ask Ryan about our transit industry expertise, consistent communication, and great client service.
Engagement key staff	Pamela Hill, Keith Szymanski, and Joe Kowalski

**Sarasota Manatee Airport Authority
6000 Airport Circle, Sarasota, FL 34243**

Contact information	Ms. Anita Eldridge, Director of Finance 941-359-2770 anita.eldridge@srq-airport.com
Timeframe	Client since 2019 (contact with client year-round)
Scope of work	Plante Moran has successfully provided financial statement audit, single audit, State of Florida Single Audit, State of Florida compliance reporting, and Passenger Facility Charge audit since 2019. We also have provided guidance on CARES Act funding and various GASB implementations. Ask Anita about how moving from a small, local firm to national experts has helped them identify and solve industry-specific issues and assisted them resolving complicated CARES Act questions. Also ask Anita how we have been able to meet their tight reporting deadlines and about the high level of partner and manager involvement.
Engagement key staff	Pamela Hill, Rumzei Abdallah, and Rachel Weller

**Rhode Island Airport Corporation
2000 Post Road, Warwick, RI 02886**

Contact information	Mr. Brian Schattle, Chief Financial Officer 401-691-2000 bschattle@pvdairport.com
Timeframe	Client since 2018 (contact with client year-round)
Scope of work	Plante Moran has successfully provided financial statement and Passenger Facility Charge audits since 2018. Plante Moran has also consistently met the Authority's very tight timeline with no issues, including meeting it in our first year of performing the audit. We have also provided guidance on CARES Act funding and various GASB implementations. Ask Brian about working with a team that is not local, the team's ability to meet tight deadlines, our smooth CAFR preparation and edit process, and our high level of partner and manager involvement in their engagement.
Engagement key staff	Pamela Hill, Ali Hijazi, and Dan Hart

In addition to the five projects above, who also serve as references, we would like to cite one additional project and reference — a new client to our practice — that can speak specifically to our ability to seamlessly transition into a remote auditing environment.

Metropolitan Nashville Airport Authority
One Terminal Drive, Nashville, TN 37214

Contact information	Ms. Marge Basrai, Chief Financial Officer 615-275-1772 marge.basrai@flynashville.com
Timeframe	Client since 2020 (contact with client year-round)
Scope of work	<p>Plante Moran successfully conducted the financial statement audit, single audit, and Passenger Facility Charge audit in 2020. In our first year as auditors, we assisted the Authority with many complex audit transactions along with early implementation of GASB 84.</p> <p>Ask Marge about transitioning to a new auditor remotely due to the COVID-19 pandemic and the excellent customer service the airport received — all while meeting their tight deadline. Our team conducted the entire audit remotely due to the COVID-19 pandemic and still had a high level of partner and manager involvement. Also ask Marge about the ability meet tight deadlines and her experience working with a team that is not from a local office.</p>
Engagement key staff	Pamela Hill, Ali Hijazi, and Erika Stanley

Staff availability and continuity

Each assigned engagement team member works full-time for Plante Moran and will be utilized on your engagement in a full-time capacity during the period required for the audit (outlined in the RFP Scope of Work, section 4.2). Not only will these team members be available during the time of audit fieldwork, but our team is available and will be in touch with your team throughout the year to ensure we are up to date on what is happening at DCTA. This allows us to build our relationships with you but also, ultimately, allows us to perform a more efficient and effective audit as we are able to address any unique items with you throughout the year and not just at audit time. Our time-tested client onboarding and audit approaches underscore careful and intentional planning — and provide significant opportunities to meet with your staff, CEO, CFO, and Board of Directors as we collaborate on the way forward, deliver our audit findings, present the CAFR, and stay in front of any issues that might arise throughout the year. We are committed to being available to your staff and leadership teams when you need us.

Staff continuity

At an average of 11.8% over the past three years, our staff turnover rate is well below the average of the nation's largest firms, which was 16.2%. By maintaining staff continuity, **our professionals return to your engagement year after year and become increasingly familiar with your organization.** We have established an organizational culture that promotes teamwork, success, and close client relationships. What this means for you:

Our professionals
return to your
engagement
year after year.



Your engagement staff
return year after year.



We become increasingly familiar
with your organization.



We develop a stronger
client relationship.



You won't have to waste time
retraining new staff.

Our staffing guarantee to DCTA

We guarantee that your engagement will always be staffed by individuals who have current, relevant experience. The breadth and depth of our trained audit staff allows us to seamlessly provide quality staff to DCTA should a replacement be necessary. Also, as we have a group of trained governmental transit staff that work on all of our transit engagements, your team will always be staffed with members of that team, especially the partner, manager and senior. In the rare event we would need to replace an engagement partner, manager, supervisor, consultant, or firm specialist, the replacement will meet the same standards as outlined in this proposal and will have substantially the same or better qualifications or experience as the individual they are replacing.

Tab 3 - References

Provide at least three (3) references, complete with address and telephone number, of the government entities for whom the contractor has performed similar work. The references should match the examples provided in Tab 2 above. Also please provide a list of all current government clients in the DFW area, along with contact information including a telephone number.

References and Texas clients

We have included contact information for six government entities for whom our engagement team has performed similar work in the previous section (pages 41-43). We welcome you to contact them as our references.

As a national government practice, Plante Moran's clients include several cities, counties, K-12 school districts, and universities throughout Texas. Richardson Independent School District is in the Dallas-Fort Worth area and listed below.

Richardson Independent School District Richardson, TX

Contact information	Mr. David Pate, CFO david.pate@risd.org 469-593-0331
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Services provided	ERP selection - Plante Moran assisted Richardson ISD with the development of comprehensive systems requirements and a finance/HR/payroll ERP request for proposal, solicitation and analysis of proposals, due diligence analysis of proposed solutions, and contract negotiations with the District's preferred vendor. Plante Moran also worked with the District to redesign business processes to take advantage of the new system.
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We are currently providing project management assistance during the implementation with specific focus on project governance, fit-gap analysis, risk mitigation, training planning, user acceptance testing, and go-live support.

Tab 4 - Fees

Provide the fee schedule that would apply to this engagement for each of the first three years. Explain any additional expenses not covered by the fee schedule for which DCTA would be billed. Provide your projections of fees for the two optional fiscal years. Describe the billing schedule to be observed.

Fee summary

We understand fair fees are a priority for DCTA. As such, our fees represent our best estimate for providing seamless service, now and in the future.

SCOPE OF SERVICES	ESTIMATED FEES				
	2021	2022	2023	2024	2025
Financial Statement Audit	\$42,000	\$43,150	\$44,350	\$45,550	\$46,800
Single Audit	8,000	8,200	8,450	8,700	8,900
NTD Report	5,000	5,100	5,300	5,400	5,600
Quarterly Investment Report Review	Complimentary	Complimentary	Complimentary	Complimentary	Complimentary
Total	\$55,000	\$56,450	\$58,100	\$59,650	\$61,300

Notes:

- Our fees assume books, records, and all supporting schedules will be prepared accurately by your staff and we receive accurate and complete beginning depreciation schedules.
- Our estimates include the preparation of financial statements and footnotes using our CaseWare audit software.
- Any services provided outside of the scope of this proposal will be discussed and determined before any billing takes place.
- You will not be billed for routine calls or consultation.
- Our fees will be invoiced monthly as the work is performed and are payable within 30 days.

Tab 5 - Attachments

Acknowledgment of Addendum No. One (1)



January 8, 2021

ADDENDUM NO. One (1)
RFP 21-02

Annual Audit Services

Changes:

1. RFP Number should be changed from 20-02 to 21-02.
2. General Terms and Conditions, Article 28, has been amended to include additional language, unless otherwise required/allowable by law.
3. Insurance Requirements: insurance requirements have been modified to include the requirement for professional liability insurance.

Questions & Answers:

1. A list of all questions and their responses is attached.

Addendum 1 Attachments:

- Solicitation Overview and Endorsement form: Replace existing page and replace with the attached updated form.
- General Terms and Conditions: Replace the General Terms and Conditions with the attached updated pages.
- Insurance Requirements: Replace the Insurance Requirements with the attached updated pages.

Addendum must be acknowledged below and returned with the bid submittal. The underlined text is the addition or change. Some unchanged text from original solicitation is shown only for purposes of context. All other text not referenced below remains the same as stated in the original solicitation or as stated in previous addendums.

Athena Forrester, CPPO, CPPB
AVP of Regulatory Compliance

Acknowledged by: Pamela J. Hill Date: January 18, 2021
Firm/Representative

Required forms

1. Bidder's Questionnaire



BIDDER'S QUESTIONNAIRE

1. Name of Contractor ("Business", herein)	
Plante & Moran, PLLC	
2. Doing Business As (other business name if applicable)	
Plante Moran	
3. Federal Tax ID Number	
38-1357951	
4. Business Mailing Address (include City/State/Zip Code)	
1098 Woodward Avenue Detroit, MI 48226	
5. Business Email Address	
pamela.hill@plantemoran.com	
6. Business Telephone	Business Fax Number
313-496-7200	313-496-7201
7. Business Type	
<input type="checkbox"/> Individual <input type="checkbox"/> Partnership <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Joint Venture	
8. Number of Years in Business	
95	
9. Annual Gross Revenue for the past three years (M = Millions)	
<input type="checkbox"/> \$1M or Less <input type="checkbox"/> \$1M-\$5M <input type="checkbox"/> \$5M-\$10M <input type="checkbox"/> \$10M-\$16M <input checked="" type="checkbox"/> \$16M+	
10. Number of Employees	
<input type="checkbox"/> 100 or Less <input type="checkbox"/> 101-500 <input type="checkbox"/> 501-750 <input type="checkbox"/> 751-1,000 <input checked="" type="checkbox"/> 1,001+	
11. Is Business a DBE Firm?	
<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
12. Is Business Owned by Minority Ethnicity?	
<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
13. Ethnic Group	
<input type="checkbox"/> Black American <input type="checkbox"/> Asian Pacific American <input type="checkbox"/> Other	
<input type="checkbox"/> Hispanic American <input type="checkbox"/> Subcontinent Asian American	
<input type="checkbox"/> Native American <input checked="" type="checkbox"/> White/Caucasian	
14. Woman Owned?	
<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
15. Veteran Owned	
<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
16. Type of Work Performed	
<input type="checkbox"/> Construction <input type="checkbox"/> Wholesale/Distributor	
<input type="checkbox"/> Manufacturing <input checked="" type="checkbox"/> Professional Service	
<input type="checkbox"/> Retail <input type="checkbox"/> General/Technical Service	
17. Has the Business, or any officer or partner thereof, failed to complete a contract?	
<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
18. Is any litigation pending against the Business?	
<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
19. Has the Business ever been declared "Not Responsible"	
<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
20. Has the Business been debarred, suspended, proposed for debarment, and declared ineligible, voluntarily excluded or otherwise disqualified from bidding, proposing or contracting?	
<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
21. Has the Business ever been a defaulter, as principal, surety or otherwise?	
<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
22. Has the government or other public entity requested or required enforcement of any of its rights under a surety agreement on the basis of a default or in lieu of declaring the Business in default?	
<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
23. Is the Business in arrears upon a contract or debt?	
<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

24. Are there any proceedings pending relating to the Business' responsibility, debarment, suspension, voluntary exclusion or qualification to receive a public contract?

☐ Yes ☒ No

25. Have liquidated damages or penalty provisions been assessed against the Business for failure to complete the work on time or for any other reason?

☐ Yes ☒ No

26. If a "yes" response is given to questions 17-25, please provide a detailed explanation including dates, references to contract information, contacts, etc. (attach additional pages as necessary). DCTA reserves the right to inquire further with respect thereto.

27. List the name and business address of each person or each entity which has a 10% or more ownership or control interest in the Business (attach additional pages as necessary).

N/A

I, individually and on behalf of the business named above, do by my signature below certify that the information provided in this questionnaire is true and correct. I understand that if the information provided herein contains any false statements or any misrepresentations: 1) DCTA will have the grounds to terminate any or all contracts which DCTA has or may have with the business; 2) DCTA may disqualify the business named above from consideration for contracts and/or 3) DCTA may have grounds for initiating legal action under federal, state or local law. **Note: This questionnaire is also a certification form; the information requested will be used to determine small business status as per 13 CFR Part 121. Additionally, this information will allow DCTA to report the amount of subcontracting activity for DCTA.**

Printed Name	Pamela L. Hill
Title	Partner
Signature of Owner	
Date	January 18, 2021
Email Address	pamela.hill@plantemoran.com

(Owner, CEO, President, Majority Stockholder or Designated Representative)
Questions about this document should be directed to the Procurement Manager

2. Non-Collusion Affidavit

NON-COLLUSION AFFIDAVIT

This affidavit must be completed and submitted with the bid/proposal

The authorized representative for bidder/proposer, Plante and Moran, PLLC, being first duly sworn, deposes and says that he or she is of the party making the foregoing bid, that the bid is not made in the interest of, or on behalf of, any undisclosed person, partnership, company, association, organization, or corporation; that the bid is genuine and not collusive or sham; that the bidder has not directly or indirectly induced or solicited any other bidder to put in a false or sham bid, and has not directly or indirectly colluded, conspired, connived, or agreed with any bidder or anyone else to put in a sham bid, or that anyone shall refrain from bidding; that the bidder has not in any manner, directly or indirectly, sought by agreement, communication, or conference with anyone to fix the bid price of the bidder or any other bidder, or to fix any overhead, profit, or cost element of the bid price, or of that of any other bidder, or to secure any advantage against the public body awarding the contract of anyone interested in the proposed contract; that all statements contained in the bid are true; and, further, that the bidder has not, directly or indirectly, submitted his or her bid price or any breakdown thereof, or the contents thereof, or divulged information or data relative thereto, or paid, and will not pay, any fee to any corporation, partnership, company, association, organization, bid depository, or to any member or agent thereof to effectuate a collusive or sham bid.

Pamela L. Hill

Signature of Authorized Company Representative

Pamela L. Hill, Partner

Name and Title of Authorized Company Representative

01-15-2021

Date

Subscribed and sworn to before me on 01-15-2021 (Date)



Elizabeth Griffith Crist

Signature Notary Public

3. Conflict of Interest Questionnaire

No individual at Plante Moran has a business relationship with DCTA, nor does Plante Moran have a conflict of interest with DCTA. Therefore, we have determined the Conflict of Interest Questionnaire to be non-applicable.

CONFLICT OF INTEREST QUESTIONNAIRE For vendor or other person doing business with local governmental entity		FORM CIQ
<p><small>This questionnaire reflects changes made to the law by H.B. 1491, 80th Leg., Regular Session. This questionnaire is being filed in accordance with Chapter 176, Local Government Code by a person who has a business relationship as defined by Section 176.001(1-a) with a local governmental entity and the person meets requirements under Section 176.006(a).</small></p> <p><small>By law this questionnaire must be filed with the records administrator of the local governmental entity not later than the 7th business day after the date the person becomes aware of facts that require the statement to be filed. See Section 176.006, Local Government Code.</small></p> <p><small>A person commits an offense if the person knowingly violates Section 176.006, Local Government Code. An offense under this section is a Class C misdemeanor.</small></p>		<div style="border: 1px solid black; padding: 2px; text-align: center; font-weight: bold; font-size: small;">OFFICE USE ONLY</div> <div style="border: 1px solid black; padding: 2px; font-size: x-small;">Date Received</div>
1	<p>Name of person who has a business relationship with local governmental entity.</p> <p style="text-align: center; margin-top: 10px;">Plante & Moran, PLLC</p>	
2	<div style="display: flex; align-items: center;"><div style="margin-right: 10px;"><input type="checkbox"/></div><div><p>Check this box if you are filing an update to a previously filed questionnaire.</p><p style="font-size: x-small;">(The law requires that you file an updated completed questionnaire with the appropriate filing authority not later than the 7th business day after the date the originally filed questionnaire becomes incomplete or inaccurate.)</p></div></div>	
3	<p>Name of local government officer with whom filer has employment or business relationship.</p> <p style="text-align: center; margin-top: 10px;">None</p> <hr style="width: 50%; margin: 0 auto;"/> <p style="text-align: center; font-size: x-small;">Name of Officer</p> <p><small>This section (item 3 including subparts A, B, C & D) must be completed for each officer with whom the filer has an employment or other business relationship as defined by Section 176.001(1-a), Local Government Code. Attach additional pages to this Form CIQ as necessary.</small></p> <p><small>A. Is the local government officer named in this section receiving or likely to receive taxable income, other than investment income, from the filer of the questionnaire?</small></p> <div style="display: flex; justify-content: center; margin-top: 5px;"><div style="margin: 0 20px;"><input type="checkbox"/> Yes</div><div><input checked="" type="checkbox"/> No</div></div> <p><small>B. Is the filer of the questionnaire receiving or likely to receive taxable income, other than investment income, from or at the direction of the local government officer named in this section AND the taxable income is not received from the local governmental entity?</small></p> <div style="display: flex; justify-content: center; margin-top: 5px;"><div style="margin: 0 20px;"><input type="checkbox"/> Yes</div><div><input checked="" type="checkbox"/> No</div></div> <p><small>C. Is the filer of this questionnaire employed by a corporation or other business entity with respect to which the local government officer serves as an officer or director, or holds an ownership of 10 percent or more?</small></p> <div style="display: flex; justify-content: center; margin-top: 5px;"><div style="margin: 0 20px;"><input type="checkbox"/> Yes</div><div><input checked="" type="checkbox"/> No</div></div> <p><small>D. Describe each employment or business relationship with the local government officer named in this section.</small></p>	
4	<div style="display: flex; justify-content: space-between; align-items: flex-end;"><div style="width: 60%;"><div style="text-align: center; margin-bottom: 10px;"></div><div style="border-top: 1px solid black; font-size: x-small;">Signature of person doing business with the governmental entity</div></div><div style="width: 35%; text-align: center;"><div style="margin-bottom: 10px;">January 18, 2021</div><div style="border-top: 1px solid black; font-size: x-small;">Date</div></div></div>	

4. Prohibition of Contracts with Companies Boycotting Israel

Prohibition of Contracts with Companies Boycotting Israel
This form must be completed and submitted with the bid/proposal

House Bill 89, effective September 1, 2017, amended the Texas Government Code to add Chapter 2270, Prohibition of Contracts with Companies Boycotting Israel.

Effective September 1, 2017, a state agency and a political subdivision (which includes a transportation authority) may not enter a contract with a company for goods or services unless the contract contains a written verification from the company that; (i) it does not Boycott Israel; and (ii) will not Boycott Israel during the term of the contract.

“Boycott Israel” is defined to mean refusing to deal with, terminating business activities with, or otherwise taking any action that is intended to penalize, inflict economic harm on, or limit commercial relations specifically with Israel, or with a person or entity doing business in Israel or in an Israeli-controlled territory, but does not include an action made for ordinary business purposes.

“Company” is defined to mean a for-profit sole proprietorship, organization, association, corporation, partnership, joint venture, limited partnership, limited liability partnership, or limited liability company, including a wholly owned subsidiary, majority-owned subsidiary, parent company, or affiliate of those entities or business associations that exists to make a profit.

"I, Pamela L. Hill (Name of certifying official), the Partner (title or position of certifying official) of Plante & Moran PLLC (dba Plante Moran), verifies that (i) it does not Boycott Israel; and (ii) will not Boycott Israel during the term of the Contract. This section does not apply if the Company is a sole proprietor, a non-profit entity or a governmental entity; and only applies if: (i) the Company has ten (10) or more fulltime employees and (ii) this Contract has a value of \$100,000.00 or more to be paid under the terms of this Contract.



Signature of Certifying Official

Title: Partner

Date: January 18, 2021

Insurance certificates

Commercial general liability, automobile, and umbrella



CERTIFICATE OF LIABILITY INSURANCE

DATE (MM/DD/YYYY)

3/10/2020

THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AFFIRMATIVELY OR NEGATIVELY AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW. THIS CERTIFICATE OF INSURANCE DOES NOT CONSTITUTE A CONTRACT BETWEEN THE ISSUING INSURER(S), AUTHORIZED REPRESENTATIVE OR PRODUCER, AND THE CERTIFICATE HOLDER.

IMPORTANT: If the certificate holder is an ADDITIONAL INSURED, the policy(ies) must have ADDITIONAL INSURED provisions or be endorsed. If SUBROGATION IS WAIVED, subject to the terms and conditions of the policy, certain policies may require an endorsement. A statement on this certificate does not confer rights to the certificate holder in lieu of such endorsement(s).

PRODUCER Marsh & McLennan Agency LLC 15415 Middlebelt Road Livonia MI 48154-3805		CONTACT NAME: Amy Micallef, CIC, CISR, LIC, AAI, AIS PHONE (A/C No. Ext): 734-525-2445 FAX (A/C No.): 734-525-1841 E-MAIL ADDRESS: amicallef@mma-mi.com	
INSURED P&M Holding Group, LLP & Subsidiaries; Plante & Moran, PLLC c/o Bonnie Kozikowski 3000 Town Center, Suite 400 Southfield MI 48075		PMHOLDI	
INSURER(S) AFFORDING COVERAGE		NAIC #	
INSURER A: Federal Insurance Company		20281	
INSURER B: Vigilant Insurance Company		20397	
INSURER C:			
INSURER D:			
INSURER E:			
INSURER F:			

COVERAGES

CERTIFICATE NUMBER: 2103153628

REVISION NUMBER:

THIS IS TO CERTIFY THAT THE POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD INDICATED. NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE MAY BE ISSUED OR MAY PERTAIN, THE INSURANCE AFFORDED BY THE POLICIES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS, EXCLUSIONS AND CONDITIONS OF SUCH POLICIES. LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAID CLAIMS.

INSR LTR	TYPE OF INSURANCE	ADDL INSD	SUBR WVD	POLICY NUMBER	POLICY EFF (MM/DD/YYYY)	POLICY EXP (MM/DD/YYYY)	LIMITS
A	<input checked="" type="checkbox"/> COMMERCIAL GENERAL LIABILITY <input type="checkbox"/> CLAIMS-MADE <input checked="" type="checkbox"/> OCCUR 50,000 Deduct GEN'L AGGREGATE LIMIT APPLIES PER: <input type="checkbox"/> POLICY <input checked="" type="checkbox"/> PROJECT <input checked="" type="checkbox"/> LOC OTHER:			35756613	3/13/2020	3/13/2021	EACH OCCURRENCE \$1,000,000 DAMAGE TO RENTED PREMISES (Ea occurrence) \$1,000,000 MED EXP (Any one person) \$10,000 PERSONAL & ADV INJURY \$1,000,000 GENERAL AGGREGATE \$2,000,000 PRODUCTS - COMP/OP AGG \$2,000,000 \$
A	<input type="checkbox"/> AUTOMOBILE LIABILITY <input type="checkbox"/> ANY AUTO <input type="checkbox"/> OWNED AUTOS ONLY <input type="checkbox"/> SCHEDULED AUTOS <input checked="" type="checkbox"/> HIRED AUTOS ONLY <input checked="" type="checkbox"/> NON-OWNED AUTOS ONLY			73263017	3/13/2020	3/13/2021	COMBINED SINGLE LIMIT (Ea accident) \$1,000,000 BODILY INJURY (Per person) \$ BODILY INJURY (Per accident) \$ PROPERTY DAMAGE (Per accident) \$ \$
A	<input checked="" type="checkbox"/> UMBRELLA LIAB <input checked="" type="checkbox"/> OCCUR <input type="checkbox"/> EXCESS LIAB <input type="checkbox"/> CLAIMS-MADE DED RETENTION \$			79833330	3/13/2020	3/13/2021	EACH OCCURRENCE \$1,000,000 AGGREGATE \$1,000,000 \$
B	WORKERS COMPENSATION AND EMPLOYERS' LIABILITY ANY PROPRIETOR/PARTNER/EXECUTIVE OFFICER/OWNER EXCLUDED? (Mandatory in NH) If yes, describe under DESCRIPTION OF OPERATIONS below		N/A	71653087	3/13/2020	3/13/2021	<input checked="" type="checkbox"/> PER STATUTE <input type="checkbox"/> OTHER E.L. EACH ACCIDENT \$1,000,000 E.L. DISEASE - EA EMPLOYEE \$1,000,000 E.L. DISEASE - POLICY LIMIT \$1,000,000

DESCRIPTION OF OPERATIONS / LOCATIONS / VEHICLES (ACORD 101, Additional Remarks Schedule, may be attached if more space is required)
 For Informational Purposes Only

CERTIFICATE HOLDER

CANCELLATION

For Information Only

SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, NOTICE WILL BE DELIVERED IN ACCORDANCE WITH THE POLICY PROVISIONS.

AUTHORIZED REPRESENTATIVE

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Professional liability



CERTIFICATE OF LIABILITY INSURANCE

DATE (MM/DD/YYYY)
06/11/2020

THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AFFIRMATIVELY OR NEGATIVELY AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW. THIS CERTIFICATE OF INSURANCE DOES NOT CONSTITUTE A CONTRACT BETWEEN THE ISSUING INSURER(S), AUTHORIZED REPRESENTATIVE OR PRODUCER, AND THE CERTIFICATE HOLDER.

IMPORTANT: If the certificate holder is an ADDITIONAL INSURED, the policy(ies) must have ADDITIONAL INSURED provisions or be endorsed. If SUBROGATION IS WAIVED, subject to the terms and conditions of the policy, certain policies may require an endorsement. A statement on this certificate does not confer rights to the certificate holder in lieu of such endorsement(s).

PRODUCER 1-847-385-6800 Edgewood Partners Insurance Center Lemme, a division of EPIC 111 West Campbell 4th Floor Arlington Heights, IL 60005		CONTACT NAME: David Koenen PHONE (A/C No. Ext.): 847-385-6800 FAX (A/C No.): E-MAIL ADDRESS: pgccerts@lemme.com	
INSURED Plante & Moran, PLLC and others more fully described in the policies, including Subsidiaries. 27400 Northwestern Highway Southfield, MI 48034		INSURER(S) AFFORDING COVERAGE INSURER A: Scottsdale and Various Insurers INSURER B: INSURER C: INSURER D: INSURER E: INSURER F:	

COVERAGES

CERTIFICATE NUMBER: 59448637

REVISION NUMBER:

THIS IS TO CERTIFY THAT THE POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD INDICATED. NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE MAY BE ISSUED OR MAY PERTAIN, THE INSURANCE AFFORDED BY THE POLICIES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS, EXCLUSIONS AND CONDITIONS OF SUCH POLICIES. LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAID CLAIMS.

INSR LTR	TYPE OF INSURANCE	ADDL INSD	SUBR WVD	POLICY NUMBER	POLICY EFF (MM/DD/YYYY)	POLICY EXP (MM/DD/YYYY)	LIMITS
	COMMERCIAL GENERAL LIABILITY <input type="checkbox"/> CLAIMS-MADE <input type="checkbox"/> OCCUR GEN'L AGGREGATE LIMIT APPLIES PER: <input type="checkbox"/> POLICY <input type="checkbox"/> PRO-JECT <input type="checkbox"/> LOG OTHER:						EACH OCCURRENCE \$ DAMAGE TO RENTED PREMISES (Ea occurrence) \$ MED EXP (Any one person) \$ PERSONAL & ADV INJURY \$ GENERAL AGGREGATE \$ PRODUCTS - COMPROP AGG \$ \$
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	WORKERS COMPENSATION AND EMPLOYERS' LIABILITY ANY PROPRIETOR/PARTNER/EXECUTIVE OFFICER/MEMBER EXCLUDED? (Mandatory in NH) If yes, describe under DESCRIPTION OF OPERATIONS below Y/N <input type="checkbox"/> N/A						PER STATUTE <input type="checkbox"/> OTH-ER <input type="checkbox"/> E.L. EACH ACCIDENT \$ E.L. DISEASE - EA EMPLOYEE \$ E.L. DISEASE - POLICY LIMIT \$
A	Professional Liability			HWS0000106	06/15/20	06/15/21	Each Claim 5,000,000 Aggregate 5,000,000

DESCRIPTION OF OPERATIONS / LOCATIONS / VEHICLES (ACORD 101, Additional Remarks Schedule, may be attached if more space is required)

CERTIFICATE HOLDER

CANCELLATION

Parties at Interest '	SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, NOTICE WILL BE DELIVERED IN ACCORDANCE WITH THE POLICY PROVISIONS.
	AUTHORIZED REPRESENTATIVE

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 ACORD 25 (2016/03)
 Cheryl.Donohue@lemme.com_LEM
 59448637

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Additional Information

Service capabilities

Whether you need a single, specific function or comprehensive service on a worldwide scale, Plante Moran has the knowledge, experience, and resources to meet your goals.



Financial

- Audit, review, & compilation
- Forensic & investigative services
- Tax planning & preparation
- Tax research
- Benefit plan audits
- LIFO inventory



Human capital

- Employee benefits consulting
- Personnel assessment
- Talent and organizational development
- Succession planning
- Organizational strategy
- 401(k) & retirement plan consulting



Operations & process

- Operational restructuring
- Supply chain management
- Program & launch management
- Lean inventory management
- Process improvement
- Supplier risk assessment
- Balanced scorecard



Real Estate consulting

- Lease negotiations
- Site selection and incentives
- Asset positioning
- Portfolio management
- Project management



Strategy

- Meeting facilitation
- Strategic and business planning
- Management services
- Governance/structure
- Strategic planning
- Global assessment
- Financial structuring



Technology

- Assessment, selection, planning, & implementation
- ERP consulting
- Security assurance
- Communications & networking
- Strategic planning
- Privacy reviews



Transactions

- Acquisitions & divestitures (buy & sell side)
- Capital raising
- Due diligence (financial, strategic, & operational)
- Corporate real estate (lease, buy, build, monetize, & sale/leaseback)



Wealth management

- Institutional investment
- Insurance services
- Investment advisory
- Individual tax
- Trust

Rebounding from COVID-19

We care about you, and we care about your business.

Since the COVID-19 outbreak, we've taken serious measures to maintain the highest possible level of client service while protecting our clients, staff, families, and communities. After closing our offices in mid-March, our task force of leaders across the firm monitored, addressed, and mitigated risks presented by the virus, and we've strictly adhered to all guidance presented by the Centers for Disease Control and Prevention, World Health Organization, and other trusted public health officials. As we continue to adapt and adjust, we're taking the following steps to ensure the highest possible level of service while safeguarding the health and wellbeing of our clients and staff:

- **Daily health checks and contact tracing:** We've implemented an internal health check form that asks all staff to confirm daily whether they're working from home or from a Plante Moran office, client site, or other work location. Staff who don't pass the health check are instructed to stay home. Staff who pass the health check and are working in the office or meeting with clients must also complete a contract tracing form. However, in-person activities will continue to be a rarity for the firm in the near term, reserved only for engagements where an on-site visit is deemed essential (for example, facility tours). Our partners must seek approval from firm leadership for these activities, and no staff are permitted to work where there's been a confirmed case of COVID-19.
- **Return-to-office pilot program:** Since July, we've been running a pilot program in two of our smaller offices, reopening them at very limited capacity to Plante Moran staff. We're taking measured steps and proceeding with extreme caution to make informed, strategic decisions about further re-openings. These include a staggered staffing plan and mandatory, firm-provided PPE for all staff. Staff who can effectively work remotely are strongly encouraged to continue doing so.

What this means for DCTA

Our firm pivoted to a remote work environment smoothly and quickly, and maintaining the highest level of client service remains our imperative. Our staff will continue to work closely with clients, and any necessary adjustments will be made with care and reason. Our firm guidelines will continue to be updated as often as necessary. Here's what you can expect from our team:

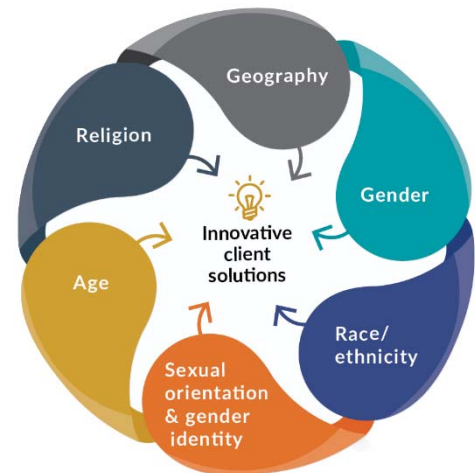
- **The right technology in place to perform our work remotely, if necessary:** Our Client Collaboration Center (see page 18) allows our team and yours to securely share and access files 24/7. We'll exercise flexibility in planning an engagement approach that works for your team.
- **Communication that fits your needs:** We'll coordinate video or conference calls with your team at a frequency that meets the needs of your engagement and your preferences.
- **Regular updates on the business impact of COVID-19:** Our [COVID-19 Resource Center](#) will keep you updated with relevant economic analysis, crisis management guidelines, notices of changing regulations, and more to support DCTA during this time.

If you have any questions, Engagement Partner Pamela Hill is awaiting your call. **DCTA needs a trusted advisor — now more than ever — and we're ready to fulfill that role.**

Inclusion and diversity

At Plante Moran, the words “inclusion” and “diversity” aren’t just buzzwords; they’re principles to live and work by, and they’re mission critical. We know that increasing the number of diverse professionals at our firm translates to diversity in perspectives, and, as a result, more innovative solutions for our clients.

Our Inclusion and Diversity Council, founded in 2003, is focused on the recruitment, retention, development, and promotion of diverse staff, along with creating an equitable workplace environment that welcomes and celebrates differences. We’re committed to making meaningful progress and becoming a better representation of the clients and communities we serve. We invite you to read more about our programs and initiatives [on our website](#).



Some of the ways we live by our commitment:

- Our Learning & Development team facilitates **Core inclusion and diversity training** to build cultural awareness and competency and establish belonging throughout the firm.
- Our **Inclusion and Diversity Council** is comprised of our WorkFlex Committee, Women in Leadership (WIL), and Affinity Network.
- Our **WorkFlex Committee** is committed to providing initiatives to support PMers to successfully balance their professional and personal lives.
- Our **WIL** program provides resources, skills training, and support to increase the pipeline of women to partnership. WIL includes a mentoring program that pairs senior partners with emerging female leaders.
- Our **Affinity Network** is comprised of staff resources groups (SRGs) whose purpose is to foster career development, retention, and networking among diverse staff within. We currently have the following SRGs:
 - African American SRG
 - Veterans SRG
 - PM Pride SRG
 - Remote SRG
- Our **TRACK Internship Program** introduces multicultural freshmen and sophomore college students to the public accounting profession through partner shadowing, mentoring, and client engagement.
- Our **Inclusion and Diversity Fellowship** is a three-year commitment for staff to assist with the development and implementation of firmwide inclusion and diversity initiatives.
- We actively engage with **professional and community organizations** that support diversity initiatives for recruiting and networking efforts. **Organizations include:**
 - State societies
 - The National Association of Black Accountants (NABA)
 - Grow Detroit’s Young Talent
 - Noble Network of Charter Schools Alumni externship program



“

Our PMers are invested in making our firm more inclusive.

Over the past decade, we have invested in developing good recruiting partnerships from a diversity perspective. We know that if we do an amazing job of recruiting, that’s where it starts. However, retention is where it is managed and where it ends. We’re hopeful for the future as we work toward realizing our goal of an inclusive, diverse, and equitable culture for all.”

— Regan Hall, Inclusion and Diversity Leader



We look forward to working with you.
Please contact us with any questions.



Pamela Hill, CPA
Engagement Partner

810-766-6022
pamela.hill@plantemoran.com

According to our recent
client satisfaction survey,

99%

of clients say they

**would recommend
Plante Moran.**

EVALUATION SCORE SHEET - CONSENSUS AVERAGES

DCTA REQUEST FOR PROPOSAL 21-03 Annual Audit Services

	MAX PTS	Baker Tilly US LLP	BKD, LLP	Clifton Larson Allen	Pattillo, Brown, Hill LLP	Plante Moran PLLC	Weaver and Tidwell, LLP	Whitley Penn, LLP
TOTAL SCORE	100	84	87	89	76	98	96	73

Evaluator	Firm	Score
AK	Baker Tilley	94
AK	BKD	94
AK	CLA	96
AK	Patillo	85
AK	Plante Moran	99
AK	Weaver	97
AK	Whitley Penn	83

Evaluator	Firm	Score
MP	Baker Tilley	67
MP	BKD	83
MP	CLA	75
MP	Patillo	61
MP	Plante Moran	94
MP	Weaver	92
MP	Whitley Penn	60

Evaluator	Firm		Average Score	Rank		
WT	Baker Tilley	92	253	5	84	
WT	BKD	84	261	4	87	
WT	CLA	97	268	3	89	
WT	Patillo	83	229	6	76	
WT	Plante Moran	100	293	1	98	
WT	Weaver	99	288	2	96	
WT	Whitley Penn	75	218	7	73	

Board of Directors Memo

March 10, 2021

SUBJECT: Approval of Interlocal Agreement with DART for Cooperative Procurements

Background

Dallas Area Rapid Transit (DART) staff approached DCTA to utilize the Mobility-as-a-Service procurement and agreements. The procurement conducted by DCTA allows other government agencies the ability to utilize the firms selected during DCTA's procurement process. DART is a local government as defined by the Interlocal Cooperation Act.

Previous Board Activity & Action

There has been no previous Board-level activity on this item.

Identified Need

DART has expressed an interest in utilizing the MaaS agreements to provide a proposal to McKinney Urban Transit District (MUTD). DART's Board will approve the ILA at their meeting on March 9, 2021.

Approval of the interlocal agreement will allow DCTA and DART to utilize agreements to purchase like goods and services to avoid duplicate procurement efforts and obtain the benefits of volume purchasing. The parties desire to enter into a cooperative purchasing agreement which will afford each party the ability to purchase goods and services under each other's competitively procured contracts and agreements and to complete joint procurements in the future.

Financial Impact

There is no financial impact to the budget.

Recommendation

Staff recommends the Board of Directors authorize the CEO to execute an Interlocal Agreement with DART for cooperative purchasing.

Exhibits

Exhibit 1: Interlocal Agreement

Submitted By: 
Athena Forrester, AVP of Regulatory Compliance

Final Review: 
Nicole Recker, VP Mobility Services & Administration

**INTERLOCAL AGREEMENT FOR
COOPERATIVE PURCHASING
BY AND BETWEEN
DENTON COUNTY TRANSPORTATION AUTHORITY
AND
DALLAS AREA RAPID TRANSIT**

This Interlocal Agreement for Cooperative Purchasing (“Agreement”) is made and entered into as of the Effective Date by and between Denton County Transportation Authority (“DCTA”) and the Dallas Area Rapid Transit (“DART”) (each a “Party” and collectively the “Parties”), acting by and through their authorized representatives.

RECITALS

WHEREAS, DART is a regional transportation authority organized and existing pursuant to Chapter 452, Texas Transportation Code,);

WHEREAS, DCTA is a coordinated county transportation authority created under Chapter 460 of the Texas Transportation Code; and

WHEREAS, the Parties are authorized to enter into this Agreement pursuant to the Interlocal Cooperation Act (“Act”), Chapter 791, Texas Government Code; and

WHEREAS, the Parties have the statutory authority under the Act to perform the services set forth in this Agreement; and

WHEREAS, the Parties have each determined a need for a cooperative agreement to purchase like goods and services, including mobility services, to avoid duplicate procurement efforts and obtain the benefits of volume purchasing; and

WHEREAS, the Parties desire to enter into a cooperative purchasing program which will allow each Party to purchase goods and services, including mobility services, under each other’s competitively bid contracts pursuant to Subchapter F, Chapter 271, of the Texas Local Government Code;

NOW THEREFORE, for and in consideration of the mutual obligations and benefits contained herein, the Parties shall agree as follows:

**Article I
Purpose**

The purpose of this Agreement is to establish a cooperative purchasing program between the Parties that will allow each Party to purchase goods and services, including mobility services, under each other’s competitively bid contracts pursuant to Subchapter F, Chapter 271 of the Texas Local Government Code in order to avoid duplicate procurement efforts and obtain the benefits of volume purchasing.

Article II Term

2.1 The Initial Term of this Agreement shall begin on the last date of execution hereof (the "Effective Date") and continue for a period of one (1) year, unless sooner terminated as provided herein. After the Initial Term, this Agreement shall automatically renew for successive one (1) year terms upon the mutual agreement by both Parties (each a "Renewal Term").

2.2 Either Party may terminate this Agreement for any reason whatsoever, without cause or penalty, by providing the other Party thirty (30) days' prior written notice to terminate.

Article III Designated Representative

The Parties agree that each Party shall respectively designate a person to act under the direction of, and on behalf of, the designated Party (the "Designated Representative").

Article IV Purchasing

At the request of the other Party, the Party that enters into a contract with a vendor for goods or services, including mobility services, (the "First Purchasing Party") shall attempt to obtain the vendor's agreement to offer those goods and services to the other Party (the "Second Purchasing Party") for the same price and on the same terms and conditions as have been offered to the First Purchasing Party. If the vendor so agrees, and if the Second Purchasing Party is agreeable to such terms and conditions, the Second Purchasing Party may enter into its own separate contract with the vendor for the purchase of such goods or services.

Article V Payments

Unless otherwise agreed between the Designated Representatives, payments for a purchase made by the Second Purchasing Party shall be paid directly to the vendor and not to the First Purchasing Party. The Second Purchasing Party shall have the responsibility of determining whether the vendor has complied with any provisions in its contract with the vendor, including but not limited to those relating to the quality of items and terms of delivery, and shall be responsible for enforcement of its contract against the vendor, including all costs of enforcement.

Article VI Miscellaneous

6.1 Federal, State and Local Laws. This Agreement will be subject to all applicable federal, state and local laws, ordinances, rules and regulations.

6.2 Governing Law. If any action, whether real or asserted, at law or in equity, arises on the basis of any provision of this Agreement, venue for such action shall lie in state courts located in Dallas County, Texas.

6.3 Severability. If any term or provision of this Agreement is held to be illegal, invalid or unenforceable, the legality, validity or enforceability of the remaining terms or provisions of this Agreement shall not be affected thereby, and in lieu of each such illegal, invalid or unenforceable term or provision, the parties shall endeavor to agree to a legal, valid or enforceable term or provision as similar as possible to the term or provision declared illegal, invalid or unenforceable.

6.4 Counterparts. This Agreement may be executed in multiple counterparts, each of which shall be deemed an original, and all of which shall constitute but one and the same instrument.

6.5 Authorization. The undersigned officers and/or agents are properly authorized to execute this Agreement on behalf of the parties hereto and each party hereby certifies to the other that any necessary actions extending such authority have been duly passed and are now in full force and effect.

6.6 Notices. All notices, requests, demands, and other communications which are required or permitted to be given under this Agreement shall be in writing and shall be deemed to have been duly given upon the delivery or receipt thereof, as the case may be, if delivered personally or sent by registered or certified mail, return receipt requested, postage prepaid, to the respective agency representative set out below, or his/her designee.

(signature page to follow)

EXECUTED this _____ day of _____, 2021.

Denton County Transportation Authority

By: _____
Raymond Suarez, Chief Executive Officer

1955 Lakeway Drive, Suite 260
Lewisville, Texas 75067
Phone: (972) 221-4600

Approved as to form:

By: _____
Joseph J. Gorfida, Jr., General Counsel
(02-19-2021:TM 120739)

EXECUTED this _____ day of _____, 2021.

Dallas Area Rapid Transit

By: _____
Name: _____
Title: _____

Board of Directors Memo

March 10, 2021

SUBJECT: Consider Approval of Kittelson and Associates Task Order for Public Involvement Plan Services for Contract 20-02 Transit and Transportation Planning Services

Background

As DCTA transitions service from fixed route to on-demand, there are many Federal Transit Administration (FTA) requirements that must be met. One of those requirements is the need for public involvement to ensure that the DCTA Board of Directors is reviewing and considering all public feedback before making a formal decision on service delivery.

The purpose of this Public Involvement Plan Services task order is to work with Kittelson and Associates to develop and execute the required public involvement and Title VI analysis that are required by the FTA to transition from fixed route service to on-demand service.

The focus of this scope will be:

- Define and execute a Public Involvement Program to inform the public of DCTA's proposed transition to a more responsive, on-demand service model for delivering public transportation
- Conduct a Title VI analysis of the proposed on-demand service plan to identify and mitigate disparate or disproportionate negative impacts to low-income, minority, or Limited English Proficiency (LEP) populations
- Provide recommendations as to how existing Access services may be modified to successfully operate within the proposed service strategy

Identified Need

The DCTA community outreach staff (of one) is not able to solely conduct the extensive, county-wide public involvement effort that is required by the FTA in preparation for the transition from fixed route service to on-demand service. Contract support for this effort will ensure that DCTA is following FTA guidelines and is able to adequately inform the public of potential changes in service.

Previous Board Activity & Action

- Board discussion and action have occurred when discussing the MaaS service plan. As a part of those discussions, both Accenture and staff have addressed the required public involvement process. The "DCTA Priority Actions" flowchart indicate a minimum 45-day timeframe where public involvement will take place.
- There has been no previous discussion or action taken regarding contract assistance for the public involvement process.

Financial Impact

The total cost of the task order is not to exceed \$77,057. This expenditure is included in the FY '21 budget.

A breakdown of costs are as follows:



Task 1: Initial Data Collection and Analysis	\$15,256.00
Task 2: Public Involvement Plan	\$3,204.00
Task 3: Public Outreach	\$19,673.00
Task 4: Revised Title VI and Access Analysis	\$15,020.00
Task 5: Final Recommendations and Follow Up	\$23,904.00
Total	\$77,057.00

Recommendation

DCTA staff recommends the Board approve Task Order 4 with Kittelson and Associates for Contract 20-02 Transit and Transportation Planning Services to develop and execute the required public involvement process and Title VI analysis for the transition from fixed route to on-demand service, in an amount not to exceed \$77,057.00.

Exhibits

Exhibit 1: Task Order 4 with Kittelson and Associates

Submitted By: _____

Mary Worthington, Community Relations Manager

Final Review: _____

Nicole Recker, VP of Mobility Services and Administration

SCOPE OF WORK: PUBLIC INVOLVEMENT PROGRAM AND TITLE VI ANALYSIS OF ON-DEMAND SERVICE

As requested by the Denton County Transportation Authority (DCTA), the purpose of this task order is to:

- Support a Public Involvement Program to inform DCTA's proposed transition to a more responsive, on-demand service model for delivering public transportation.
- Conduct a Title VI analysis of the proposed on-demand service plan to identify and mitigate disparate or disproportionate negative impacts to low-income, minority, or Limited English Proficiency (LEP) populations.
- Provide recommendations as to how existing Access services may be modified to successfully operate within the proposed service strategy.

Intended outcomes of this task order include:

- Allow DCTA's Board to make informed decisions on the proposed on-demand service plan and the existing Access service.
- Generate meaningful engagement with existing and future DCTA passengers that can be used to refine and optimize the proposed on-demand service plan.
- Update DCTA's Title VI Equity Analysis to allow a robust, defensible analysis of how new on-demand services may affect equitable access to DCTA's services.
- Provide recommendations as to how existing Access services may be modified to successfully operate within the proposed service strategy.

This scope is organized to allow the Kittelson project team (the Consultant) to:

- Inform the outreach efforts through early engagement with DCTA's preferred on-demand service provider and an initial analysis of the proposed service strategy.
- Support DCTA's multi-pronged outreach effort, leveraging existing DCTA channels/resources and meeting opportunities and advocates within the community to maximize the quality and quantity of feedback captured.
- Leverage feedback captured from the outreach effort to inform refinements to both the on-demand service strategy and existing Access service.
- Complete a Title VI Equity Analysis on the final proposed on-demand service plan that reflects how the new service strategy can meet demands of fixed-route and non-ADA Access users.
- Generate a final report that provides the DCTA Board and DCTA's funding partners supporting information on the value of DCTA's evolution to a mobility management model of transit delivery.

The following pages describe the tasks and deliverables anticipated to meet this schedule.

TASK 1: INITIAL DATA COLLECTION AND ANALYSIS

This task is organized to allow the Consultant to understand how DCTA's existing Title VI Equity Analysis methodology may need to be revised or updated to allow for a meaningful evaluation of how on-demand services may compare in quality and accessibility to the existing fixed-route service.

Task 1.1: Kickoff

The Consultant will facilitate a kickoff meeting between the following stakeholders:

- DCTA Operations
- DCTA Marketing and Communications
- DCTA's selected on-demand service provider
- DCTA Access Operations staff

The purpose of this meeting will be to introduce the internal stakeholders to one another, explain the strategy for both outreach and Title VI analysis, and confirm what data is available from DCTA and the on-demand service provider to complete these efforts.

The Consultant will request data that allows it to understand:

- What services are being offered.
- What fixed-route and Access services may be affected by the proposed service plan.
- What metrics will be collected by DCTA or its on-demand service provider to assess the success of the service.
- What mechanisms are in place to allow service changes in the on-demand service strategy.
- What resources are available from the on-demand service provider to support the public outreach effort.

Deliverable:

- Meeting Minutes: Kickoff meeting

Task 1.2: Peer and Literature Review

The Consultant will review up to 10 peer transit agencies to determine how they how other transit agencies in the United States are addressing Title VI analysis of on-demand transit services, ensuring that DCTA's Title VI methodology is consistent with current practice and defensible to the aligns with the needs and requirements of the general public, DCTA's funding partners, and the Federal Transit Administration (FTA.) The Consultant will conduct follow-up phone interviews with up to 5 peer transit agencies to clarify policy, understand the advantages and disadvantages, and consider relevancy to DCTA's potential policies. Findings from this review will be summarized in a technical memorandum, as will recommendations as to how DCTA's Title VI Equity Analysis methodology may need to change to compare on-demand versus fixed-route service.

Deliverable:

- Draft Technical Memorandum: Peer Review of Title VI Analysis of On-Demand Services
- Final Technical Memorandum: Peer Review of Title VI Analysis of On-Demand Services

Task 1.3: Initial Assessment of Service Plan

Based on the recommendations developed under Task 1.2, the Consultant will conduct an initial Title VI analysis on the version proposed on-demand service plan that has been reviewed and received comment from DCTA's member cities. The goals of this initial assessment are:

1. To confirm that the proposed changes to DCTA's Title VI Equity Analysis work as intended.
2. To generate initial information on what populations may be adversely affected by the proposed service changes, such that the outreach efforts described in Task 2 can anticipate concerns from these communities.
3. To provide DCTA and its on-demand service provider with recommendations as to what alternative service strategies, if any, may be appropriate to anticipate during the 45-day outreach period.
4. To inform the analysis and recommendations for how non-ADA Access services should be treated in the context of the on-demand service strategy.

The Consultant proposes to use DCTA's existing Remix license to minimize the time and resources necessary to perform this initial Title VI analysis. It is assumed that no more than 20% of the route miles of the service plan will need to be adjusted to meet the equity requirements of the Title VI analysis. If this assumption holds, then it will be cost-effective to use this network as the baseline for coding the final service plan into Remix in Task 5. If it turns out that more substantial changes are necessary to meet Title VI requirements, then this analysis will be invaluable, as it will allow the team to get out ahead of this issue before going into public meetings.

It is assumed that DCTA's on-demand service provider will be able to provide GIS files of their service plan, including any boundaries, designated stops, or prioritized corridors/routes.

Deliverable:

- Draft Technical Memorandum: Title VI Analysis of Draft On-Demand Service Plan
- Final Technical Memorandum: Title VI Analysis of Draft On-Demand Service Plan

TASK 2: PUBLIC INVOLVEMENT PLAN

The Consultant will review DCTA's Public Involvement Plan and offer feedback based on the Task 1 analysis and our experience with outreach programs supporting similar systemwide service changes.

Deliverables:

- Technical Memorandum: Review of Draft Public Involvement Plan
- Technical Memorandum: Review Final Public Involvement Plan

TASK 3: PUBLIC OUTREACH

The Consultant will support DCTA as defined by the Public Involvement Plan in Task 4. This task assumes a public outreach period of 45 business days. Outreach activities may include support in the six subtasks below:

- "Meeting in a Bag", whereby the Consultant develops meeting materials that can be used by advocates in the community at their regularly-scheduled meetings, with a member of DCTA or the Consultant team attending to answer questions.
- Interactive Tools that may include online surveys or interactive maps
- Online Engagements, including virtual public meetings
- Outreach Materials suitable for placement at DCTA stations or on DCTA vehicles

The Consultant proposes that this task will be managed under a not-to-exceed budget, and the final budget and resources of each activity be confirmed with DCTA as part of finalization of the Public Involvement Plan in Task 2.

This task assumes no on-site support from the Consultant for in-person outreach activities. Should DCTA determine that such support is necessary; the Consultant will advise how this may be accommodated within the existing scope and budget.

It is assumed that any translation services necessary to accommodate Spanish, Hakha Chin, or other communities requiring alternative format presentation materials will be developed by DCTA.

Deliverables:

- To be determined in consultation with DCTA

TASK 4: REVISED TITLE VI AND ACCESS ANALYSIS

The Consultant will conduct a full review of all feedback (categorized by route) and make specific recommendations based on this feedback. The Consultant will also use data generated from the previous tasks to make recommendations as to how Access service should be modified to work most effectively within the revised, final proposed service plan. Recommendations will be compiled into a draft technical memorandum for distribution to DCTA and its on-demand service provider.

Upon comment and acceptance from DCTA, the on-demand service provider will then confirm those changes that will be made and provide the Consultant with a revised, final proposed service plan for coding into Remix. The Consultant will then conduct a Title VI Analysis on the revised, final proposed service plan and provide a technical memorandum indicating:

- What feedback was captured during outreach.
- What recommendations were made to address this feedback.
- How these recommendations were incorporated into the revised, final proposed service plan
- How the Title VI equity analysis for the revised, final proposed service plan compares with that of the draft service plan.

Deliverables:

- Technical Memorandum: Recommended Changes to Draft Service Plan and Access Service
- Draft Technical Memorandum: Title VI Equity Analysis of Revised Final Proposed Service Plan
- Final Technical Memorandum: Title VI Equity Analysis of Revised Final Proposed Service Plan

TASK 5: FINAL RECOMMENDATIONS AND FOLLOW UP

The Consultant will develop a Final Report that summarizes findings from this effort and provides recommendations to DCTA's Board.

The Consultant will provide support to DCTA staff for follow up activities up to 20 business days after the final report is presented to the Board.

Deliverable:

- Draft Final Report: Title VI Analysis of On-Demand Service
- Final Report: Title VI Analysis of On-Demand Service

SCHEDULE

The table below summarizes the proposed schedule for this task order. The schedule assumes that DCTA has 5 business days to review draft deliverables prior to their finalization. If this is not possible, the Consultant will work with DCTA staff to identify possible impacts to the schedule.

Task Name	Duration (Business Days)							
Task 1: Initial Data Collection and Analysis	15 days							
Task 2: Public Involvement Plan	30 days							
Task 3: Public Outreach	45 days							
Task 4: Revised Title VI and Access Analysis	20 days							
Task 5: Final Recommendations and Follow Up	20 days							

BUDGET

The proposed budget for this effort is \$77,057; a breakdown by task and labor category is attached to this document.

FEE ESTIMATE: MASTER SUMMARY

	KITTELSON PERSON HOURS ESTIMATE & COST BY STAFF CLASSIFICATION																	% of Total Budget
	Project Manager (G. Hadj- Chikh)	Senior Principal Engineer/ Planner (Y. Takesian, M.	Principal Engineer/ Planner	Associate Engineer/ Planner (V. McBeth)	Senior Engineer/Pla nner (L. Gordon, F. De La Espriella)	Engineer/Pla nner (K. Purser)	Transportatio n Analyst (M. Van Thienenen, E. Hausik)										Total	
	\$320	\$277	\$234	\$204	\$173	\$134	\$112	\$113	\$136	\$162	\$84	\$73	\$173	\$200	\$266	Fee	Hours	
Project Task Number / Description	\$320	\$277	\$234	\$204	\$173	\$134	\$112	\$113	\$136	\$162	\$84	\$73	\$173	\$200	\$266	Fee	Hours	% of Total Budget
Task 1: Initial Data Collection and Analysis	8	6	0	1	0	29	62	0	0	0	0	0	0	0	0	\$15,256.00	106	20%
Task 1.1: Kickoff	2	2		1		1	2									\$1,756.00	8	
Task 1.2: Peer and Literature Review	2	2				8	20									\$4,506.00	32	
Task 1.3: Initial Assessment of Service Plan	4	2				20	40									\$8,994.00	66	
Task 2: Public Involvement Plan	4	4	0	4	0	0	0	0	0	0	0	0	0	0	0	\$3,204.00	12	4%
Draft Public Involvement Plan	2	2		2												\$1,602.00	6	
Final Public Involvement Plan	2	2		2												\$1,602.00	6	
Task 3: Public Outreach	5	5	0	5	36	0	60	0	20	0	0	0	0	0	0	\$19,673.00	131	26%
"Meeting in a Bag" Support	1	1		1	20											\$4,261.00	23	
Interactive tools	1	2		2	8		20									\$4,906.00	33	
Online engagements	2	1		1	4		20									\$4,053.00	28	
Outreach materials	1	1		1	4		20		20							\$6,453.00	47	
Task 4: Revised Title VI and Access Analysis	10	8	0	6	20	20	20	0	0	0	0	0	0	0	0	\$15,020.00	84	19%
Compile and analyze feedback	2			4	20		20									\$7,156.00	46	
Review recommendations with DCTA and on-demand provider	2	2		2												\$1,602.00	6	
Develop recommendations for Access services	2	2														\$1,194.00	4	
Perform Title VI analysis on revised proposed service plan	4	4				20										\$5,068.00	28	
Task 5: Final Recommendations and Follow Up	10	16	0	0	16	20	40	8	40	0	0	0	0	0	0	\$23,904.00	150	31%
Draft Final Recommendations	2	2			4	8	20	4	20							\$8,370.00	60	
Present Final Recommendations to DCTA	2	4														\$1,748.00	6	
Final Recommendations	2	2			4	4	12	4	20							\$6,938.00	48	
Support follow up discussions with stakeholders	4	8			8	8	8									\$6,848.00	36	
TOTAL HOURS	37	39	0	16	72	69	182	8	60	0	0	0	0	0	0		483	
Subtotal																\$77,057.00		100%
Direct Expenses																\$0.00		0%
Contingency																\$0.00		0%
Total																\$77,057.00	483	100%



Board of Directors Memo

March 10, 2021

SUBJECT: Discuss Status of the DCTA/DART Regional Joint Rail Operations Facility Partnership

Background

DCTA operates passenger rail service on a rail corridor owned by the Dallas Area Rapid Transit (DART) pursuant to a Transportation Access and Easement Agreement executed between the parties dated May 25, 2010, which sets forth the terms and conditions of DCTA's use of the DART Corridor. Additionally, DCTA and DART have maintained an Interlocal Agreement for Shared Services which mutually benefits the residents of the respective service areas and enables the parties to collaborate in providing passenger rail service. This agreement was amended and approved by the DCTA Board of Directors at the November 2020 Board meeting. Passenger rail service connecting the counties of Dallas and Denton, TX relieves traffic congestion, aids in attaining federal air quality standards, provides transportation options and increases regional connectivity.

DCTA Board and staff have made a concerted effort to cultivate the relationship with DART, while identifying new partnership opportunities to enhance the "regionalism" approach. The potential partnership between the agencies to build a regional joint rail operations facility was memorialized with a Letter of Intent which was executed after discussion with the Board at the December 2020 Board Meeting.

Conversations with DART are ongoing and staff will continue providing updates to the DCTA Board. A meeting with DART is currently scheduled for March 3, 2021 which will likely produce new updates to share at the March 10th Board meeting.

Previous Board Activity & Action

January 28, 2021 Staff provided a project status update
December 10, 2020 Staff provided a project status update
November 12, 2020 Staff provided an overview of the potential collaboration for regional joint rail operations facility between DCTA and DART.

Financial Impact

There is currently no financial impact associated with the ongoing conversations with DART, however all project financial implications will be presented to the Board when that information is available.

Recommendation

This agenda item is a discussion item only. No action is required.

Exhibits

N/A

Submitted By: 
Kristina Holcomb, Deputy CEO

Board of Directors Memo

March 10, 2021

SUBJECT: Discuss the Status of DCTA and Trinity Metro's Partnership for Joint Bus Operations and Maintenance

Background

In an effort to provide more efficient bus operations and management services, and gain access to established technology platforms and practices, DCTA and Trinity Metro are exploring joint bus operations and maintenance through a local government corporation.

DCTA and Trinity Metro perform materially identical functions and services, in the same region, and are pursuant to similar statutory authority and restrictions. Both agencies desire to operate state-of-the-art transportation systems and to provide their patrons the highest achievable level of service. Those and other shared characteristics make DCTA and Trinity Metro ideal candidates for mutually advantageous collaboration and cooperation.

DCTA and Trinity Metro are currently evaluating whether their current functions and services can be (i) expanded, (ii) conducted at an overall lower cost, (iii) performed with a greater degree of reliability, efficiency, precision, or quality, (iv) made more accessible, beneficial, and effective for their patrons, (v) grown to play a greater role in meeting the region's mobility needs, expanding its economic vitality, and improving its overall quality of life, and (vi) otherwise enhanced for the benefit of the public they serve by increased collaboration and cooperation between the both agencies.

DCTA and Trinity Metro have not reached any binding agreement of any kind regarding any potential collaboration and are simply in an investigative and exploratory stage. No agreement regarding the intended benefits or any collaboration will be binding upon either agency unless and until approved by both agencies' boards of directors.

DCTA and Trinity Metro have preliminarily identified the following functions and services that may provide the Intended Benefits as a result of mutually acceptable collaboration and cooperation:

1. General management services,
2. Bus operations,
3. Fleet management and maintenance,
4. Dispatch,
5. Road supervision,
6. Bus O&M facility management,
7. Customer service,
8. Technology,
9. Purchasing, including consolidated capital expenditures and economies of scale,
10. Payroll,
11. Workforce management and oversight,
12. Reporting, and
13. Safety and training, including commercial drivers licensing.

DCTA and Trinity Metro acknowledge that the foregoing is by no means either a minimum or exclusive list, and that (i) listed functions and services may be evaluated and then removed from consideration and (ii) additional functions and services may be identified and evaluated as potential sources of the intended benefits.

Prior Board Discussion

- **September 24, 2020** – Regular Agenda Item 7 - Discuss Exploration of Bus Operations and Maintenance Contracting Options
- **October 22, 2020** – Regular Agenda Item 6 - Discuss Bus Operations and Maintenance Options Update
- **November 12, 2020** – Regular Agenda Item 5 - Consider Authorizing the CEO to Enter into a Letter of Intent with Trinity Metro for the Purpose of Exploring Bus Operations and Maintenance Options
- **December 10, 2020** – Regular Agenda Item 6 - Discuss DCTA Priority Actions
- **January 28, 2021** – Joint Regular Agenda Item 2 - DCTA Status Update on Bus Operations and Maintenance Partnership Exploration

Progress Report

Activities to Date:

- November 16, 2020 – The Trinity Metro Board of Directors authorized their CEO to sign the joint letter of intent
- December 7, 2020 – A joint agency meeting was held to discuss approach and next steps
- January 14, 2021 – A joint agency meeting was held to discuss approach and next steps
- February 2, 2021 – An internal meeting was held to discuss next steps
- February 26, 2021 – A joint agency meeting was held to discuss approach and next steps (rescheduled due to winter storm impacts) – alternative options were discussed and considered

Next Steps:

- Discuss Trinity Metro Findings with DCTA Board of Directors:
 - Status of current partnership exploration
 - Alternative paths forward
- Still to be Determined with Trinity Metro:
 - Trinity Metro LGC (MATS) Formation Documents
 - ILA between agencies (and/or LGC); includes scope of work and cost implications
 - Transition plan to migrate MATS GM into NTMC to begin initial assessment and development of policies and procedures
 - Transition of other functions into MATS
- Routine updates will be provided to the board monthly and board approval will be requested as needed.

Recommendation

DCTA staff will discuss current findings and potential alternative paths forward with the board to guide next steps.

Exhibits N/A



Submitted By: Nicole Recker
Nicole Recker, VP of Mobility Services and Administration

Approval: Raymond Suarez
Raymond Suarez, CEO

Board of Directors Memo

March 10, 2021

SUBJECT: Review and Discuss MaaS Service Plan and Considerations

Background

In July of 2020, DCTA issued Solicitation 2007-001 to our current MaaS providers seeking responses for On-Demand Service from firms or contractor teams that have entered into master on-call contracts under Request for Proposals (RFP) 19-05 Mobility-as-a-Service with the intent to use these services within Member Cities and other areas DCTA serves outside the member cities through contracted services.

The purpose of the solicitation was to select non-traditional, mobility brokers, providers, and system integrators with the ability to provide DCTA with the expertise, resources, and innovative ideas needed to plan, design, operate, maintain, and broker on-demand, shared ride transit services within and between the boundaries of various locations throughout DCTA's service area.

A recommendation for award to two providers, SpareLabs/Lyft and River North Transit (Via) were presented at the September 2020 board meeting. The board authorized staff to negotiate service plan proposals and cost estimates from both providers.

Upon completion of the Transformation Initiative, DCTA conducted service plan negotiations with SpareLabs/Lyft and River North Transit (Via) who each provided DCTA with secondary proposals in January 2020 detailing proposed service plans to replace existing fixed route service with more dynamic and cost-efficient mobility solutions.

The solicitation evaluation team reviewed the secondary proposals submitted by both providers and the board approved River North Transit (Via) as the vendor of choice at the January 28, 2021 DCTA board meeting.

DCTA staff and Accenture are working with Via to finalize service plan, service costs, and implementation timelines necessary to finalize contract terms for Board action at the April Board meeting.

Progress Report

Member City Roundtables Scheduled

Rescheduled from earlier dates due to the impacts on technology from the winter weather storm

- City of Denton – Wednesday, March 3 from 3 p.m. – 5 p.m.
- City of Highland Village – Thursday, March 4 from 2 p.m. – 5 p.m.
- City of Lewisville – Monday, March 8 from 2 p.m. – 5 p.m.

Next Steps

- Ongoing
 - Identify and investigate all necessary considerations/implications of transitioning to on-demand service

- March 2021
 - Week of March 1 and March 8 – Conduct member city roundtables
 - Week of March 22 – Have updated service plan from Via and formalize initial contract and estimated budgetary impact
 - Week of March 29 – Coordinate with Via on public involvement needs
- April – May/June 2021 –
 - Conduct public involvement process
 - Collect and report on public feedback
 - Conduct Title VI analysis
 - Prepare all items required for board review
- June/July 2021 –
 - Request DCTA board approval of the final on-demand service plan
- July/August 2021 –
 - Work toward a September 1 implementation day for on-demand service

Previous Board Activity & Action

- **June 25, 2020** – Regular Agenda Item 3 – Mobility as a Service (MaaS) Task Order for Member City Services
- **July 31, 2020** – Specially Called Board Meeting – Transformation Initiative Workshop – Discussed as part of the future planning process
- **August 27, 2020** – Regular Agenda Item 8 – Discuss MaaS Task Order #2: On-Demand Service in Member Cities
- **September 24, 2020** – Regular Agenda Item 8 – Consider Approval of MaaS Task Order #2: On-Demand Services for Member Cities and Contracted Cities
- **November 12, 2020** – Regular Agenda Item 1 - Discuss Transformation Initiative Progress Report – Initial introduction of the Agency Priority Actions flowchart which included plans and estimated dates for the MaaS service plan
- **December 10, 2020** – Regular Agenda Item 6 - Discuss DCTA Priority Actions
- **January 28, 2021**
 - Regular Agenda Item 5 – Approval and Award of Mobility as a Service Contract
 - Joint Info Item 1 – DCTA Agency Priorities Update (memo and flowchart)

Identified Need

DCTA is committed to improving mobility and livability in the communities it serves and seeks to establish partnerships with non-traditional mobility providers to assist the agency towards establishment of a unified and integrated platform which allows the agency and customers the ability to match travel needs and preferences.

Financial Impact

Actual budgetary/financial impact will be estimated after completion of City Roundtable discussions in late March in an effort to establish a contract with Via for on-demand services.

Staff is currently working with the Federal Transit Administration (FTA) to determine if there will be any financial impact moving from fixed route service to on-demand service. Any findings will be presented to the board for review and discussion.



Recommendation

This is a discussion item only with the intent of updating the board on current progress. There is no recommendation at this time.

Exhibits

Exhibit 1: Service Transition Considerations

Submitted By: 
Sarah Hultquist, Mobility Services Coordinator

MaaS Service Transition Considerations
As of 3/2/2021

Considerations	Items to Research/Discuss	Findings	Resolved
Budget Methodology	How do we format the FY '22 budget?		
	Do Via's costs need to be broken out by member city?		
Federal Transit Administration Impacts	How does this change format funding?		
	How does this impact spare ratio?		
	Are TNCs reimburseable?		
	How does this service modification impact Access service delivery?		
NTD Reporting Requirements	What will via report on our behalf?		
	What does DCTA need to report?		
Fare Media/Fare Collection	What will the cost of Via be to the passenger?		
	How does the fare structure impact our existing structure?		
	How will Via track ticket type?		
	How will fares be collected/remitted?		
	How will passengers make a transfer to other services?		
	How does this fare structure impact our regional reciprocal fare agreement?		
	How do we address fare equity? (needs to be addressed in public involvement process)		
Invoicing	How is Via's invoicing structured?		
	Can Via break down the invoiced costs by member city?		
Ridership Reports	How does the board want staff to report ridership moving forward? (i.e. monthly, quarterly)		
	How will DCTA receive ridership reports from Via?		
Access Service	How much service do we need to provide?		
	What is our board's philosophy on provided service?		
	How does FTA need to weigh in on the discussion?		
	Could we add a "Phase II" for Via to take over Access service (or at least non-ADA services)?		
Fleet Size	How many vehicles do we need to auction (that are past their useful life)?		
	How many vehicles do we need to auction/pay back FTA the federal portion (that aren't past their useful life)?		
	How do we scale up or down as needed? (i.e. adding a fixed route requires a bus, which could take several years to procure and take ownership)		
Special Movements	How do we address member city special movement requests (i.e. Denton Arts and Jazz)?	Per the FTA - Develop a "contingency fleet" and corresponding plan for use of vehicles only for special movement requests.	
UNT	Can Via identify "drop zones" where on-demand service and drop students off on campus?	Per UNT - They will begin to think about options that would work with their traffic plans.	
	How does this impact UNT's contract and the \$49K/year Connect Access Fee?		
	Does UNT service remain open to the public? (this impacts Access service requirements)		
A-train Station Access	Staff needs to identify "drop zones" at each station for pick-up and drop-off through Via's on-demand service.		
Billing	Can Via bill by day 5 of the month to meet DCTA's billing requirements?		
DBE Reporting	If we aren't the buyer, then we don't report. Will Via report on assets that they purchase?		
Compliance/Regulations	Need to coordinate with FTA on their requirements.		
	Title VI requirements		
	Fleet/spare ratio requirements		

Labor Implications	How does this impact the Fall 2021 bid cycle (with on-demand service launching 9/1)?		
	If there is a layoff, NTMC is required to follow the WARN notice protocol.		
	Need to develop timeline to coordinate with ATU on a potential layoff to ensure fair labor practices.		
	How do we maintain operator workforce when they know that a layoff will most likely occur?		
	How do we recruit for open operator positions when a layoff will most likely occur? (those operators will fall to the bottom of the seniority list)		

Board of Directors Memo

March 10, 2021

SUBJECT: Review and Discuss PMO Progress Report

Background

Effective February 1, 2021, Accenture, LLC began a 12-month effort to support priority agency initiatives as a project management office.

The Task Order #2 scope of work includes:

- Transformation Initiative Implementation
 - PMO activities and deliverables
 - Finalize Phase 2 program planning and governance
 - Mobility-as-a-Service (MaaS) Member City service agreement advisory services
 - Planning staff training activities
- Mobility Orchestration – Fare Management and Regional Touchless Fare Integration
 - Fare Management Orchestration Discovery-Design Workshop:
- ERP Sourcing Strategy
 - Develop ERP Strategy and business case
 - Define differentiating functional requirements for new ERP system
 - Conduct market scan of ERP solutions based on DCTA functional needs and risk profile; support solicitation development

Prior Board Discussion

- At the November 5, 2020 Transformation Initiative Workshop, Accenture and staff provided the board with the recommendation for a PMO to guide select Transformation Initiative priority projects through completion
- At the December 10, 2020 board meeting, the board authorized the CEO to negotiate Task Order #2 with Accenture, LLC for Transformation Initiative Project Management Office (PMO) services.
- At the January 28, 2021 board meeting, the board approved Task Order #2 with Accenture, LLC (as well as a corresponding budget amendment) for Transformation Initiative Project Management Office (PMO) services.

Progress Report

Items completed to date include (as of 3/2/21):

- Kicked-off Task Order 2
- Scheduled, and rescheduled around winter storm, member cities' roundtables with Via to discuss MaaS contract and offering
- Developed initial ERP strategy, requirements process, and timeline for review with DCTA
- Met with IT at Trinity Metro to discuss system synchronization and received Trinity Metro's Trapeze technology stack
- Met with DCTA Executive Staff to discuss roadmap priorities and paths forward
- Revised DCTA Transformation Initiatives roadmap based on Executive Staff discussions
- Met with Via and DCTA staff to review agenda and specifics of roundtables and Via proposal



Financial Impact

The total cost of Task Order #2 is \$875,000. A total of \$583,333.36 has been attributed to the FY '21 budget, and a total of \$291,666.64 will be attributed to the FY '22 budget. DCTA is being billed \$72,916.67 on a monthly basis for a total of 12 months (last invoice adjusted down by four cents).

Recommendation

This is a discussion item only. There is no recommendation at this time.

Exhibits

Exhibit 1: Accenture PMO Status Report

Submitted By: _____

A handwritten signature in black ink, appearing to read "Nicole Recker", is written over a horizontal line.

Nicole Recker, VP of Mobility Services and Administration

DCTA ACCENTURE PMO: STATUS REPORT

Week Ending: 3/5/21



DENTON COUNTY
TRANSPORTATION
AUTHORITY

Program Status Dashboard

Week Ending: 3/5/20

DRAFT: For Internal Discussion Purposes Only



Legend:

N

Not Started

C

Complete

G

On Track

Y

At Risk

R

Behind/Overdue

Regular Agenda 8
Exhibit 1

Overall	Detailed – Task Order 2					
	Revised Roadmap	ERP Strategy	Member City Roundtables	Trinity Metro Coordination	Current Focus / Accomplishments	Issues / Mitigations
G	G	G	G	G	<ul style="list-style-type: none">Kicked-off Task Order 2Scheduled, and rescheduled around winter storm, member cities’ roundtables with Via to discuss MaaS contract and offeringDeveloped initial ERP strategy, requirements process, and timeline for review with DCTAMet with IT at Trinity Metro to discuss system synchronization and received Trinity Metro’s Trapeze technology stackMet with DCTA Exec. Staff to discuss roadmap priorities and paths forwardRevised DCTA Transformation Initiatives roadmap based on Exec. Staff discussionsMet with Via and DCTA staff to review agenda and specifics of roundtables and Via proposal	<ul style="list-style-type: none">A two-week delay occurred in conducting the member city roundtables due to TX’s winter storm. All roundtables have been rescheduled and completed by the March 10th Board MeetingAccenture team utilized Winter Storm Uri disruption to develop foundation for ERP Sourcing Strategy

REFINED INITIATIVE PRIORITIZATION

COMPLETE INITIATIVE PRIORITIZATION – REFINED

Prioritized Initiatives			Subsequent Initiatives
1	Enhance Regional Coordination	15	Operational & Financial Data Analytics
1.1	Joint Rail Maintenance Facility (potential DART partnership)	16	Enhance Use of Allocation Modelling
1.2	Bus Operations & Maintenance (potential Trinity Metro partnership)	17	Stronger training process for systems and vendor training engagement
1.3	Bus Maintenance & Parts Management Solution Training and Configuration	18	Enhance customer feedback response
1.4	Improve Data Collection & Management Practices (also dependent on: 2)	19	Compliance training
2	Mobility Orchestration/MaaS Member City Service	20	Redefine and communicate spans of control, future roles of staff
2.1	Ensure that Service Levels and Routing Match Demand	21	Explore Opportunities to Expand Membership & Service Area
2.2	Align Fleet with Service	22	Create a Seamless Passenger Experience
2.3	Improve Website Trip Planning	23	Enhance Customer Experience Awareness
3	Transformation Implementation Project Management	24	Multi-modal Trip Planning Capability
4	Hire IT Project Manager	25	Enhance Customer Communication Systems
5	Improve On-Time Performance	26	Bus Onboard Video
6	Upgrade Point of Sale Systems; Contactless Fare Management; Digital Ticket Purchases	27	Bus Announcement System
6.1	GOPass Integration	28	Invest in Consistent, High Quality Stop Infrastructure
6.2	VIX Payment Evaluation	NOTES: *The ERP initiative encapsulates other initiatives, including: Automation of Back Office Tasks, Accomplish 3-way Invoice Matching, Integrate Bid Posting System with Finance System, Integrate Expense & Revenue Allocations Data, Integrate Operations And Finance Data Systems, Improve Data Systems for Internal Reporting, and Increase Compliance, Grant, And DBE Reporting Efficiency	
7	ERP Upgrade or Replacement *		
8	Granicus Board Management Implementation (Staff-led, July implementation)		
9	Five-year roadmap communication		
10	IT Project Management Templates & Processes		
11	Procurement Templates & Processes		
12	Document Management, Routing & Approvals (Staff-led)		
13	Build Enterprise Performance and Financial Dashboard		
14	Source and train on data visualization and tools		

VIA ROUNDTABLES WITH MEMBER CITIES

VIA ROUNDTABLE MEETING LOGISTICS

Regular Agenda 8
Exhibit 1

Meeting	Date and Time	Invited Participants		
Denton	Wednesday, March 3 rd from 3 PM– 5 PM	<u>DCTA</u> <ul style="list-style-type: none"> • Cesar Molina • Raymond Suarez • Nicole Recker • Rusty Comer • Sarah Hultquist • Troy Raley 	<u>City</u> <ul style="list-style-type: none"> • Chris Watts • Sara Hensley • Todd Hileman • John Ryan, <i>Council Member</i> • David Gaines, <i>Assistant City Manager</i> 	<u>Via</u> <ul style="list-style-type: none"> • Elspeth Green • Laney Cloud • Gabrielle McCaig • John
Highland Village	Thursday, March 4 th from 2 PM – 5 PM	<u>DCTA</u> <ul style="list-style-type: none"> • Raymond Suarez • Nicole Recker • Rusty Comer • Sarah Hultquist • Troy Raley 	<u>City</u> <ul style="list-style-type: none"> • Dianne Costa • Paul Stevens • Charlotte Wilcox • Ken Heerman, <i>Assistant City Manager</i> • Laurie Mullens, <i>Director of Marketing and Communications</i> 	<u>Via</u> <ul style="list-style-type: none"> • Elspeth Green • Laney Cloud • Gabrielle McCaig • John
Lewisville	Monday, March 8 th from 2 PM – 5 PM	<u>DCTA</u> <ul style="list-style-type: none"> • Raymond Suarez • Nicole Recker • Rusty Comer • Sarah Hultquist • Troy Raley 	<u>City</u> <ul style="list-style-type: none"> • TJ Gilmore • Claire Powell • Kristin Green, <i>Lewisville Deputy Mayor Pro Tem</i> • Donna Barron, <i>City Manager</i> • Jason Moore, <i>Econ. Development Director</i> • Chris McGinn, <i>Neighborhood & Inspection Services Director</i> • Brandi Bird, <i>Consultant</i> 	<u>Via</u> <ul style="list-style-type: none"> • Elspeth Green • Laney Cloud • Gabrielle McCaig • John

Note: Content as of March 2, 2021

VIA'S AGENDA

Regular Agenda 8
Exhibit 1

Introduction to Via and Offerings

**Overview and Summary of Via's DCTA Proposal for
each Member City**

Q & A

Note: Content as of March 2, 2021

ERP STRATEGY AND TIMELINE

ERP STRATEGY OVERVIEW

PROJECT CONTEXT

- DCTA's financial suite (formerly SunGard Public Sector) is difficult to use, requiring many basic functions to be performed manually, often outside of the system
- DCTA is performing a major upgrade of the SunGard system, but the upgrade is not expected to address functional deficiencies
- To address these shortcomings, the DCTA is:
 - Developing an ERP strategy
 - Assessing solution alternatives
 - Developing a business case for a new solution
 - Developing differentiating functional requirements

PROJECT OBJECTIVES

- Develop and convene an ERP Replacement Steering Committee
- Develop ERP Strategy and business case, with emphasis on incorporation of solution selection, implementation and administration risk management approaches into ERP Sourcing Strategy; support securing funding
- Define differentiating functional requirements for new ERP system
 - Conduct additional interviews with DCTA staff to document differentiating requirements
- Conduct market scan of ERP solutions based on DCTA functional needs and risk profile; support solicitation development

PROPOSED APPROACH

1

INITIATE ERP STRATEGY WORKSTREAM

- Develop Workstream Project Plan
- Develop Workstream Approach presentation
- Conduct alignment meeting

2

DEVELOP ERP STRATEGY

- Conduct discovery interviews
- Define ERP solution business objectives and make key ERP strategy decisions
- Define ERP governance model
- Confirm ERP functional scope (domains and processes)
- Validate via working session

3

CONDUCT MARKET SCAN

- Leverage industry research to identify potential solutions
- Conduct vendor and solution research
- Develop solution shortlist based upon research

4

REFINE IMPROVEMENT OPPORTUNITIES & BENEFITS

- Develop business case benefits by identifying capability/process improvement opportunities and their estimated benefits

5

IDENTIFY DIFFERENTIATING REQUIREMENTS/SCENARIOS

- Via working sessions, review in scope capabilities and processes and define differentiated functional requirements/scenarios
- Identify high-level technology, integration, reporting and training requirements

6

FINALIZE BUSINESS CASE WITH COST ESTIMATES

- Estimate costs to complete business case

Board of Directors Memo

March 10, 2021

SUBJECT: Discuss Potential 35W Corridor High Intensity Bus Service

Background

High Intensity Bus is a transit service concept developed by the North Central Council of Governments (NCTCOG) and influenced by the Transit Research Board's Transit Cooperative Research Program 166: *"Characteristics of Premium Transit Services that Affect Choice of Mode."* This concept would operate on a commuter corridor with Express Lanes and incorporates premium operating characteristics and amenities to enhance the passenger experience. Some of the characteristics which could be incorporated into High Intensity Bus include the following:

- Luxury Motor Coach Service
- On-Board Amenities (wifi, spacious seating, etc.)
- Enhanced Frequency of Service
- Guaranteed Transit and Service Reliability
- Real Time Travel Information
- Stations (similar to a rail station in lieu of a bus stop)
 - Station Amenities (coffee, dry cleaning, etc.)
 - Transit Oriented Development potential

The Regional Transportation Council initially funded the High Intensity Bus concept by awarding \$14M in July 2017. At that time, the NCTCOG planned to focus initial implementation of this concept on the I-30 corridor. In 2019, NCTCOG shifted the initiative to the east side of I- 635 and I-35W to leverage the express lanes and existing commuter bus service, North Texas Xpress. With this shift, \$7M of the available High Intensity Bus funding was allocated to the I-35W corridor. Of that funding, DCTA was awarded \$2.1M.

When the focus for High Intensity Bus was shifted to the I-35W corridor, NCTCOG developed a phased approach for service implementation prioritizing the southern section of the I-35W which would be equipped with express lanes for improved travel conditions. The Denton County portion of the corridor, north of Alliance to Denton would be planned and implemented post-implementation of the southern portion with Trinity Metro. The Trinity Metro portion is anticipated to be implemented 2022-2023.

DCTA began meeting with NCTCOG staff regularly in 2016 to discuss High Intensity Bus, but those regular meetings ceased. Since the focus was on the southern section of the I-35W corridor, DCTA will continue to track the Southern phase of the project and will continue to work with NCTCOG for future planning of the Denton County portion of the project.

Previous Board Activity & Action

There has been no activity with the current seated DCTA Board of Directors on this item.

Identified Need

This item was placed on the agenda for staff to provide High Intensity Bus initiative overview to the DCTA Board.



Financial Impact

There currently is no financial impact to DCTA, however the NCTCOG does have \$2.1M set aside for DCTA's future implementation of High Intensity Bus.

Recommendation

This item is discussion only, no action is required.

Exhibits

N/A

Submitted By:

A handwritten signature in blue ink, appearing to read "Kristina Holcomb", is written over a horizontal line.

Kristina Holcomb, Deputy CEO



Board of Directors Memo

March 10, 2021

SUBJECT: Discuss Board Member Cybersecurity Training

Background

DCTA completed a cybersecurity assessment in August 2020. Recommended actions included a mandatory cybersecurity training for DCTA staff and Board members. The cybersecurity training is a requirement per Texas HB 3834 in the 86th legislature and is provided at no charge to state and local governments via the Texas Department of Information Resources. Cybersecurity training brings end-user awareness to common threats found in daily technology use such as E-mail or web browsing. This training brings DCTA into compliance with the requirements set forth by HB 3834.

Previous Board Activity & Action

October 22, 2020 Board Executive Closed Session was held to provide an overview of the cybersecurity assessment results and recommendations.

Identified Need

HB 3834 (86th Legislature) requires cybersecurity training of all state and local governmental entities.

Financial Impact

Approved training is provided at no cost to state and local agencies by the Texas Department of Information Resources.

Recommendation

Staff requests each board member complete the cybersecurity training by May 15, 2021. Progress is self-reported and tracked through the Texas DIR portal and reported to DCTA Information Technology staff. An E-mail with training and reporting instructions will be sent via a Friday Board E-mail.

Exhibits

Exhibit 1: HB 3834 (86th Legislature)

Submitted By: 
Javier Trilla, Director of Information Technology

Approval: 
Kristina Holcomb, Deputy CEO

H.B. No. 3834

AN ACT

relating to the requirement that certain state and local government employees and state contractors complete a cybersecurity training program certified by the Department of Information Resources.

BE IT ENACTED BY THE LEGISLATURE OF THE STATE OF TEXAS:

SECTION 1. The heading to Subchapter N-1, Chapter 2054, Government Code, is amended to read as follows:

SUBCHAPTER N-1. ~~[STATE]~~ CYBERSECURITY

SECTION 2. Section 2054.518(a), Government Code, is amended to read as follows:

(a) The department shall develop a plan to address cybersecurity risks and incidents in this state. The department may enter into an agreement with a national organization, including the National Cybersecurity Preparedness Consortium, to support the department's efforts in implementing the components of the plan for which the department lacks resources to address internally. The agreement may include provisions for:

(1) ~~[providing fee reimbursement for appropriate industry-recognized certification examinations for and training to state agencies preparing for and responding to cybersecurity risks and incidents,~~

~~[(2) developing and maintaining a cybersecurity risks and incidents curriculum using existing programs and models for training state agencies,~~

H.B. No. 3834

1 ~~[(3) delivering to state agency personnel with access~~
2 ~~to state agency networks routine training related to appropriately~~
3 ~~protecting and maintaining information technology systems and~~
4 ~~devices, implementing cybersecurity best practices, and mitigating~~
5 ~~cybersecurity risks and vulnerabilities,~~

6 ~~[(4)]~~ providing technical assistance services to
7 support preparedness for and response to cybersecurity risks and
8 incidents;

9 (2) ~~[(5)]~~ conducting cybersecurity ~~[training and]~~
10 simulation exercises for state agencies to encourage coordination
11 in defending against and responding to cybersecurity risks and
12 incidents;

13 (3) ~~[(6)]~~ assisting state agencies in developing
14 cybersecurity information-sharing programs to disseminate
15 information related to cybersecurity risks and incidents; and

16 (4) ~~[(7)]~~ incorporating cybersecurity risk and
17 incident prevention and response methods into existing state
18 emergency plans, including continuity of operation plans and
19 incident response plans.

20 SECTION 3. Subchapter N-1, Chapter 2054, Government Code,
21 is amended by adding Sections 2054.519, 2054.5191, and 2054.5192 to
22 read as follows:

23 Sec. 2054.519. STATE CERTIFIED CYBERSECURITY TRAINING
24 PROGRAMS. (a) The department, in consultation with the
25 cybersecurity council established under Section 2054.512 and
26 industry stakeholders, shall annually:

27 (1) certify at least five cybersecurity training

H.B. No. 3834

1 programs for state and local government employees; and

2 (2) update standards for maintenance of certification
3 by the cybersecurity training programs under this section.

4 (b) To be certified under Subsection (a), a cybersecurity
5 training program must:

6 (1) focus on forming information security habits and
7 procedures that protect information resources; and

8 (2) teach best practices for detecting, assessing,
9 reporting, and addressing information security threats.

10 (c) The department may identify and certify under
11 Subsection (a) training programs provided by state agencies and
12 local governments that satisfy the training requirements described
13 by Subsection (b).

14 (d) The department may contract with an independent third
15 party to certify cybersecurity training programs under this
16 section.

17 (e) The department shall annually publish on the
18 department's Internet website the list of cybersecurity training
19 programs certified under this section.

20 (f) Notwithstanding Subsection (a), a local government that
21 employs a dedicated information resources cybersecurity officer
22 may offer to its employees a cybersecurity training program that
23 satisfies the requirements described by Subsection (b).

24 Sec. 2054.5191. CYBERSECURITY TRAINING REQUIRED: CERTAIN
25 EMPLOYEES. (a) Each state agency shall identify state employees
26 who use a computer to complete at least 25 percent of the employee's
27 required duties. At least once each year, an employee identified by

H.B. No. 3834

1 the state agency and each elected or appointed officer of the agency
2 shall complete a cybersecurity training program certified under
3 Section 2054.519.

4 (a-1) At least once each year, a local government shall
5 identify local government employees who have access to a local
6 government computer system or database and require those employees
7 and elected officials of the local government to complete a
8 cybersecurity training program certified under Section 2054.519 or
9 offered under Section 2054.519(f).

10 (b) The governing body of a local government may select the
11 most appropriate cybersecurity training program certified under
12 Section 2054.519 or offered under Section 2054.519(f) for employees
13 of the local government to complete. The governing body shall:

14 (1) verify and report on the completion of a
15 cybersecurity training program by employees of the local government
16 to the department; and

17 (2) require periodic audits to ensure compliance with
18 this section.

19 (c) A state agency may select the most appropriate
20 cybersecurity training program certified under Section 2054.519
21 for employees of the state agency. The executive head of each state
22 agency shall verify completion of a cybersecurity training program
23 by employees of the state agency in a manner specified by the
24 department.

25 (d) The executive head of each state agency shall
26 periodically require an internal review of the agency to ensure
27 compliance with this section.

H.B. No. 3834

1 Sec. 2054.5192. CYBERSECURITY TRAINING REQUIRED: CERTAIN
2 STATE CONTRACTORS. (a) In this section, "contractor" includes a
3 subcontractor, officer, or employee of the contractor.

4 (b) A state agency shall require any contractor who has
5 access to a state computer system or database to complete a
6 cybersecurity training program certified under Section 2054.519 as
7 selected by the agency.

8 (c) The cybersecurity training program must be completed by
9 a contractor during the term of the contract and during any renewal
10 period.

11 (d) Required completion of a cybersecurity training program
12 must be included in the terms of a contract awarded by a state
13 agency to a contractor.

14 (e) A contractor required to complete a cybersecurity
15 training program under this section shall verify completion of the
16 program to the contracting state agency. The person who oversees
17 contract management for the agency shall:

18 (1) report the contractor's completion to the
19 department; and

20 (2) periodically review agency contracts to ensure
21 compliance with this section.

22 SECTION 4. Section 2054.518(c), Government Code, is
23 repealed.

24 SECTION 5. The changes in law made by this Act apply to a
25 contract entered into or renewed on or after the effective date of
26 this Act. A contract entered into or renewed before the effective
27 date of this Act is governed by the law in effect on the date the

H.B. No. 3834

1 contract was entered into or renewed, and the former law is
2 continued in effect for that purpose.

3 SECTION 6. This Act takes effect immediately if it receives
4 a vote of two-thirds of all the members elected to each house, as
5 provided by Section 39, Article III, Texas Constitution. If this
6 Act does not receive the vote necessary for immediate effect, this
7 Act takes effect September 1, 2019.

H.B. No. 3834

President of the Senate

Speaker of the House

I certify that H.B. No. 3834 was passed by the House on April 25, 2019, by the following vote: Yeas 130, Nays 2, 1 present, not voting; and that the House concurred in Senate amendments to H.B. No. 3834 on May 24, 2019, by the following vote: Yeas 140, Nays 0, 2 present, not voting.

Chief Clerk of the House

I certify that H.B. No. 3834 was passed by the Senate, with amendments, on May 22, 2019, by the following vote: Yeas 31, Nays 0.

Secretary of the Senate

APPROVED: _____

Date

Governor

Board of Directors Memo

March 10, 2021

SUBJECT: Staff Briefing on Recent Inclement Weather Response and Recovery

Background

The inclement weather event and power outages that Texas experienced the week of February 15, 2021 significantly impacted DCTA operations, administration and facilities. Below is a brief overview of DCTA's response and recovery efforts as well as the partnerships which were critical in the Agency's ability to continue operations when possible.

Critical Resources Provided by Partners:

- The City of Lewisville provided their City Council Conference room for DCTA's Lewisville bus operations to use as a temporary dispatch office.
- The City of Denton provided sand to supplement DCTA's salt supplies for walkways at DCTA facilities and cases of bottled water for operators during the mandatory water boil order.
- DCTA rail contract operator, RGPC provided a pallet of water to bus operations during boil notices.

Special Requests from Member Cities/County:

- The City of Denton and the City of Lewisville requested bus transport to/from the warming shelters. DCTA provided fare free rides to passengers traveling to/from a warming shelter and suspended its standard pet policy allowing leashed dogs to board buses in addition to crated animals during transport to the warming stations.
- DCTA worked with the City of Lewisville and staged a large bus at the Rail OMF in advance of the winter weather to serve as a mobile warming station, if needed during Lewisville Fire Department's response to a multi-family fire.
- The City of Denton requested assistance in providing transportation to homeless individuals to a local hotel which was being used to provide temporary shelter.
- Denton County officials requested the use of DCTA fleet to serve as warming stations at the Texas Motor Speedway for Vaccination Clinic workers and volunteers.

A-train Corridor Impacts:

- Commercial power was lost on all rail control point bungalows and grade crossings along the corridor, rendering all signals inoperable.
- Rail service was cancelled pending restoration of power and testing of the signaling system from Monday through Saturday (02/15/21 through 02/20/21).
- With the cancelation of A-train service, rail crossings were taken out of service to avoid inconvenience to the traveling public.

Rail Facility Impacts:

- The DCTA Rail Operations and Maintenance Facility (Rail OMF) lost electricity and operated on limited backup generator power for four days. IT servers and back-up dispatch servers were powered by the generator, while only partial power was available to the maintenance shop.
- Due to the lack of heat, the fire protection sprinklers froze and subsequently burst, flooding administrative areas on both floors causing water damage to the carpet, office and dry wall.
- The Lewisville Fire Department was called on-scene to turn off the main water supply preventing further damage.
- Lewisville bus operations offices at Rail OMF were temporarily relocated to the parking lot and officed in a stationary bus until they were able to move into Lewisville City Hall.
- Damage to the fire protection system has been repaired, inspected and certified by the Lewisville Fire Department which allowed staff to reoccupy the building.
- DCTA's rail contractor, RGPC is responsible for coordinating facility restoration and repair services with a third-party vendor. At the time of development of this memo, water damage restoration and repair is still underway.
- Rail station landscaping has been inspected and found no irrigation issues from the inclement weather.

Impacts to Administrative Office:

- The DCTA Administrative Office was without power for five days.
- An adjacent tenant had significant water damage which flowed into the DCTA Administrative Offices causing water damage to a portion of the facility.
- The DCTA lobby, T&P Conference Room and three offices sustained minimal flooding.
- The property management company was responsible for restoration and repair of the water damage.
- The affected areas have been dried, cleaned, disinfected and have no permanent damage to any DCTA equipment or furniture.

Impacts to Bus Operations:

- DCTA bus service was reduced to a Saturday schedule Monday through Saturday (02/15/21 through 02/20/21).
- UNT Shuttle services were suspended for the entire week.
- All demand response services (Access), with the exception of Lakeway Zone, DDTC late night service, and Collin County Transit service, were operated as scheduled.
- Chains were used on bus tires to prevent skidding and caused speed restrictions to be imposed.
- Lewisville bus dispatch was relocated from Rail OMF to a stationary bus on-site and then to the Lewisville City Hall.
- In response to the boil water notifications issued for Denton and some parts of Lewisville, the use of bottled water was implemented.
- Limited staff reporting for duty caused staffing shortages and the need for workers to work extended hours and incur overtime pay.
- Fueling station at Rail OMF was without power. As a result, buses were fueled from external fuel vendors utilizing P-cards. Fueling station was restored effective 02/23/2021.
- Lewisville bus operations dispatch center at Rail OMF has been relocated to the 2nd floor to facilitate ongoing recovery efforts on the 1st floor.



Identified Need

This item is a briefing item to the Board and requires no action, at this time.

Financial Impact

As some recovery efforts are still underway, staff will continue gathering information and data related to the costs incurred during the inclement weather event.

Exhibits

Exhibit 1: Inclement Weather Media Coverage Report

Exhibit 2: Inclement Weather Social Media Tracking

A handwritten signature in blue ink, appearing to read "Kristina Holcomb", is written over a horizontal line.

Submitted By:

Kristina Holcomb, Deputy CEO

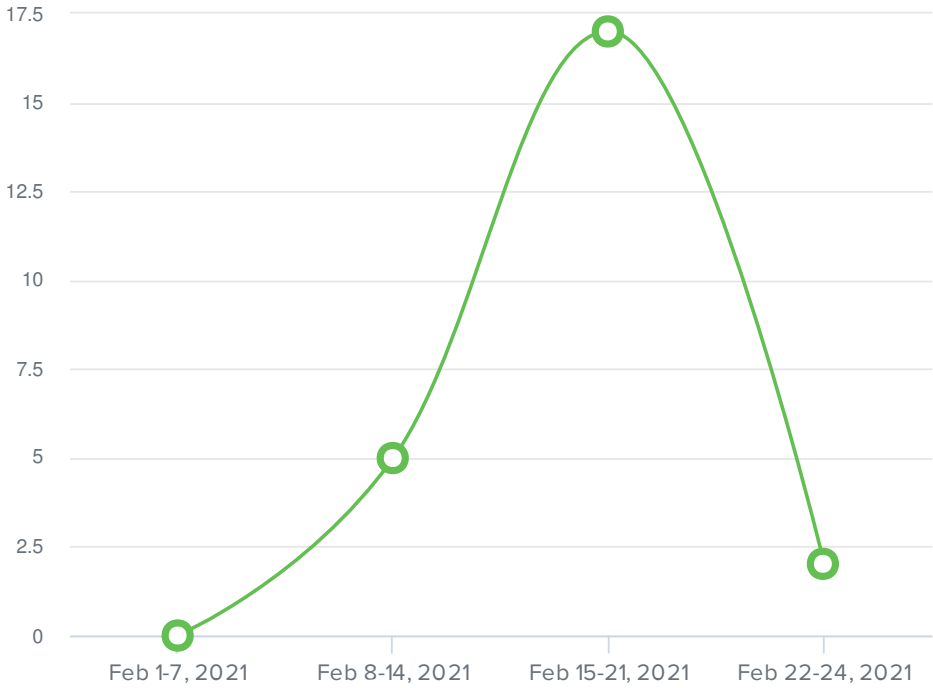


February Inclement Weather Media Report

Total Mentions

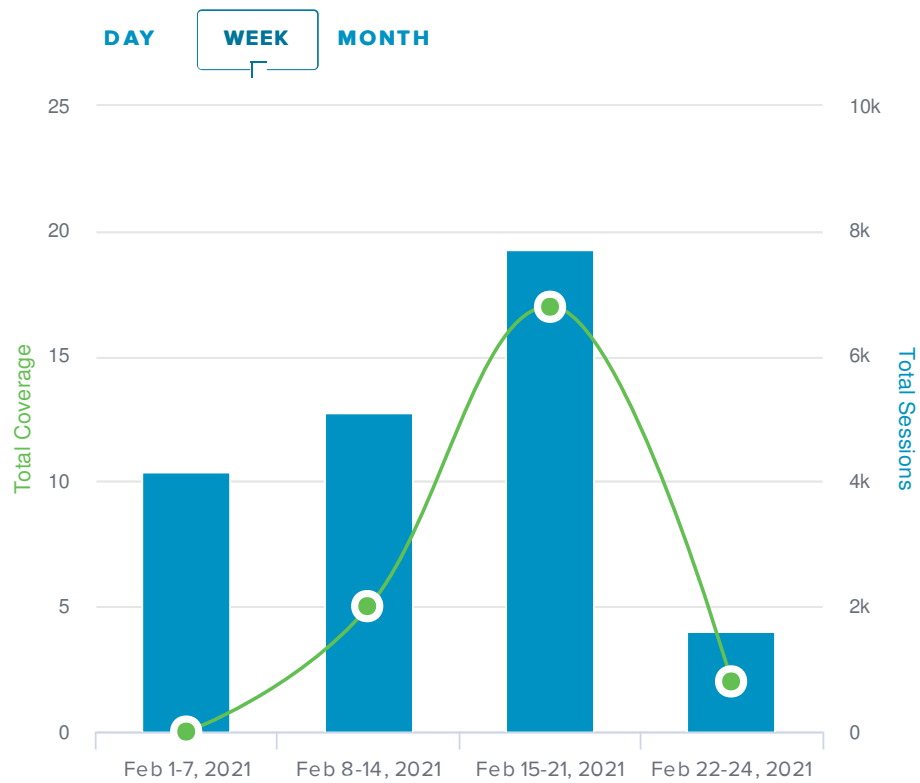
DAY WEEK MONTH

24 Total Mentions for Feb 1 - Feb 24 2021



Tag: Inclement Weather Coverage over Feb 1, 2021 - Feb 24, 2021

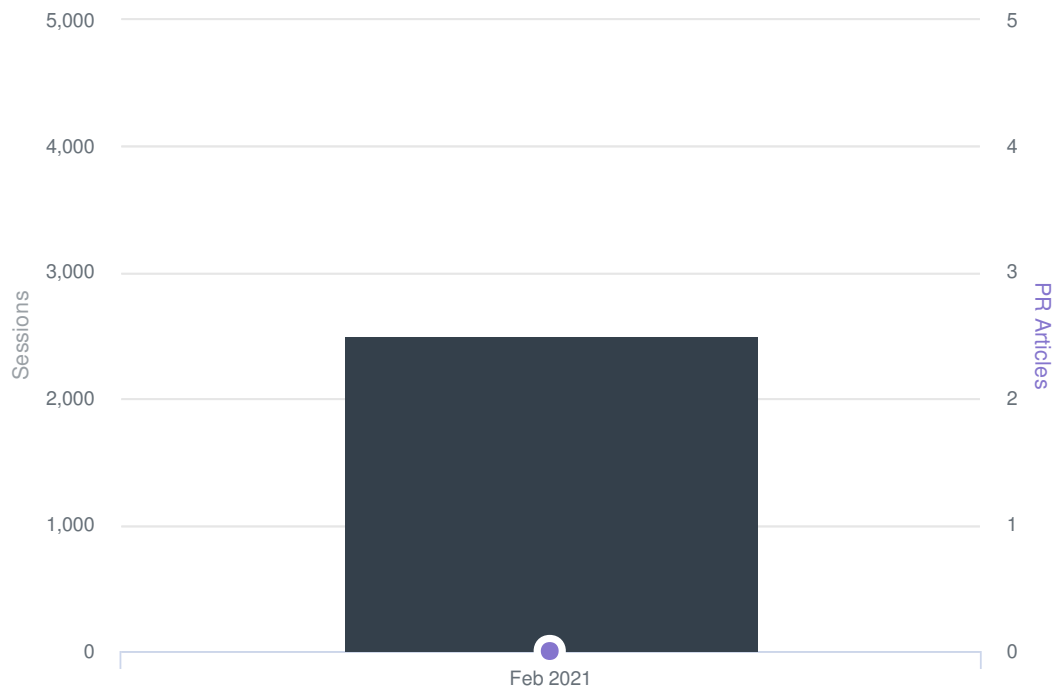
Total Coverage vs Total Web Traffic



ANALYSIS | Tag: Inclement Weather Coverage over Feb 1, 2021 - Feb 24, 2021

The chart above shows how total coverage is impacting total web traffic. Click any of the points on the chart to analyze the media outlets and mentions that are driving the most traffic.

PR Referral Traffic vs Non-PR Referral Traffic



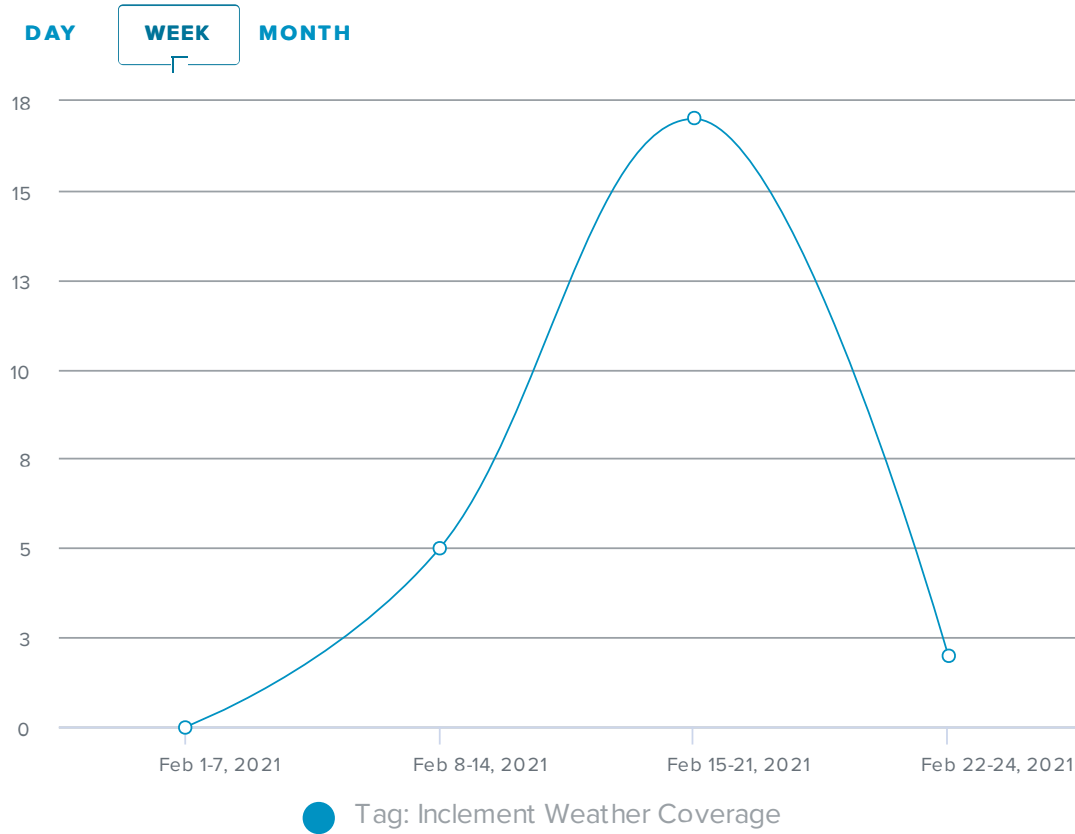
0.0% of all referral web traffic
came from PR

- PR Referral Traffic
- Non-PR Referral Traffic
- PR Articles

ANALYSIS | Tag: Inclement Weather Coverage over Feb 1, 2021 - Feb 24, 2021

The chart above shows how much website traffic has been driven by people clicking backlinks in relevant articles and blog posts. This chart does not reflect web traffic from articles and blog posts that do not contain backlinks. Click any of the bars on the chart to analyze the media outlets and mentions that are driving the most referral traffic.

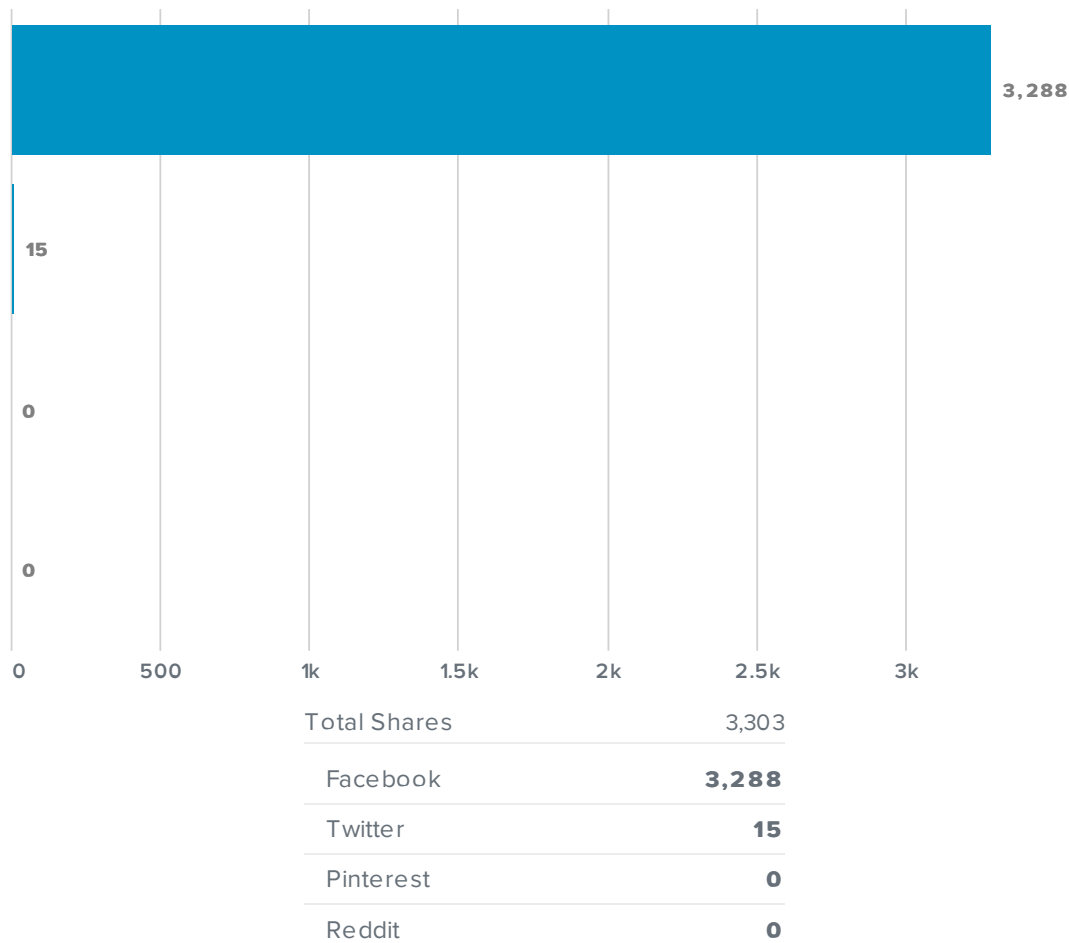
Share of Voice Over Time



Tag: Inclement Weather Coverage over Feb 1, 2021 - Feb 24, 2021

Social Amplification

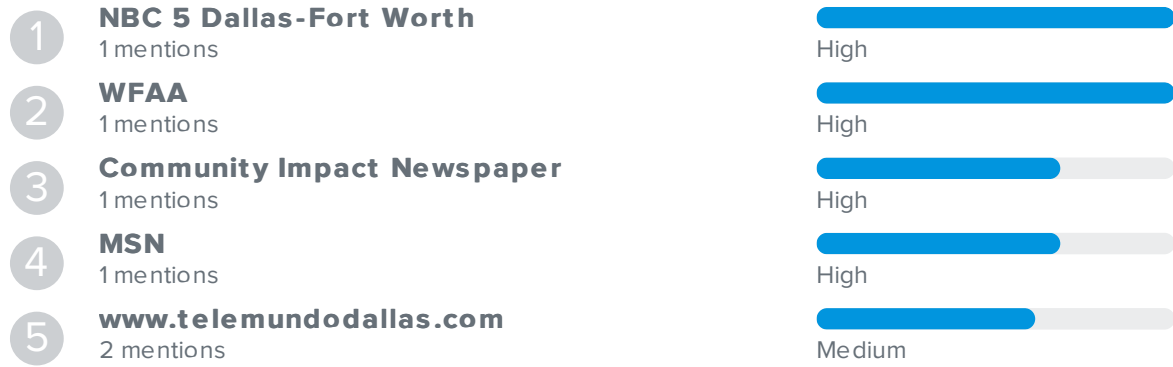
Regular Agenda 11
Exhibit 1



ANALYSIS | Tag: Inclement Weather Coverage over Feb 1, 2021 - Feb 24, 2021



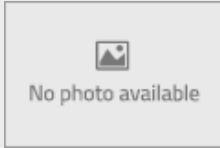

The chart above shows which social media platforms are driving the most engagement. Click any of the bars on the chart to analyze the media outlets, journalists/bloggers, and articles/blog posts that are driving the most engagement on each social media platform.

Top Publishers by Impact




Tag: Inclement Weather Coverage over Feb 1, 2021 - Feb 24, 2021

Highest Readership

1	MSN	
	<p>North Texas Public Transit Schedule Changes in Response to Severe Winter Weather</p> <p>Feb 15, 2021</p> 	
	<p>Sentiment: neutral</p> <p>Viewership: 68,002,601</p> <p>Shares: 0</p> <p>Ad Equivalency: \$127,845</p>	
2	NBC 5 Dallas-Fort Worth	
	<p>North Texas Public Transit Schedule Changes in Response to Severe Winter Weather</p> <p>by logan mcelroy Feb 13, 2021</p> 	
	<p>Sentiment: neutral</p> <p>Viewership: 1,172,864</p> <p>Shares: 1,644</p> <p>Ad Equivalency: \$2,205</p>	
3	WFAA	
	<p>More warming stations, shelters open across North Texas</p> <p>Feb 12, 2021</p> 	
	<p>Sentiment: positive</p> <p>Viewership: 580,927</p> <p>Shares: 255</p> <p>Ad Equivalency: \$1,092</p>	
4	Community Impact Newspaper	
	<p>Local services, government offices affected by severe weather in Tarrant, Denton counties</p> <p>by Kira Lovell Feb 15, 2021</p> 	
	<p>Sentiment: neutral</p> <p>Viewership: 278,398</p> <p>Shares: 11</p> <p>Ad Equivalency: \$523</p>	

5 **WTOL 11**

More warming stations, shelters open across North Texas
Feb 12, 2021

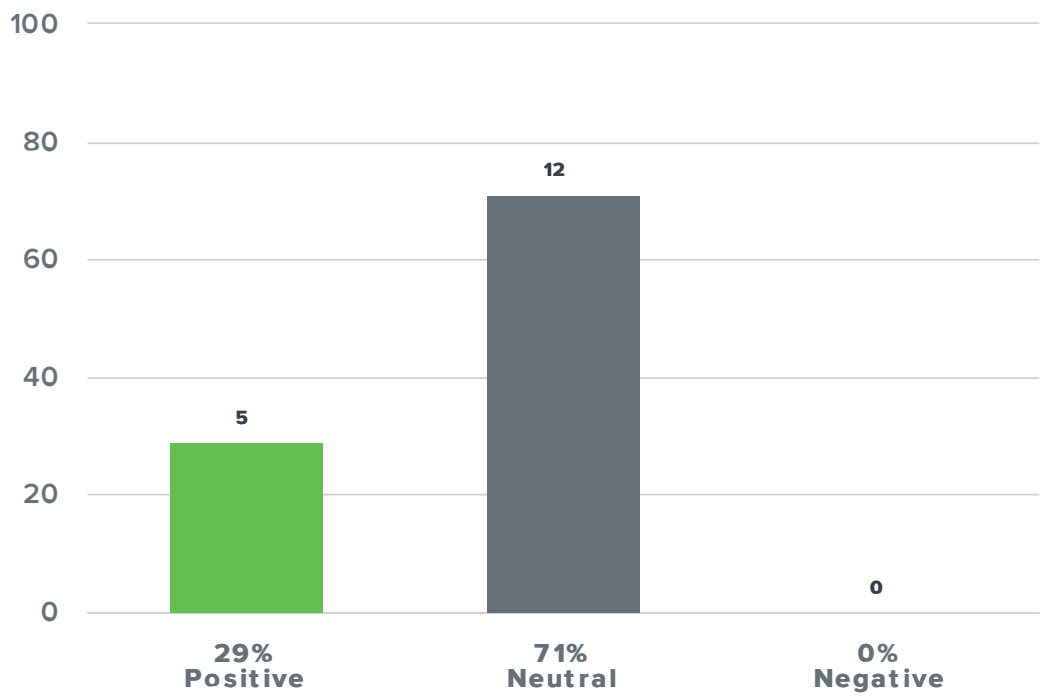


Sentiment	Viewership	Shares	Ad Equivalency
positive	116,955	0	\$220

ANALYSIS | Tag: Inclement Weather Coverage over Feb 1, 2021 - Feb 24, 2021

Highest readership articles are based on the readership of each publication (how many people potentially read an article based on unique visitors to the publication's website) and how many times your keyword(s) appear in each article. Access the article by clicking the headline above and then click on the publication you're interested in.

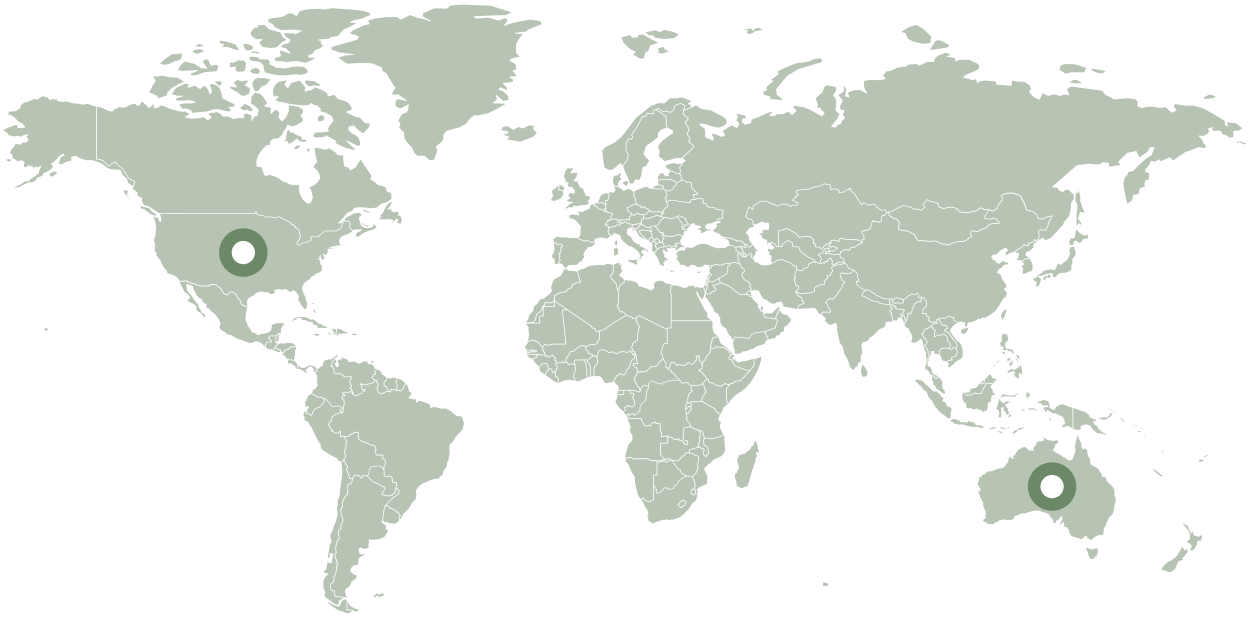
Sentiment



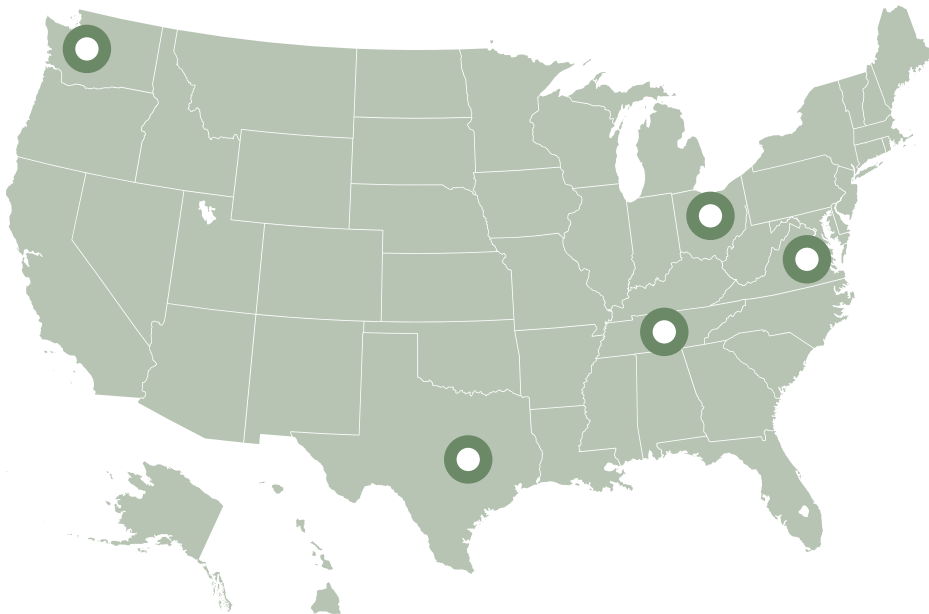
ANALYSIS | Tag: Inclement Weather Coverage over Feb 1, 2021 - Feb 24, 2021

Sentiment analysis is performed by measuring the tonality of the keywords seen in the headlines and bodies of each article.

Mentions by Location



United States: 96% (23 mentions)
Australia: 4% (1 mentions)



Texas: 14 mentions
Virginia: 2 mentions
Ohio: 1 mentions
Tennessee: 1 mentions
Washington: 1 mentions

ANALYSIS | Tag: Inclement Weather Coverage over Feb 1, 2021 - Feb 24, 2021

State coverage spike in: Texas, includes: [NBC 5 Today at 5:30](#) in KXAS-DAL (NBC)

Ad Equivalency

Total Ad Equivalency: **\$137,216**

Online News
\$132,225

Blogs
N/A

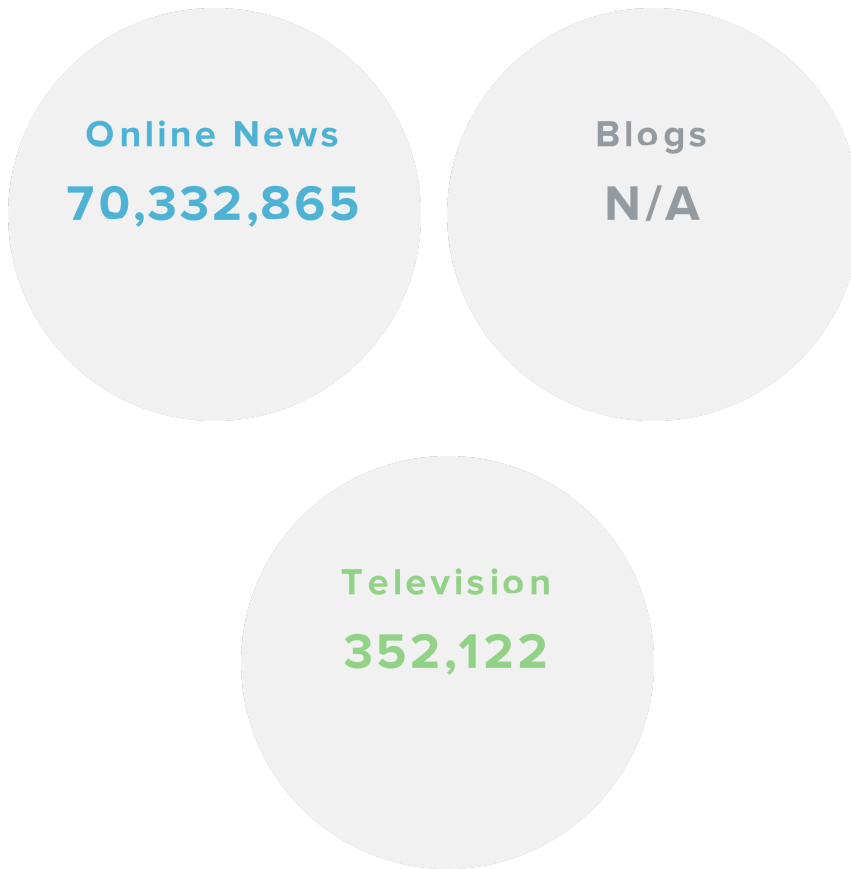
Television
\$4,991

ANALYSIS | Tag: Inclement Weather Coverage over Feb 1, 2021 - Feb 24, 2021

Ad Equivalency shows how much it would potentially cost to buy the total press coverage. It is calculated by multiplying the readership, potential viewership, and average ad cost.

Aggregate Readership

Aggregate Readership: **70,684,987**



Tag: Inclement Weather Coverage over Feb 1, 2021 - Feb 24, 2021

Average SEO Impact for 24 mentions

65

Tag: Inclement Weather Coverage over Feb 1, 2021 - Feb 24, 2021



DENTON COUNTY
TRANSPORTATION
AUTHORITY

Inclement Weather Coverage

[back to top](#)
24 Articles

WFAA-DAL (ABC)

News 8 Daybreak 6:00

Published **Feb 11, 2021** by **WFAA**

>>> The cold be sticking around for while, eric. L talk about that. But the precipitation has light, just enough to problems out there as see the pink radar in the hat is the freezing rain and it is l...

AVE	Viewership	Sentiment
\$837	69,756	Neutral

[View full article analysis](#)

WTOL 11



More warming stations, shelters open across North Texas

Published **Feb 12, 2021**

The National Weather Service is warning this could be a historic winter storm with extremely cold temperatures. Updated Wednesday with additional information. Doors are opening across North Texas as m...

AVE	Readership	Sentiment
\$220	116,955	Positive

[View full article analysis](#)

WFAA



More warming stations, shelters open across North Texas

Published **Feb 12, 2021**

The National Weather Service is warning this could be a historic winter storm with extremely cold temperatures. Author: Eline de Bruijn Published: 5:19 PM CST February 12, 2021 Updated: 11:34 AM CST F...

AVE	Readership	Sentiment
\$1,092	580,927	Positive

[View full article analysis](#)

www.localmemphis.com



More warming stations, shelters open across North Texas | localmemphis.com

Published **Feb 12, 2021**

More warming stations, shelters open across North Texas The National Weather Service is warning this could be a historic winter storm with extremely cold temperatures. Author: Eline de Bruijn Publishe...

AVE	Readership	Sentiment
\$113	60,185	Positive

[View full article analysis](#)

NBC 5 Dallas-Fort Worth



North Texas Public Transit Schedule Changes in Response to Severe Winter Weather

Published **Feb 13, 2021** by **logan mcelroy**

Public transit services across North Texas are making major changes to their schedules at least through Monday in response to the cold and snow in the area. DART DART is planning to suspend its light ...

AVE	Readership	Sentiment
\$2,205	1,172,864	Neutral

[View full article analysis](#)

The Cross Timbers Gazette



Major winter storm brings snow, bitter cold, and dangerous wind chills

Published **Feb 15, 2021**

The frigid weather in Denton County has prompted the National Weather Service to issue a wind chill advisory and hard freeze warning until noon Tuesday. Extremely cold temperatures will range from 3 b...

AVE	Readership	Sentiment
\$37	19,900	Neutral

[View full article analysis](#)

MSN



North Texas Public Transit Schedule Changes in Response to Severe Winter Weather

Published **Feb 15, 2021**

Public transit services across North Texas are making major changes to their schedules at least through Monday in response to the cold and snow in the area. DART DART is planning to suspend its light ...

AVE	Readership	Sentiment
\$127,845	68,002,601	Neutral

[View full article analysis](#)

www.telemundodallas.com



Cobertura continua: Condado Dallas emite declaración de desastre

Published **Feb 15, 2021** by **TELEMUNDO 39**

TEXAS - El norte de nuestro estado se ha visto afectado por múltiples situaciones debido al tiempo invernal (mira abajo de los avisos un resumen por hora de lo que ha ocurrido hasta el momento). Miles...

AVE	Readership	Sentiment
\$8	4,227	Neutral

[View full article analysis](#)

Community Impact Newspaper



Local services, government offices affected by severe weather in Tarrant, Denton counties

Published **Feb 15, 2021** by **Kira Lovell**

The governor issued a disaster declaration Feb. 12 to address the effects of the winter storm. (Courtesy Adobe Stock) Tarrant County announced online Feb. 15 that county government buildings will be c...

AVE	Readership	Sentiment
\$523	278,398	Neutral

[View full article analysis](#)

www.telemundo20.com



Cobertura continua: Distrito escolar de Fort Worth suspende más clases

Published **Feb 15, 2021** by **TELEMUNDO 39 • Hace 48 min**

TEXAS - El norte de nuestro estado se ha visto afectado por múltiples situaciones debido al tiempo invernal que trajo consigo temperaturas por debajo del punto de congelación, millones de personas sin...

AVE	Readership	Sentiment
\$45	23,696	Neutral

[View full article analysis](#)

Congressman Michael C. Burgess



Extreme Weather Update and Guidance

Published **Feb 16, 2021**

Dear Friends, The severe winter weather has brought more than snow, sleet, and freezing rain to North Texas. Millions of Texans are without power in these below freezing conditions and our state is now...

AVE	Readership	Sentiment
\$8	4,021	Positive

[View full article analysis](#)

www.telemundodallas.com



Cobertura continua: Condado Dallas emite declaración de desastre

Published **Feb 16, 2021**

TEXAS - El norte de nuestro estado se ha visto afectado por múltiples situaciones debido al tiempo invernal (mira abajo de los avisos un resumen por hora de lo que ha ocurrido hasta el momento). Miles...

AVE	Readership	Sentiment
\$8	4,179	Neutral

[View full article analysis](#)

Telemundo 48 El Paso



Cobertura continua: Gobernador de Texas pide investigar a ERCOT

Published **Feb 16, 2021** by **TELEMUNDO 39** • **Hace 28 min** • **Actualizado hace 4 min**

TEXAS - El norte de nuestro estado se ha visto afectado por múltiples situaciones debido al tiempo invernal (mira abajo de los avisos un resumen por hora de lo que ha ocurrido hasta el momento) . Mile...

AVE	Readership	Sentiment
\$6	3,424	Neutral

[View full article analysis](#)

Congressman Michael C. Burgess



Emergency Weather Update and Guidance

Published **Feb 17, 2021**

Dear Friends, It is upsetting that millions of Texans are about to enter their fourth day without power. Last night on a call with ERCOT, I join other Members of Congress in pressing for answers to ma...

AVE	Readership	Sentiment
\$8	4,021	Positive

[View full article analysis](#)

Telemundo 40



Cobertura continua: Gobernador de Texas pide investigar a ERCOT – Telemundo McAllen (40)

Published **Feb 17, 2021** by **Telemundo 39**

Navegación principal Buscar Búsqueda por: Local El tiempo Responde Videos Entretenimiento Coronavirus En Vivo Comparte Cerrar Tendencias Apagones Refugios por el frío Texas México Apoyando a nuestra c...

AVE	Readership	Sentiment
\$5	2,725	Neutral

[View full article analysis](#)

TelemundoSanAntonio



Cobertura continua: Piden racionar agua y electricidad en múltiples ciudades del Metroplex – Telemundo San Antonio (60)

Published **Feb 17, 2021** by **Telemundo 39**

Navegación principal Buscar Búsqueda por: Local El Tiempo Inmigración Videos
Coronavirus Entretenimiento En Vivo Comparte Cerrar Tendencias Vacunas en
SA Coronavirus en SA Texas Apoyando a nuestra com...

AVE	Readership	Sentiment
\$4	1,988	Neutral

[View full article analysis](#)

KXAS-DAL (NBC)

Today

Published **Feb 17, 2021** by **KXAS**

toward canton. You may have sleet mixing in as well. You see the pink and more of an ice storm down south of there. Temperatures are in the low 20s. Windchills are down in the teens, even single digit...

AVE	Viewership	Sentiment
\$1,236	79,902	Neutral

[View full article analysis](#)

KDFW-DAL (FOX)

Good Day at 4:30 AM

Published **Feb 18, 2021** by **KDFW**

today. Clouds break for sunshine 14 tonight 37 tomorrow mostly sunny skies 47 on saturday we start in the twenties in the morning. So it's the last morning sub freezing for a while. Yes, we could get ...

AVE	Viewership	Sentiment
\$463	29,220	Neutral

[View full article analysis](#)

KDFW-DAL (FOX)

Good Day at 5

Published **Feb 18, 2021** by **KDFW**

in the morning sun in the afternoon saturday gusty winds. 57 on sunday and noticed the freezing line of freezing temperatures. I don't think we're much below it any time for the next several days, 60 ...

AVE	Viewership	Sentiment
\$676	43,193	Neutral

[View full article analysis](#)

KRLD-AM (Radio)

Radio clip from KRLD-AM (Radio) - Feb 18, 2021

Published **Feb 18, 2021** by **KRLD**

a definite wanna watch your speed as you pass by West jealousies found 38 loop 12 while Walker just before live 12 there's an accident there was like a one-vehicle spinout glacier with this vehicle le...

AVE	Viewership	Sentiment
-	195,600	Neutral

[View full article analysis](#)

KDFW-DAL (FOX)

Good Day at 9am

Published **Feb 18, 2021** by **KDFW**

in many cases, I'm thankful state and that there is no shortage of generosity here in north texas, reporting live in dallas, I'm head of a top for good day. Thank you handle the owner of a houston fur...

AVE	Viewership	Sentiment
\$1,358	107,774	Neutral

[View full article analysis](#)

Railway Age



Texas: Transit Frozen Out of Service

Published **Feb 19, 2021** by **David Peter Alan**

Written by David Peter Alan , Contributing Editor DART shut LRT service down on Feb. 14. NBC-5 Dallas/Fort Worth photo Most of the rail transit in Texas fell under Old Man Winter's one-two punch of sn...

AVE	Readership	Sentiment
\$59	31,246	Neutral

[View full article analysis](#)

KXAS-DAL (NBC)

NBC 5 Today at 5:30

Published **Feb 22, 2021** by **KXAS**

major problems, tarrant county as well. The I do have alert for D.A.R.T. passengers red and orange lines are delayed because of some damage to the lines at walnut hill station. What you have to do to ...

AVE	Viewership	Sentiment
\$422	22,277	Neutral

[View full article analysis](#)

Tram and Light Rail News - Railpage Australia



Texas Transit: Once Frozen, Starts to Thaw (UPDATE)




Published **Feb 23, 2021**

Sponsored advertisementTrinity Railway Express (TRE), which runs trains between Dallas and Fort Worth, was the first provider in the area to come back, running a Saturday schedule on Feb. 18 and Feb. ...

AVE	Readership	Sentiment
\$40	21,500	Neutral

[View full article analysis](#)

February Inclement Weather

Facebook			
Post Date	People Reached	Total Engagements	Picture/Content
2/10/2021	480	21	<p>DCTA Denton County Transportation Authority (DCTA) Published by Sprout Social (1) · February 10 ·</p> <p>❄️ Winter Weather Alert ❄️ We're aware of the potential for severe weather in the forecast for the next few days and will monitor conditions. If the weather permits, we will operate service, but passengers should expect delays. If the weather worsens, we may suspend service for the safety of our passengers and operators. Learn more and stay up to date at DCTA.net/weather</p> <p>INCLEMENT WEATHER SERVICE UPDATES</p> <p></p> <p>Visit RideDCTA.net/weather to stay informed on all DCTA updates and information.</p>
2/11/2021	157	2	<p>DCTA Denton County Transportation Authority (DCTA) Published by Sprout Social (1) · February 11 ·</p> <p>Good morning, passengers! We're operating regular service at this time, but riders may still experience delays due to icy patches. We encourage passengers to sign up for Rider Alerts to stay in the know and visit dcta.net/weather for updates.</p> <p>INCLEMENT WEATHER SERVICE UPDATES</p> <p>DCTA.NET DCTA Inclement Weather Updates DCTA DCTA-Providing modern transportation options like rail (A-train) & bus...</p>
2/12/2021	196	4	<p>DCTA Denton County Transportation Authority (DCTA) Published by Sprout Social (1) · February 12 ·</p> <p>Happy #FunFactFriday! Did you know we have a blog with tips on how to #RideDCTA in the cold? Check it out as you prepare for the upcoming winter weather! https://bit.ly/39UcV6k</p> <p>Cold Weather Passenger Tips</p> <p>HOPONBOARD.BLOG.COM From the Riders: Cold Weather Transit Tips From the Riders - Cold Weather Transit Tips</p>
2/14/2021	375	8	<p>DCTA Denton County Transportation Authority (DCTA) Published by Sprout Social (1) · February 14 ·</p> <p>❄️ Weather Alert! ❄️ We are operating on a Saturday schedule on Monday, February 15 due to the weather. Passengers should visit our website to read the comprehensive service update: dcta.net/weather</p> <p>INCLEMENT WEATHER SERVICE UPDATES</p> <p></p> <p>Visit RideDCTA.net/weather to stay informed on all DCTA updates and information.</p>
2/15/2021	379	11	<p>DCTA Denton County Transportation Authority (DCTA) Published by Sprout Social (1) · February 15 ·</p> <p>Reminder! We are operating on a Saturday schedule today due to the weather. Passengers should visit our website to read the comprehensive service update: dcta.net/weather</p> <p>INCLEMENT WEATHER SERVICE UPDATES</p> <p></p> <p>Visit RideDCTA.net/weather to stay informed on all DCTA updates and information.</p>

2/15/2021

278

17



2/15/2021

667

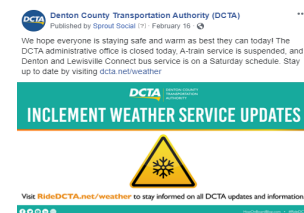
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2/16/2021

581

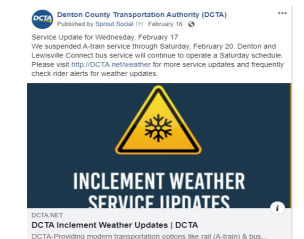
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2/16/2021

226

6



2/17/2021

727

59



2/18/2021

301

8



2/18/2021

445

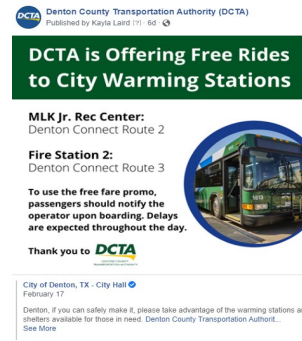
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2/18/2021

360

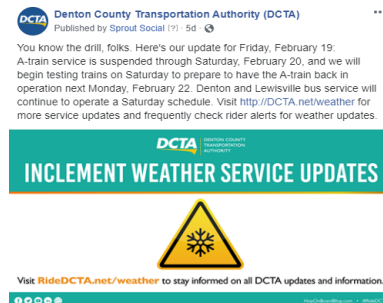
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2/19/2021

356

7



2/20/2021

278

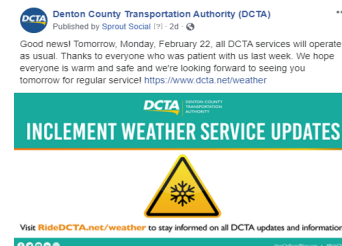
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2/21/2021

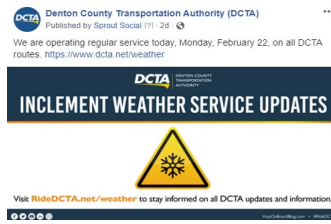
363

12



2/22/2021 223 4

TOTAL 6,392 275



Twitter			
Post Date	Impressions	Total Engagements	Picture Content

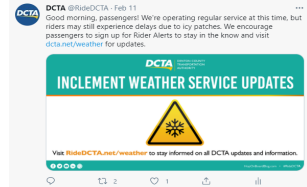
2/10/2021 1,397 44



2/10/2021 414 9



2/11/2021 825 12



2/12/2021 370 6



2/14/2021 4944 122



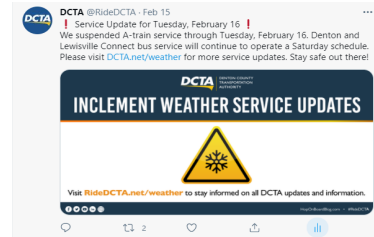
2/15/2021 399 8



2/15/2021 3384 67



2/15/2021 1178 28



2/16/2021 1684 23



2/16/2021 602 3



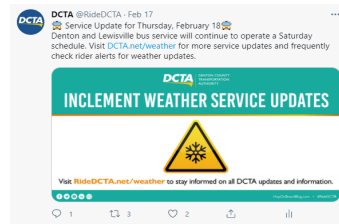
2/16/2021 1812 33



2/17/2021 1343 6



2/17/2021 1184 23



2/18/2021 886 14



2/18/2021 1827 33



2/20/2021 2231 34




2/21/2021 999 12



2/22/2021 600 10



TOTAL 26,079 487


**PrisonMike** @Jon_Moo
Mentioned @RideDCTA

Feb 15, 2021

@RideDCTA Hopefully it will stay suspended until we get above freezing temps and keep everyone safe.


View Thread

⋮ ❤️ 🛡️ ✓ 📌 ↶

**Rodney Billingsworth**
Commented on Denton County Transportation Authority (DCTA) Wall Post: Service Update for Tuesday, February 16... Feb 16, 2021


DART and TRE are suspended through Wednesday and you keep trying to open. Why? Shows how much you guys truly care about your passengers and employees.

⋮ 👍 🛡️ ✓ 📌 ↶


**Denton County Transportation Authority (DCTA)**

Feb 16, 2021


Hi Rodney! We evaluate the weather conditions frequently to ensure we are operating safely. The safety of our passengers and employees is very important to us. Our train service is suspended just like DART and we are running limited bus service just like DART. We do not take any of these decisions lightly. If you would like to speak further about this feel free to send us a PM or submit your concerns through GOREquest: <http://bit.ly/2v1z1xe>. Hope you're staying warm! -KL



GORequest | DCTA
DCTA-Providing modern transportation options like rail (A-train) & bus (Connect) for Denton & Lewisville TX, TWU, UNT & NCTC.


by Kayla L.

⋮ 👍 🛡️ ✓ 📌 ↶





**Rodney Billingsworth**


Feb 16, 2021

Denton County Transportation Authority (DCTA) It is supposed to snow all night, in Denton, and you are still trying to keep services open. Especially with the lack of power, a lot of businesses being closed because they actually care for the people the serve/employ and nobody is trying to get on the train with what's going on right now.


 **Rodney Billingsworth**
Commented on Denton County Transportation Authority (DCTA) Wall Post: "We hope everyone is staying safe and war..." Feb 16, 2021


The fact you guys are still operating while all the other transit operations have been mostly suspended through Wednesday is ridiculous.





...    


 **Denton County Transportation Authority (DCTA)** Feb 16, 2021

Hi Rodney. We are running limited service like the other transit agencies in the metroplex. We are operating safely and continue to reevaluate conditions. Essential employees still need to get to work and passengers still need their essential medical treatment so we will continue to operate until it is unsafe to do so. If you'd like to talk more about this feel free to send us a PM or contact us through GORquest. -KL <http://bit.ly/2v1z1xe>





 **GORquest | DCTA**
DCTA-Providing modern transportation options like rail (A-train) & bus (Connect) for Denton & Lewisville TX, TWU, UNT & NCTC.

 by Kayla L.

...    

 **Rodney Billingsworth** Feb 16, 2021

Denton County Transportation Authority (DCTA) but there's NO connection to get anywhere! The roads are not safe, power outages everywhere, but let's keep the busses and trains running.

...    

 **City of Lake Dallas** @CityLakeDallas 
Discovered via keyword "DCTA"

Feb 16, 2021 

The DCTA signals department has let us know that their system has not had power the last two days. They have disabled their crossings to prevent failures.

They will not have rail service until possibly Saturday. Hopefully we all get power back soon.
<https://t.co/zNVRvvLQeQ>



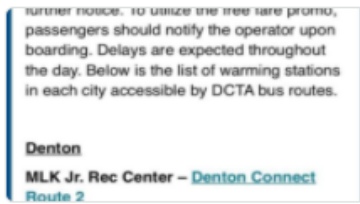
...     



Anastasia @luna_bane 2k+
Discovered via keyword "DCTA"

Feb 16, 2021

Super awesome news! DCTA will be providing free fare to anyone traveling to warming stations in Denton and Lewisville! Make sure to let the operator know you're headed to a warming center and you'll be set! Stay warm! <https://t.co/1Ak83Q94ip>



Tashara Takes Texas @TasharaParker 10k+
Mentioned @RideDCTA

Feb 17, 2021

This is how you do it! @RideDCTA offering FREE rides in #Denton County to warming stations. Please see details below and make arrangements as needed. @wfaa @News8Daybreak #lamup



Tashara Parker
Mentioned Denton County Transportation Authority (DCTA) in a Wall Post

Feb 17, 2021


This is how you do it! Denton County Transportation Authority (DCTA) offering FREE rides in #Denton County to warming stations. Please see details below and make arrangements as needed. WFAA News 8 Daybreak



Photos from Tashara Parker's post

View Thread





City Of Lewisville @LewisvilleTexas
2k+

Feb 17, 2021

Mentioned @RideDCTA

.@RideDCTA will not require fare for trips to warming stations until further notice. To utilize the free fare promo, passengers should notify the operator upon boarding. Delays are expected throughout the day.

View Thread

...



Elm Fork John Brown Gun Club @EFJBGC

Feb 17, 2021


Discovered via keyword "DCTA"

DENTON

Another demand met. No DCTA fares to warming centers. <https://t.co/pZXtxjaGOg>



...



City of Denton, TX - City Hall


Feb 17, 2021

Mentioned Denton County Transportation Authority (DCTA) in a Wall Post

Denton, if you can safely make it, please take advantage of the warming stations and shelters available for those in need. Denton County Transportation Authority (DCTA) is also now offering free rides to select stations.


North Lakes Rec Center has now extended hours through Friday Feb. 19, and also has a power room where residents can plug in medical devices.

For more information on DCTA transportation, visit <http://bit.ly/DCTAWarmingStations>



View Thread

...




City of Denton, TX @cityofdentontx
10k+


Feb 17, 2021

Mentioned @RideDCTA

@RideDCTA is also now offering free rides to select stations. For more information on DCTA transportation, visit bit.ly/DCTAWarmingSta...




...






 **Medical City Lewisville**
Mentioned Denton County Transportation Authority (DCTA) in a Wall Post Feb 17, 2021


Denton County Transportation Authority (DCTA) is offering free rides to warming centers. Just notify the operator upon boarding and you're good to go!

Learn more about the promo here: <http://bit.ly/3qyAHWM>









Tashara Parker
This is how you do it! Denton County Transportation Authority (DCTA) offering FREE rides in #Denton County to warming stations. Please see details below and make arrangements as...

[View Thread](#) ...     






 **Randy Bomer** @UNT_COE_Dean
Discovered via keyword "DCTA" 7 days ago


DCTA is providing free transportation (and pets are allowed; must be created or larger well behaved dogs on leash) to the MLK Jr. Rec Center & to Fire Station 2.
content.govdelivery.com/accounts/TXDCT...

...     






 **Christina Dearman** @ctdearman
Discovered via keyword "DCTA" 7 days ago

Also to know, DCTA is providing free transportation (and pets are allowed; must be created or larger well behaved dogs on leash) to the MLK Jr. Rec Center & to Fire Station 2.
content.govdelivery.com/accounts/TXDCT...

...     

 **Kristin Diaz** @KristinDiazTv
Mentioned @RideDCTA 7 days ago

@RideDCTA will be offering free rides to warming stations in #Lewisville and #Denton. If you are getting a ride to:
the MLK center, Fire Station 2, Music City Mall or the Salvation Army...Just notify your driver upon boarding.
Be aware of schedule delays.

...     

 **UNT College of Health and Public Service**
Mentioned Denton County Transportation Authority (DCTA) in a Wall Post 7 days ago

Hey, HPS Family... if you need to get warm and don't want to risk driving on these dangerous roads... consider Denton County Transportation Authority (DCTA). Stay safe out there!! We ❤️ you!



City of Denton, TX - City Hall
Denton, if you can safely make it, please take advantage of the warming stations and shelters available for those in need. Denton County Transportation Authority (DCTA) is also now...

[View Thread](#) ...     

 **Health Services of North Texas**
Mentioned Denton County Transportation Authority (DCTA) in a Wall Post 6 days ago

Denton County Transportation Authority (DCTA) and City of Denton, TX - City Hall are also making sure to follow strict COVID-19 social distancing guidelines to ensure everyone is safe while warming up!



City of Denton, TX - City Hall

Denton, if you can safely make it, please take advantage of the warming stations and shelters available for those in need. Denton County Transportation Authority (DCTA) is also now...

[View Thread](#)



 **Denton Parks and Rec**
Mentioned Denton County Transportation Authority (DCTA) in a Wall Post 5 days ago

Need water? They'll fill up any type of container you bring and will do so through 5 p.m. today or until residents stop coming. If you're a senior and you need help getting there- visit the Denton County Transportation Authority (DCTA) page or send us a private message. We'll do our best to help you find resources.

[dentonrc.com](#)



Organizers, business owners coordinate to distribute free water in Denton

As Denton residents remain under a 48-hour boil water notice, local business owners and residents have stepped up to donate free drinking water to community members in need.

[View Thread](#)




 **Deb Armintor** @debfordenton
Discovered via keyword "DCTA"

5 days ago

DCTA Offering Free Rides for Warming Center Trips | DCTA dcta.net/media-center/n...



 **UNT Transportation** @UNTtransit 2k+
Discovered via keyword "UNT Bus" 5 days ago


UPDATES:

+ UNT bus service resumes Sun. at 8 a.m. with the regularly-scheduled Mean Green Plus (Schedule below says Sat.; it resumes Sun.).

+ E-Ride and Motorist Assistance resume Sun. at 4 p.m....

[Show More](#)







**Tashara Takes Texas** @TasharaParker  10k+
Mentioned @RideDCTA

2 days ago

Update from @RideDCTA. They WILL resume normal services today. @wfaa @News8Daybreak #lamup

DCTA Service Updates for Monday February 22

County Transportation Authority (CTA) services will resume on Monday, February 22, including:
Denton and Lewisville Connect bus service, the Lewisville Downtown Denton Transit Center (DDTC) Evening On-Vue, North Texas Access Route 64, the University of North Texas Shuttle and Access services.



Board of Directors Memo

March 10, 2021

SUBJECT: Monthly Sales Tax Receipts

Background

Sales tax represents the single largest source of revenue for DCTA at 49.89% for the Fiscal Year 2021 budget. The annual sales tax budget for FY21 is \$26,624,124. Because of its importance in funding of DCTA's ongoing operations, the Board adopted a Budget Contingency Plan that outlines the Agency's response when declines in sales tax hit a specific target.

For the month of February, receipts were favorable compared to budget.

- Sales tax for sales generated in the month of December and received in February was \$3,356,939.
- This represents an increase of 58.00% or \$1,232,334 compared to budget for the month.
- Compared to the same month last year, sales tax receipts are \$165,225 or 5.18% higher.
- Member city collections for the month compared to prior year are as follows:
 - City of Lewisville up 11.27%
 - City of Denton down 1.92%
 - City of Highland Village down 3.47%

Previous Board Activity & Action

There has been no previous Board-level activity on this item.

Identified Need

Provides the Board of Directors a monthly status on Sales Tax collections.

Financial Impact

This item is included for informational purposes only; there is no financial impact associated with this informational item.

Recommendation

This item is presented for informational purposes only. No action is required.

Submitted By:



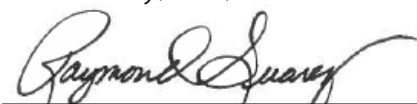
Amanda Riddle, Senior Manager of Budget

Final Review:



Marisa Perry, CPA, Chief Financial Officer/VP of Finance

Approval:



Raymond Suarez, Chief Executive Officer

DENTON COUNTY TRANSPORTATION AUTHORITY

SALES TAX REPORT
BUDGET TO ACTUAL AND PREVIOUS YEAR COMPARISON

Sales Generated in Month of:	Received in Month of:	2020-2021 Adopted Budget	2020-2021 Year Actual	Variance Actual to Original Budget	CY Actual to CY Original Budget % Variance ^(A)	2019-2020 Year Actual	Variance Actual to Prior Year	CY Actual to PY Actual % Variance
October	December	\$ 1,723,286	\$ 2,944,573	\$ 1,221,287	70.87%	\$ 2,329,419	\$ 615,154	26.41%
November	January	\$ 1,712,280	\$ 2,617,881	\$ 905,601	52.89%	\$ 2,188,220	\$ 429,661	19.64%
December	February	\$ 2,124,605	\$ 3,356,939	\$ 1,232,334	58.00%	\$ 3,191,714	\$ 165,225	5.18%
January	March	\$ 2,069,351				\$ 2,268,362		
February	April	\$ 2,022,897				\$ 2,114,448		
March	May	\$ 2,483,676				\$ 2,503,274		
April	June	\$ 2,492,462				\$ 2,185,555		
May	July	\$ 2,193,143				\$ 2,400,743		
June	August	\$ 2,586,198				\$ 2,819,430		
July	September	\$ 2,183,351				\$ 2,412,772		
August	October	\$ 2,399,699				\$ 2,511,707		
September	November	\$ 2,633,176				\$ 2,910,752		
YTD TOTAL		\$ 5,560,171	\$ 8,919,393	\$ 3,359,222	60.42%	\$ 7,709,353	\$ 1,210,040	15.70%
FISCAL YEAR TOTAL		\$ 26,624,124				\$ 29,836,396		

^(A) Formula: YTD Variance Actual to Original Budget / YTD Original Budget

Sources: Texas Comptroller of Public Accounts and DCTA Finance Department

Prepared By: Denton County Transportation Authority Finance Department

February 11, 2021

DENTON COUNTY TRANSPORTATION AUTHORITY

MEMBER CITIES SALES TAX REPORT
 MONTH ALLOCATION IS RECEIVED FROM COMPTROLLER
 PREVIOUS YEAR COMPARISON

CITY OF LEWISVILLE						CITY OF HIGHLAND VILLAGE					
Sales Generated in Month of:	Received in Month of:	2019-2020 Year Actual	2020-2021 Year Actual	Variance Actual to Prior Year	CY Actual to PY Actual % Variance	Sales Generated in Month of:	Received in Month of:	2019-2020 Year Actual	2020-2021 Year Actual	Variance Actual to Prior Year	CY Actual to PY Actual % Variance
October	December	\$ 3,282,870	\$ 3,348,633	\$ 65,763	2.00%	October	December	\$ 357,488	\$ 341,390	\$ (16,099)	-4.50%
November	January	\$ 2,904,782	\$ 3,755,579	\$ 850,797	29.29%	November	January	\$ 356,224	\$ 354,573	\$ (1,651)	-0.46%
December	February	\$ 4,407,090	\$ 4,903,701	\$ 496,610	11.27%	December	February	\$ 521,121	\$ 503,020	\$ (18,101)	-3.47%
January	March	\$ 3,148,942				January	March	\$ 338,734			
February	April	\$ 2,987,194				February	April	\$ 262,811			
March	May	\$ 3,733,423				March	May	\$ 322,245			
April	June	\$ 3,294,690				April	June	\$ 267,280			
May	July	\$ 3,399,328				May	July	\$ 311,278			
June	August	\$ 4,039,429				June	August	\$ 394,759			
July	September	\$ 3,032,247				July	September	\$ 303,996			
August	October	\$ 3,509,227				August	October	\$ 304,285			
September	November	\$ 4,164,883				September	November	\$ 404,670			
YTD TOTAL		\$ 10,594,742	\$ 12,007,912	\$ 1,413,170	13.34%	YTD TOTAL		\$ 1,234,833	\$ 1,198,982	\$ (35,850)	-2.90%
FISCAL YEAR TOTAL		\$ 41,904,104				FISCAL YEAR TOTAL		\$ 4,144,890			

CITY OF DENTON					
Sales Generated in Month of:	Received in Month of:	2019-2020 Year Actual	2020-2021 Year Actual	Variance Actual to Prior Year	CY Actual to PY Actual % Variance
October	December	\$ 2,887,178	\$ 3,174,573	\$ 287,396	9.95%
November	January	\$ 2,911,334	\$ 3,050,388	\$ 139,054	4.78%
December	February	\$ 4,230,616	\$ 4,149,443	\$ (81,173)	-1.92%
January	March	\$ 2,902,937			
February	April	\$ 2,571,667			
March	May	\$ 3,061,108			
April	June	\$ 2,521,781			
May	July	\$ 2,878,630			
June	August	\$ 3,555,689			
July	September	\$ 2,999,523			
August	October	\$ 3,167,204			
September	November	\$ 3,710,560			
YTD TOTAL		\$ 10,029,127	\$ 10,374,404	\$ 345,277	3.44%
FISCAL YEAR TOTAL		\$ 37,398,228			

Sources: Texas Comptroller of Public Accounts and DCTA Finance Department
 Prepared By: Denton County Transportation Authority Finance Department
 February 11, 2021

ALL TRANSIT AGENCIES
MONTHLY SALES AND USE TAX COMPARISON SUMMARY

Transit Agency	Current Rate	Net Payment This Period	Comparable Payment Prior Year	% Change	Payments YTD (Calendar)	Prior Year Payments YTD (Calendar)	% Change
Austin MTA	1.00%	\$ 27,126,929	\$ 28,224,389	-3.88%	\$ 48,349,069	\$ 49,749,081	-2.81%
Corpus Christi MTA	0.50%	\$ 3,328,096	\$ 2,421,928	37.41%	\$ 5,944,715	\$ 5,005,923	18.75%
Dallas MTA	1.00%	\$ 67,587,453	\$ 68,668,102	-1.57%	\$ 116,855,512	\$ 119,871,304	-2.51%
Denton CTA	0.50%	\$ 3,356,939	\$ 3,191,714	5.17%	\$ 5,974,820	\$ 5,379,934	11.05%
El Paso CTD	0.50%	\$ 5,417,102	\$ 5,479,310	-1.13%	\$ 9,402,977	\$ 9,404,480	-0.01%
Fort Worth MTA	0.50%	\$ 8,731,284	\$ 8,745,093	-0.15%	\$ 15,684,748	\$ 15,121,374	3.72%
Houston MTA	1.00%	\$ 82,068,522	\$ 84,843,710	-3.27%	\$ 143,220,301	\$ 147,398,481	-2.83%
Laredo CTD	0.25%	\$ 914,595	\$ 924,487	-1.06%	\$ 1,614,356	\$ 1,653,448	-2.36%
San Antonio ATD	0.25%	\$ 7,857,954	\$ 7,686,347	2.23%	\$ 13,608,653	\$ 13,336,781	2.03%
San Antonio MTA	0.50%	\$ 17,421,898	\$ 17,100,899	1.87%	\$ 30,166,975	\$ 29,606,292	1.89%
TOTALS		\$ 223,810,773	\$ 227,285,978	-1.53%	\$ 390,822,125	\$ 396,527,098	-1.44%

Sources: Texas Comptroller of Public Accounts and DCTA Finance Department
Prepared By: Denton County Transportation Authority Finance Department
February 11, 2021

Board of Directors Memo

March 10, 2021

SUBJECT: Monthly Mobility-as-a-Service Update

Background

A Request for Proposals (RFP) was released on January 16, 2019 for Mobility as a Service (MaaS). Firms were invited to submit proposals (for both federal and non-federal funding project categories) to provide innovative mobility service to DCTA member cities, contract communities, partner organizations, as well as large employment centers and other areas as the need arises. On March 12, 2019, DCTA received thirty-seven (37) proposals in response to the RFP. Thirty-three (33) proposals were deemed responsive and were evaluated by the evaluation team. The evaluation team rejected two proposals that scored less than seventy (70) points and recommended award to thirty-one (31) firms. The Board of Directors approved the award of Mobility-as-a-Service to thirty-one firms and reduced the total annual contract value of \$2,400,000 to \$75,000 for all task orders issued under the master on-call contracts. One of the recommended firms will not execute a contract due to business operational changes; therefore, thirty (30) firms remain eligible for contract execution. As requested by the Board of Directors, staff is providing a monthly update on all Mobility-as-a-Service commitments, activities and expenses.

To date, the following twenty-six contracts have been fully executed:

- | | | |
|-----------------------------|----------------------------|---|
| • AJL International | • Irving Holdings | • RideCo |
| • Bird Rides | • Iteris | • Rideshark Corporation |
| • Bubbl Investments, LLC. | • Kapsch | • River North (Via) |
| • Dashboard Story dba DUET | • Lyft | • Roundtrip |
| • DemandTrans Solutions | • Moovel | • Routematch |
| • DoubleMap | • Moovit | • Spare Labs, Inc. |
| • Downtowner Holdings, LLC. | • MV Transportation | • Spare Labs, Inc. (with First Transit) |
| • First Transit | • Muve: Quebec, Inc. | • Transdev North America |
| • Ford Smart Mobility, LLC. | • Quebec, Inc. dba Transit | |

The remaining four contracts, all with software companies (Passport, SeatsX, Token Transit and Transloc), have been placed on hold until a need arises to enter into a contract for software.

Previous Board Activity & Action

Task Order #1 Lewisville Lakeway Zone and Denton Evening Zone was issued to Spare Labs, Inc. for Platform-as-a Service (Spare Platform). The task order was approved for award at the June Board meeting and was issued on 6/30/2020 for a not-to-exceed amount of \$50,000 per year with an initial term of two years and one two-year option to extend (total of 4 years).

Task Order #2 On-Demand Services in Member Cities and Contracted Cities was discussed at the June Board meeting and was presented at the September Board meeting to authorize negotiations with two firms. January 2021, the Board approved and authorized staff to enter into a Task Order with River North (Via) to move forward with the recommendations and implementation of an On-Demand Service plan. Staff is working with Via to finalize the Task Order.

Identified Need

Provides the Board of Directors a monthly status on Mobility-as-a-Service contracts

Financial Impact

This item is included for informational purposes only; there is no financial impact associated with this item.

Recommendation

For information only. No action required

Exhibits

N/A

Submitted By: 
Athena Forrester, AVP of Regulatory Compliance

Final Review: 
Marisa Perry, CPA, CFO/VP of Finance

Approval: 
Raymond Suarez, CEO

Board of Directors Memo**March 10, 2021****SUBJECT:** Budget Information**Background**

The DCTA budget process begins in the March/April timeframe for staff. It is important to set the upcoming deadlines in order for staff to anticipate and properly prepare for the budget workshops and presentations with the Board. The proposed FY22 budget calendar is attached for Board review.

There were no budget transfers completed in the month of January to report.

Previous Board Activity & Action

There has been no previous Board activity for this item.

Identified Need

Provides the Board of Directors a monthly status on budget related items.

Financial Impact

There is no financial impact associated with this item.

Recommendation

This item is presented for informational purposes only. No action is required.

Exhibits

Exhibit 3.1: Proposed FY22 Budget Calendar

Submitted By:



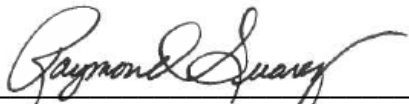
Amanda Riddle, Senior Manager of Budget

Final Review:



Marisa Perry, CPA, Chief Financial Officer/VP of Finance

Approval:



Raymond Suarez, Chief Executive Officer

FY2022 BUDGET CALENDAR

April '21						
Su	M	Tu	W	Th	F	Sa
				1	2	3
4	5	6	7	8	9	10
11	12	13	14	15	16	17
18	19	20	NTMC B	DCTA B	23	24
25	26	27	28	29	30	

April 9: FY22 Goals/Objectives Due (Staff)

May '21						
Su	M	Tu	W	Th	F	Sa
						1
2	3	4	5	6	7	8
9	10	11	12	13	14	15
16	17	18	19	20	21	22
23	24	25	NTMC B	DCTA B	28	29
30	H					

May 7: FY22 Budget Projections Due (Staff)

Revenues, Operating & Capital

May 17-21: FY22 Budget Reviews (Staff)

June '21						
Su	M	Tu	W	Th	F	Sa
		1	2	3	4	5
6	7	8	9	10	11	12
13	14	15	16	DCTA B	18	19
20	21	22	NTMC B	DCTA B	25	26
27	28	29	30			

June 7: FY22 Budget Detail to Board (Email)

June 17: Budget Workshop with DCTA Board

June 23: Budget Workshop with NTMC Board

July '21						
Su	M	Tu	W	Th	F	Sa
				1	2	3
4	H	6	7	8	9	10
11	12	13	14	15	16	17
18	19	20	NTMC B	DCTA B	23	24
25	26	27	28	29	30	31

July 21: NTMC Budget Workshop Part II

*If needed

July 22: DCTA Budget Workshop Part II (9-10am)

*If needed; prior to Board Mtg

August '21						
Su	M	Tu	W	Th	F	Sa
1	2	3	4	5	6	7
8	9	10	11	12	13	14
15	16	17	18	19	20	21
22	23	24	NTMC B	DCTA B	27	28
29	30	31				

August 25: NTMC BOD FY22 Budget Presentation

August 26: DCTA BOD FY22 Budget Presentation
& Public Hearing

September '21						
Su	M	Tu	W	Th	F	Sa
			1	2	3	4
5	H	7	8	9	10	11
12	13	14	15	16	17	18
19	20	21	22	DCTA B	NTMC B	25
26	27	28	29	30		

Sept 23: DCTA BOD FY22 Budget Adoption

Sept 24: NTMC BOD FY22 Budget Adoption

October '21						
Su	M	Tu	W	Th	F	Sa
					1	2
3	4	5	6	7	8	9
10	11	12	13	14	15	16
17	18	19	20	21	22	23
24	25	26	NTMC B	DCTA B	29	30
31						

October 15: FY21 Performance Measure
Results Due (Staff)

November '21						
Su	M	Tu	W	Th	F	Sa
	1	2	3	4	5	6
7	8	9	NTMC B	DCTA B	12	13
14	15	16	17	18	19	20
21	22	23	24	H	H	27
28	29	30				

Nov 8: FY22 Budget Document to Graphic Designer

December '21						
Su	M	Tu	W	Th	F	Sa
			1	2	3	4
5	6	7	NTMC B	DCTA B	10	11
12	13	14	15	16	17	18
19	20	21	22	23	H	25
26	27	28	29	30	31	

Dec 17: GFOA Budget Award Submission Deadline

H	DCTA Holidays
B	Board of Director Meetings
	Budget Reviews (Staff)

	Budget Materials Due (Staff)
	Budget Workshop with Board
	Budget Document Design & Award Submission Deadlines

Board of Directors Memo

February 25, 2021

SUBJECT: Ridership Trend Report

Background

Beginning in March 2020, DCTA staff began a series of special COVID-related ridership tabulations to gain a better understanding of the ridership impacts associated with the pandemic and ensuing service changes. Exhibits 1-4 provide an overview of total monthly ridership trends across all DCTA services--comparing FY19 against FY20 and FY21 with associated COVID impacts.

The return of students to UNT yielded significantly increased January bus ridership by approximately 63 percent from December.

January A-train passenger boardings also increased during the same period growing by approximately 9 percent during the same period.

Unlinked Passenger Trips

Mode	2020					2021	Aug-Jan	Dec-Jan
	August	September	October	November	December	January	% Change	% Change
Bus	30,109	54,773	54,725	42,194	18,149	44,920	49.2%	63.4%
A-train	7,431	8,206	9,018	7,819	7,564	8,279	11.4%	9.1%
Access	1,245	1,229	1,214	1,041	1,166	1,148	-7.8%	-1.7%
On-Demand	731	663	707	640	584	552	-24.5%	-5.0%

S:\STRATEGIC PLANNING\ServicePlaningSupport\Trend Analysis\[FY19_FY20_FY21_Compare021021.xlsx]Lines

Average monthly A-train passenger trips during the March 2020- January 2021 COVID-impacted months are approximately 73 percent less than prior pre-COVID monthly averages. Exhibit 5 shows A-train ridership trends before and during the COVID-19 pandemic.

	Average Monthly Boardings	% Change
Average Monthly A-train Ridership Pre-COVID (March '19-December '19)	32,340	
Average Monthly A-train Ridership (March '20-January '21)	8,375	-74.1%

S:\STRATEGIC PLANNING\COVID19\RidershipImpacts\[A-trainCOVIDTrend_021021.xlsx]Sheet1



Exhibits

Exhibit 1: FY19, FY20, & FY21 Total Monthly Ridership – Rail

Exhibit 2: FY19, FY20, & FY21 Total Monthly Ridership – Bus

Exhibit 3: FY19, FY20, & FY21 Total Monthly Ridership – Access

Exhibit 4: FY19, FY20, & FY21 Total Monthly Ridership – On-Demand

Exhibit 5: A-train Ridership Pre- and During COVID-19 Comparison

A handwritten signature in black ink, appearing to read "Tim", written over a horizontal line.

Submitted By: _____
Tim Palermo, Planning & Data Analytics Manager

A handwritten signature in blue ink, appearing to read "Troy", written over a horizontal line.

Final Review (Bus): _____
Troy Raley, Senior Director of Mobility Services

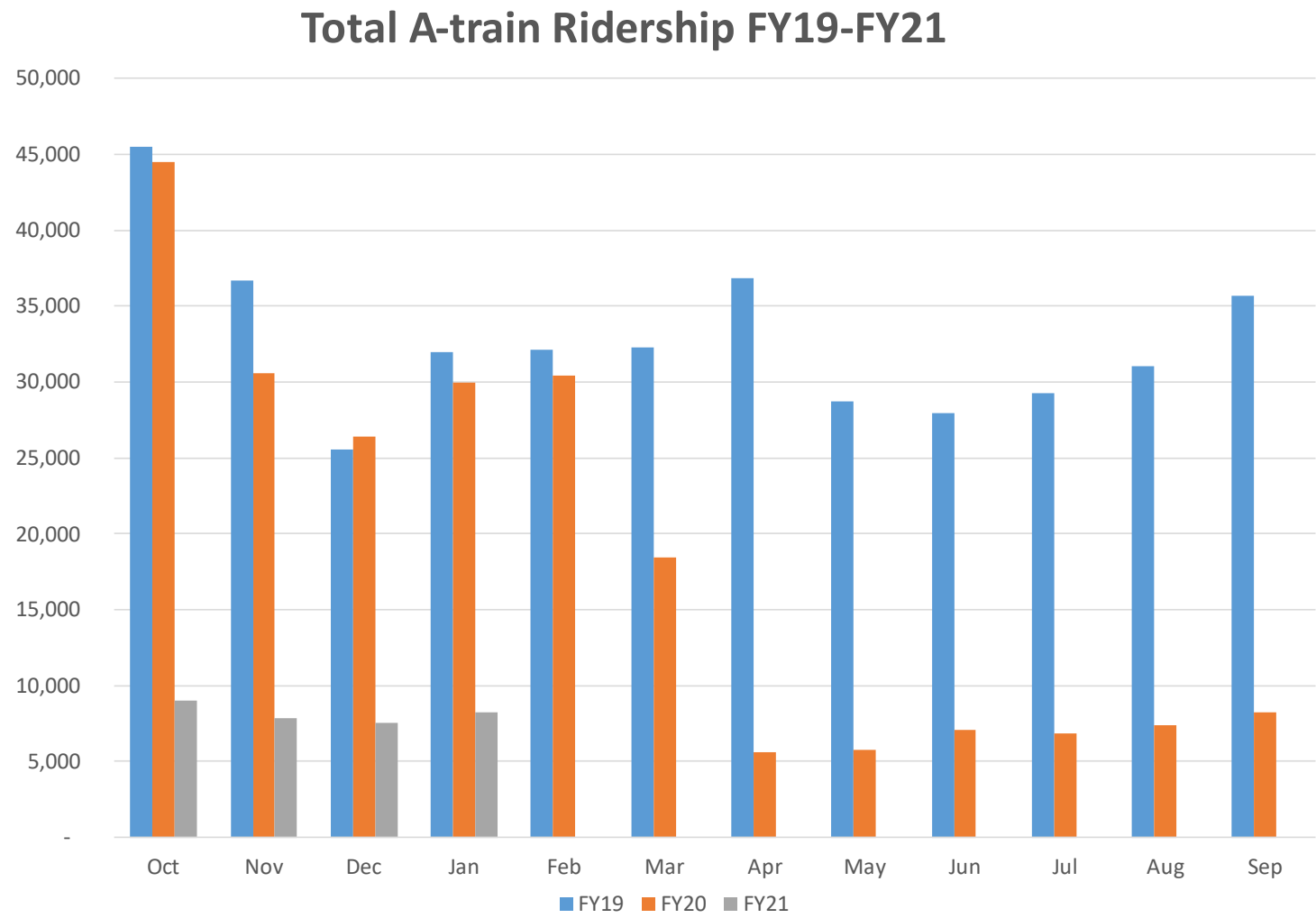
A handwritten signature in black ink, appearing to read "Nicole Recker", written over a horizontal line.

Approval (Bus): _____
Nicole Recker, Vice President of Mobility Services & Administration

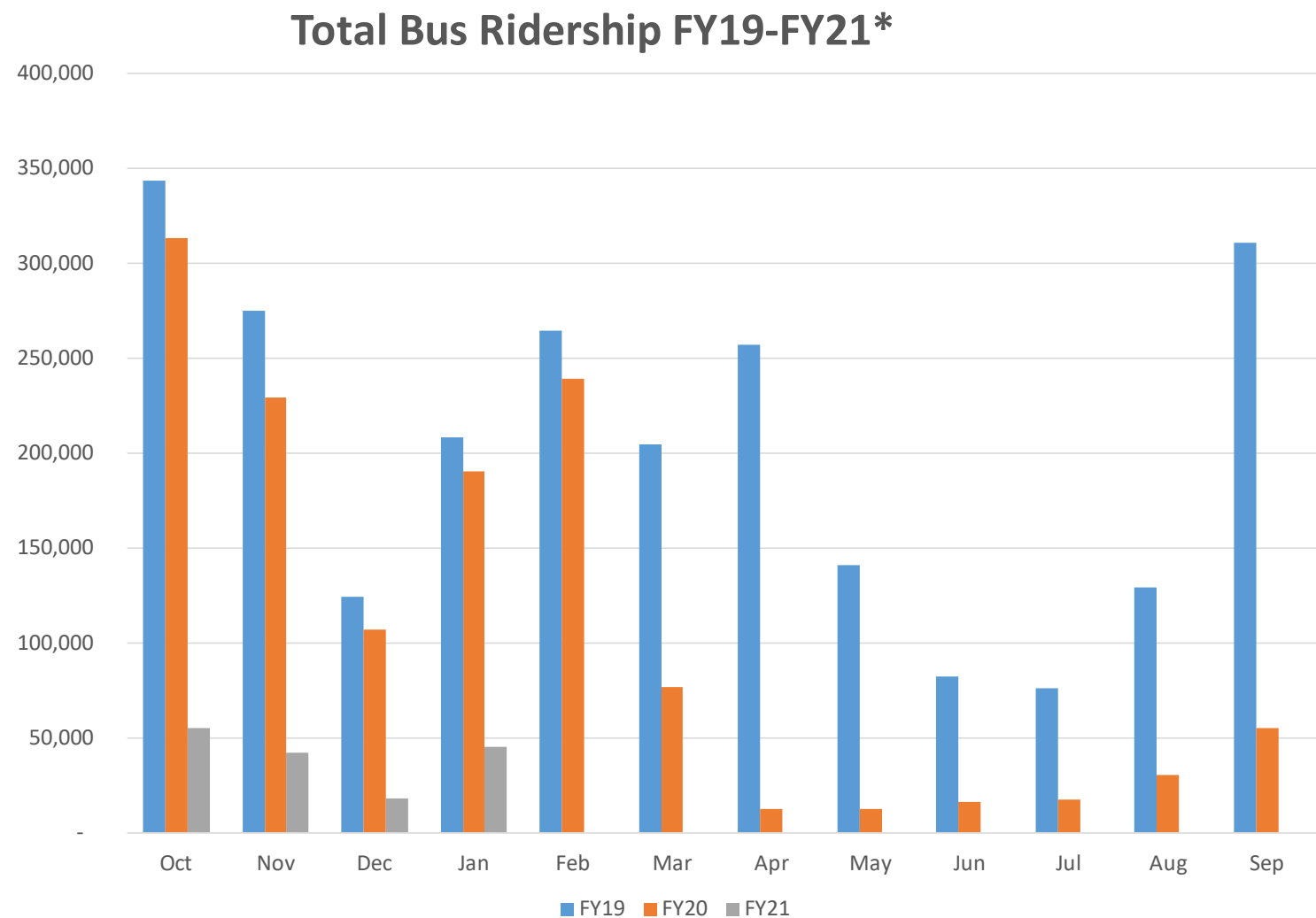
A handwritten signature in blue ink, appearing to read "Kristina Holcomb", written over a horizontal line.

Approval (Rail): _____
Kristina Holcomb, Deputy CEO

FY19-FY21 Total Monthly Ridership – A-train

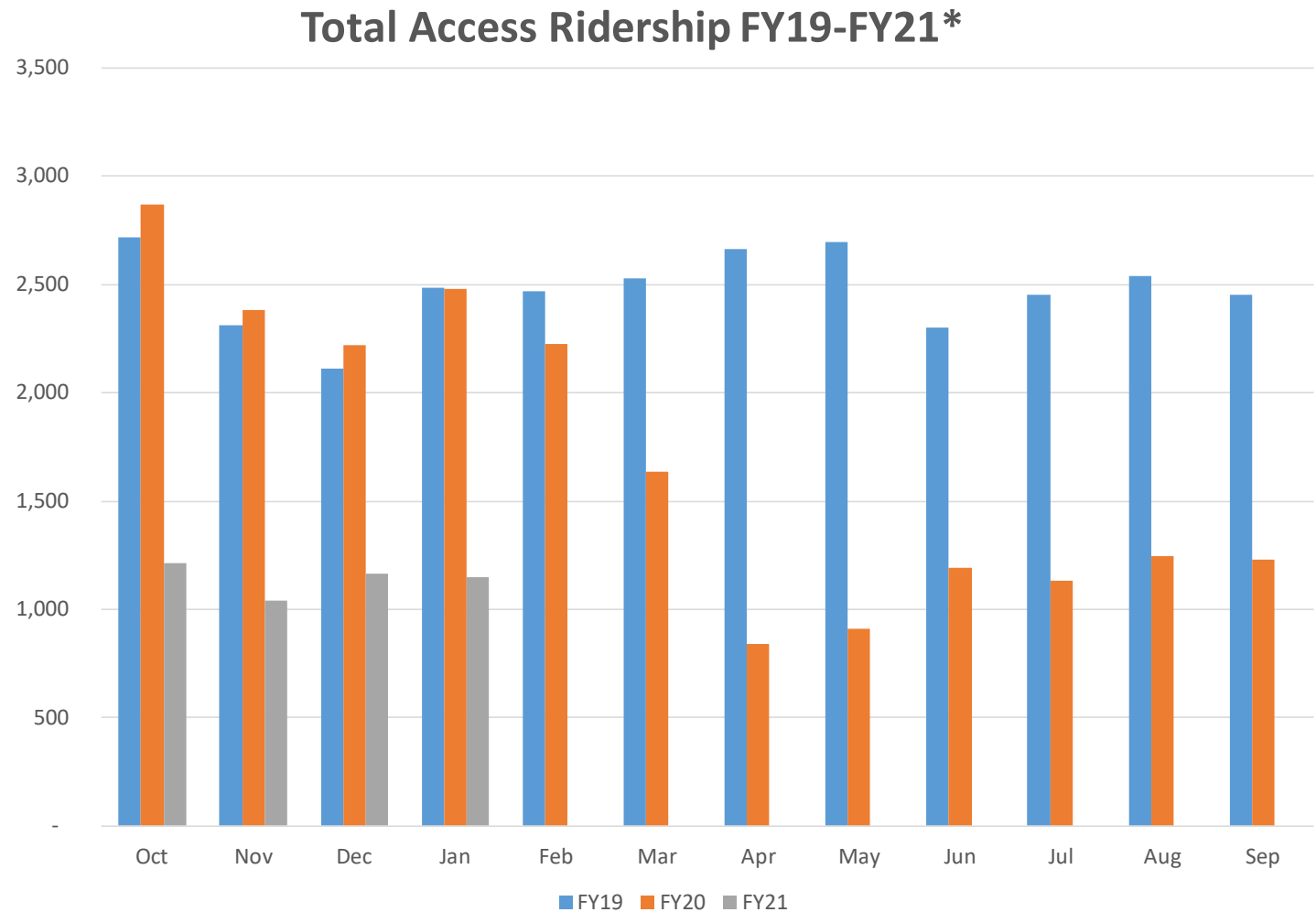


FY19-FY21 Total Monthly Ridership – Bus



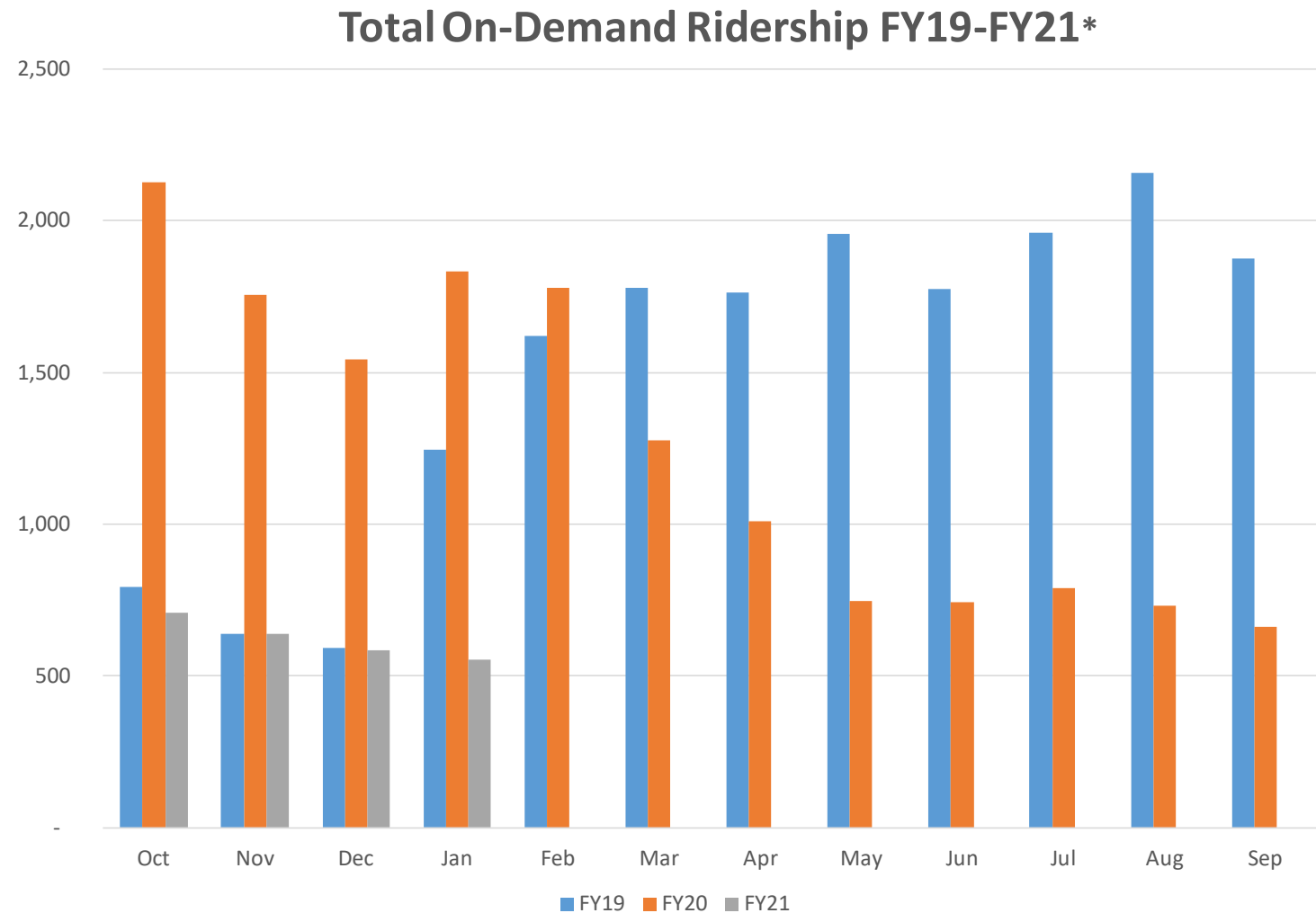
*UNT, NCTC, Denton, Lewisville, and Highland Village Connect Service.

FY19-FY21 Total Monthly Ridership – Access



*ADA & Non-ADA Service in Denton, Lewisville & Highland Village

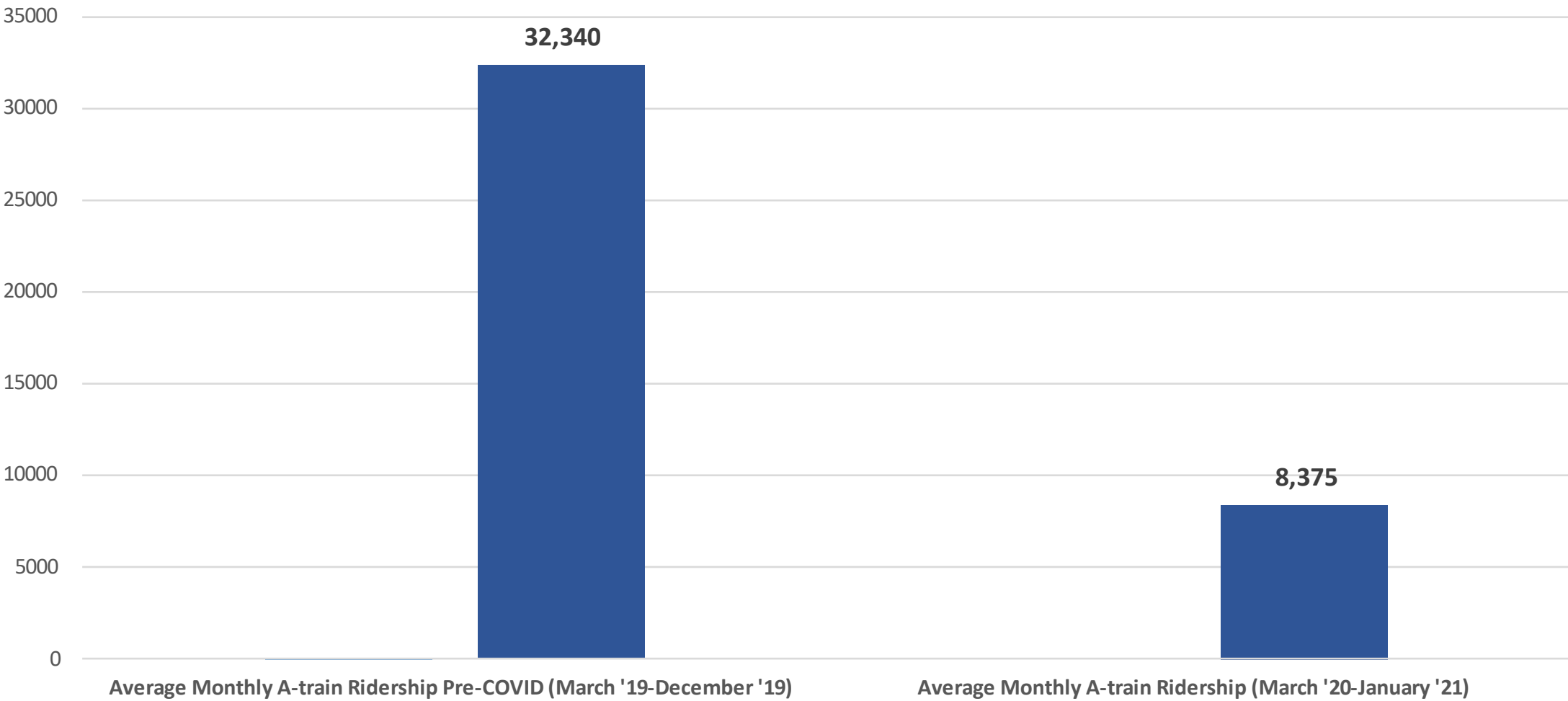
FY19-FY21 Total Monthly Ridership – On-Demand



*Frisco, Collin County Transit and Zoned Service In Denton & Highland Village

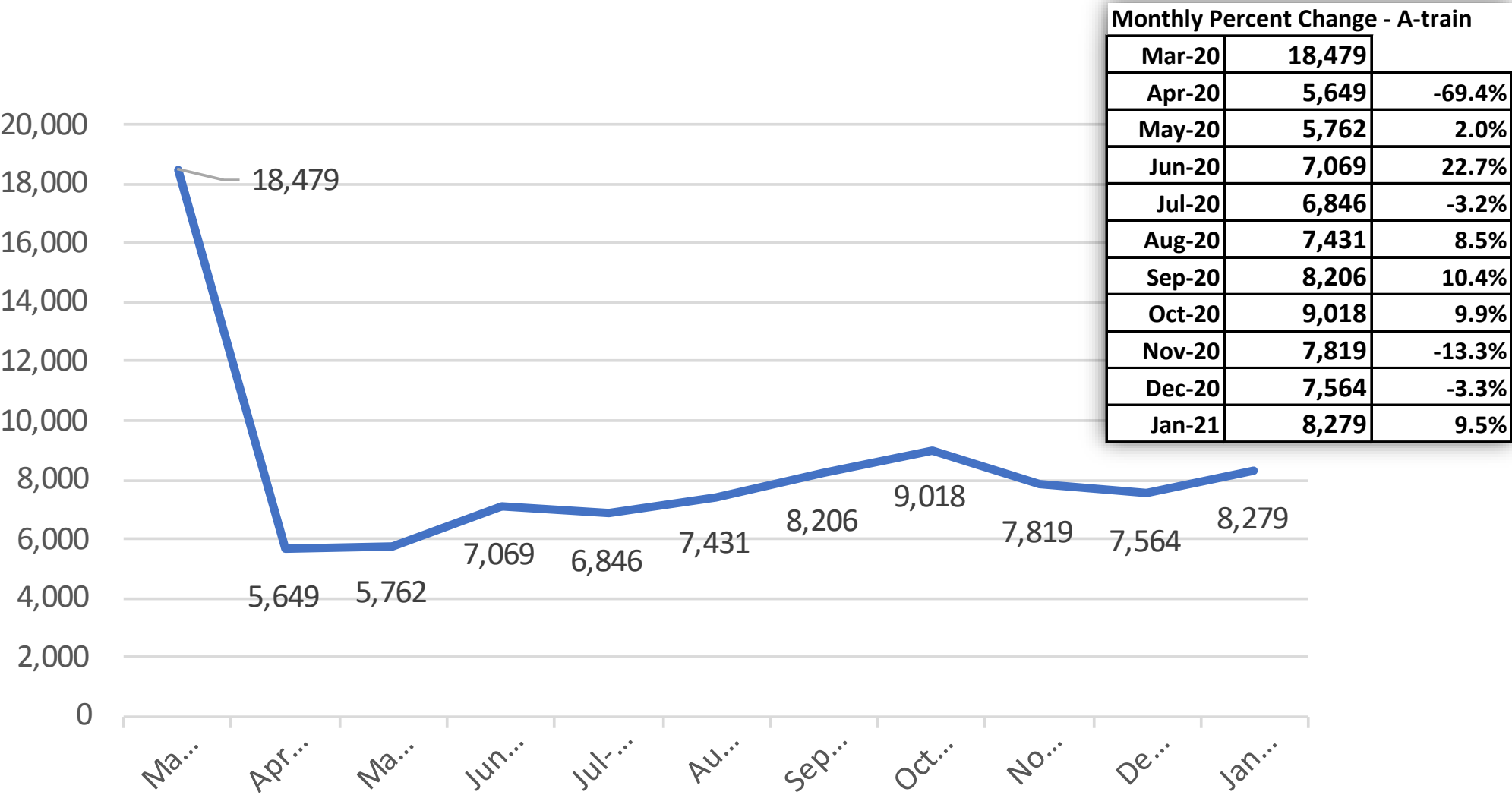


Pre-COVID Average Monthly A-train Ridership and Current Average





Monthly A-train Ridership Trend: March 2020- January 2021



Board of Directors Memo

March 10, 2021

SUBJECT: Upcoming Brand Ambassador Services

Background

A brand ambassador staffing agency (“guerilla marketing”) is used to assist in the execution of critical marketing and communications community initiatives. Brand ambassadors are utilized to assist with community outreach efforts such as survey distribution, event booth staffing, table-topping, street team deployments, etc. The support of brand ambassadors allows DCTA’s core community outreach team to remain small while enabling the team to staff same-day or lengthy-day activations.

The previous contract for brand ambassador services was in place from January 5, 2016 through January 4, 2021. Staff allowed the existing contract to lapse due to the impacts of COVID-19 on community outreach opportunities.

A request for proposals was released on January 14, 2021 on Bid Sync for Brand Ambassador Staffing Services. Staff received one proposal on February 11, 2021. The proposal is still being evaluated by staff to ensure agency experience, staffing capabilities, staff maintenance software, reporting, and price. Staff plans to bring a final recommendation to the board at the April 22, 2021 board meeting for formal action.

Identified Need

Staff has identified the need for brand ambassadors to support several initiatives over the last few months. Three pending opportunities include:

- Texas Motor Speedway Shuttles for COVID Vaccines
- MaaS Public Involvement Deployments
- MaaS Launch Communications

It is paramount to establish an on-call contract for brand ambassador services at this time to ensure support is available for future initiatives.

Prior Board Discussion

- December 2015 – Award of contract to the previous provider

Financial Impact

Staff is recommending a contract term of three (3) years with two (2) additional option years. The total cost of services within the first two years is not to exceed \$90,000. Funding for this contract is included in the FY ’21 budget and will be budgeted appropriately in all out years.

Recommendation

This is an informational item only. Staff will seek Board approval to execute a contract with the best qualified firm for Brand Ambassador Staffing services at the April 2021 Board Meeting.



Exhibits

Exhibit 1: Brand Ambassador Services Scope of Work

Submitted By:

A handwritten signature in blue ink that reads "Mary Worthington".

Mary Worthington, Community Relations Manager

Final Review:

A handwritten signature in black ink that reads "Nicole Recker".

Nicole Recker, VP of Mobility Services and Administration

SCOPE OF WORK, TERMS AND CONDITIONS

1. CONTRACT

Submission of a proposal constitutes an offer to perform the work specified and to be bound by the terms contained or referenced herein. Upon acceptance of the offer, and upon award of the Contract to the successful offeror (if any), this procurement solicitation document (entitled "Request for Proposal") together with the completed and executed forms required herein, and all attachments hereto, together with the contract shall collectively constitute the Contract documents.

2. CONTRACT TERM

The initial term of the contract shall be for three (3) years with the option to renew for two (2) additional one (1) year terms. The intent is for the contract to begin no later than April 1, 2021.

3. BACKGROUND

About Denton County Transportation Authority The Denton County Transportation Authority (DCTA) is committed to improving mobility, air quality, economic development and livability in the communities it serves. In collaboration with diverse stakeholders and partners, DCTA is a leader in advancing mobility initiatives to serve the ever-changing transit needs of riders. Formed in 2002 and funded in 2003, DCTA serves Denton, Collin and Tarrant County with a total of 22 fixed bus routes, 21-mile A-train commuter rail line, on-demand, paratransit and additional services. DCTA serves nearly 3 million passengers each year with connections to the Dallas Area Rapid Transit (DART) Green Line. To learn more about how DCTA is shaping the future of North Texas, visit RideDCTA.net.

- 4. SCOPE OF SERVICES:** The Denton County Transportation Authority (DCTA) is seeking a guerilla staffing agency to assist in the execution of community outreach, marketing and communications campaigns. The qualified agency should be able to provide skilled street teams and present successful campaign execution, skilled reporting, top-notch brand ambassadors, and fair-market pricing.

5. STAFFING RESPONSIBILITIES:

1. Staffing agency is responsible for all administrative duties regarding brand ambassador management, brand ambassador coordination, training and communication. Back-up brand ambassadors should always be provided.
2. Staffing agency will enforce DCTA's code of conduct, on-time performance and dress code as well as coordinating all necessary brand ambassador breaks in accordance with local labor laws. Staffing agency must have the ability to hire/fire brand ambassadors, staffing the activation, as needed.
3. All brand ambassadors will be held to a high standard while representing the DCTA brand. Brand ambassadors must stick to activation activities planned and included in the activation detail.
4. Brand ambassadors should always adhere to all applicable requirements, even when on break or at lunch.

6. STAFFING REQUIREMENTS

1. DCTA is seeking a guerilla staffing agency that can provide brand ambassador staffing that meets or exceeds the following criteria.
2. Minimum of two (2) brand ambassadors or the number required in each of the event details to support DCTA staff on site; DCTA staff to act as manager.
3. Experience
 1. Staff and logistics management, activation set-up, and teardown
 2. Management of brand ambassador's staff on site
 3. Troubleshooting experience, as necessary
 4. Experience with proper photo documentation and comprehensive reporting
 5. Management of promotional inventory, activation supplies, and any other items required
 6. Acting a positive brand steward
 7. Proactive, quick thinking and the ability to troubleshoot operational issues
 8. Highly organized and detail oriented
 9. Highly engaging
4. Code of Conduct: See Attachment A: Brand Ambassador Code of Conduct and Requirements.
 1. Appearance: Staffing agency should choose well-groomed brand ambassadors. Models are not required. Brand ambassadors must be a good representation for the brand.
 2. Access to Mobile Phone: Staffing agency must require brand ambassadors to use their personal mobile phones for the purpose of making/receiving calls, sending/receiving text messages, taking photos, and sending emails. Brand ambassadors must have the ability to charge their mobile while on-the-go (electricity may not always be available).
 3. Uniform Dress Code
 - DCTA provided brand t-shirt
 - T-shirt must be tucked in with a black belt
 - Black bottoms (Bermuda shorts, capris, pants – must be cotton twill, no athletic material, yoga pants or leggings). Shorts must be at least fingertip length or longer.
 - Sneakers

7. PRICING STRUCTURE

All pricing should be provided as a per project/event estimate. Each anticipated project is listed below along with specified details for the deployment. estimate should include all costs for training, coordination (including pic-up and drop-off of supplies), management, reporting, and agency fees. The proposer shall provide an hourly rate for a manager and a standard brand

ambassador for each year of the contract. The proposed pricing shall include all costs necessary to fully complete the project. DCTA may require firms to provide services after hours and on weekends depending on system needs. Price needs to be submitted as a per hour estimate based on the positions outlined within the RFP. Additionally, provide a cost matrix for per hour pricing for both managers and brand ambassador, in addition to all other required fees. The hourly rates shall be based on the following types of deployments:

Project Estimations are required for the following deployments:

1. Passenger Satisfaction Survey
2. State Fair of Texas
3. Denton Arts & Jazz Festival (detailed under Events)
4. Lewisville Western Days (detailed under Events)
5. Highland Village Community Event I (detailed under Events)
6. Point-in-Time Surveys
7. Parking Lot Surveys
8. Tabletop Events
9. Other Community Outreach Activities as needed

8. **EVENT STAFFING** Provide staffing support for at least three (3) large-scale events per fiscal year.

8.1 Major events may include: Minimum of two (2) brand ambassadors to support DCTA staff on site; DCTA staff to act as manager

1. Denton Arts & Jazz Festival
2. Highland Village Festival/Event
3. Lewisville Western Days Festival

Responsibilities Major event Brand Ambassador include:

1. Fulfill the requirements as outlined by each activity
2. Represent the organization in a professional manner
3. Set up, operate and tear down of event space
4. Engage consumers at the booth to promote DCTA services and booth activities
5. Fully understand the DCTA transit system and answer related questions

8.2. Tabletop and Display Staffing: Provide staffing support for at least four (4) tabletop events per fiscal year. Minimum of one (1) brand ambassador to manage event on site.

Responsibilities for Tabletop and Display Brand Ambassador include:

1. Fulfill the requirements as outlined by each activity
2. Represent the organization in a professional manner
3. Set up, operate and tear down of event space (acting alone)
4. Engage consumers at the booth to promote DCTA services and booth activities
5. Fully understand the DCTA transit system and answer related questions

6. Pick up and drop off all required event supplies at DCTA administrative office
7. Track and report event impressions
8. Provide event photos (minimum of five)

8.3. Campaign Support: Provide staffing support to assist in the communications of DCTA marketing campaigns and promotions. Typically, one (1) manager and four (4) brand ambassadors; total number of team will be based on the activity requirement

Responsibilities for Campaign Support Brand Ambassador and Manager include:

1. Fulfill the requirements as outlined by each activity
2. Represent the organization in a professional manner
3. Hand out fliers and/or promotional items in highly populated areas, designated by DCTA, to further communicate client messaging
4. Fully understand the DCTA transit system and answer related questions
5. Fully understand the program of promotion and answer related questions
6. Track and report event impressions
7. Provide event photos (minimum of five)
8. Complete street team report

8.4. Survey Distribution: Provide staffing support to solicit survey feedback by existing passengers and community members at least once per fiscal year. Typically, one (1) manager and four (4) brand ambassadors; total number of team will be based on the activity requirement

Responsibilities for Survey Distribution Brand Ambassador and Manager may include:

1. Fulfill the requirements as outlined by each activity
2. Represent the organization in a professional manner
3. Promoting community surveys to A-train riders
4. Hand out surveys, assist with completion of surveys and answer any related questions
5. Engaging customers in-between train times
6. Pick up and drop off all required survey supplies at DCTA administrative office
7. Provide deployment photos (minimum of five)

8.5. Ad Hoc Support: Provide staffing support based on ad hoc needs identified by DCTA

Responsibilities Ad Hoc Support Brand Ambassador include:

1. Fulfill the requirements as outlined by each activity
2. Represent the organization in a professional manner
3. Fully understand the DCTA transit system

9. SPECIFIC PROJECTS: The number of Manager and Brand Ambassadors stated under each project are estimates. DCTA may require more or less than projected.

1. Passenger Satisfaction Survey: Provide one (1) manager and four (4) Brand Ambassadors

1. There will be (5) Five deployments that will be (8) Eight hours each
2. These deployments are split throughout the day – four (4) hours in the morning and four (4) hours in the evening
3. DCTA will not pay for the time in between the two 4-hour deployments, there maybe five (5) to Seven (7) hours between deployments
4. ETA – Spring 2021

Responsibilities:

1. Promote passenger satisfaction survey to DCTA passengers through a variety of grassroots efforts, including but not limited to riding DCTA vehicles across all modes
2. Maintain collected surveys and return to DCTA administrative office
3. Promote passenger satisfaction surveys to A-train riders
4. Engage customers at the DDTC in between train times
5. Maintain collected surveys and return to DCTA administrative office

2. State Fair of Texas: Provide one (1) manager and four (4) Brand Ambassadors

1. There will be (4) Four deployments that will be four (4) hour each
2. ETA – Early-to-mid-September 2021

Responsibilities:

1. Hand out fliers in highly populated areas to promote traveling to the State Fair of Texas via the DCTA A-train (promote connectivity with DART)
2. Goal is to boost overall ridership during the time of the Fair
3. Fully understand the DCTA transit system
4. Complete street team report and submit to DCTA administrative office

3. Main Event Participation: Possibly 3 Events, Brand Ambassadors (to support DCTA staff on site; DCTA staff to act as manager)

1. Denton Arts & Jazz Festival - <http://www.dentonjazzfest.com/>

- Friday, October 1, 2021 from 3 p.m. - 11 p.m.
- Saturday: October 2, 2021 from 10 a.m. - 11 p.m.
- Sunday: October 3, 2021 from 11 a.m. - 9 p.m.

2. Lewisville Western Days - <https://www.facebook.com/LewisvilleWesternDays>

- Typically, the last weekend (Friday and Saturday) of September.
- Typical hours are:
 - Friday: 5 p.m. - 11:30 p.m.
 - Saturday: 10 a.m. - 12 a.m.

3. Highland Village Community Event

- Typically held in late-summer or early-fall.
- Days of the week are typically Friday, Saturday and Sunday.
- Hours to be determined by specific event.

Responsibilities:

1. Set up, operate and tear down of event space (with leadership from a DCTA staff member)
2. Engage consumers at the booth to promote DCTA services
3. Fully understand the DCTA transit system
4. Manage on-site games and raffles
5. Assist with promotional item inventory and daily counts

4. Point-in-Time Surveys

1. Conduct two surveys per year
2. Each survey requires four (4) deployments that will be four (4) hours each
3. Timing TBD by agency

Responsibilities:

1. Pick up and drop off necessary supplies
2. Engage customers on various modes of transit
3. Maintain ability to answer questions regarding the survey and services
4. Return all completed surveys

5. Parking Lot Surveys

1. Conduct two surveys per year
2. Each survey requires two (2) deployments that will be four (4) hour each
3. Time TBD by agency

Responsibilities:

1. Ability to log vehicles in parking lots at various times of the day
2. Return completed data logs to DCTA management

6. Tabletop Events

1. Conduct multiple tabletop events each year, some alongside DCTA staff and others without DCTA staff
2. Each tabletop typically requires two (2) deployments that will be eight (8) hours per event
3. Time TBD by agency

Responsibilities:

1. Pick up and drop off necessary supplies
2. Set up, operate and tear down tabletop space
3. Engage the public on DCTA services, programs and promotions
4. Ability to answer questions about DCTA services, programs and promotions
5. Take photos of event, log foot traffic and track promotional inventory usage
6. Provide full recap report of tabletop activities

Board of Directors Memo

March 10, 2021

SUBJECT: Community Advisory Committee Meeting Recap Report (Jan 2021)

Background

DCTA's Public Involvement Plan outlines all methods in which DCTA will conduct public involvement. One method of public engagement is through an identified group of transit enthusiasts known as the Community Advisory Committee (CAC).

DCTA's Public Involvement Plan dictates that the CAC will gather on a quarterly basis to discuss agency initiatives, services and programs, as well as discuss public feedback or methods in which DCTA can better communicate with the public at large.

DCTA's CAC provides a dedicated forum to exchange information between DCTA staff, its passengers, and the community on transit-related issues.

Recommendations

There are no recommendations at this time. This informational item is shared to showcase the most recent meeting that staff held with CAC to discuss DCTA initiatives, services and programs.

Exhibits

Exhibit 1: Community Advisory Council (CAC) Quarterly Recap Report (Jan 2021)

Submitted By: Mary Worthington
Mary Worthington, Community Relations Manager

Approval: Nicole Recker
Nicole Recker, VP of Mobility Services and Administration



Community Advisory Committee Meeting Recap Report

Meeting Held January 27, 2021

MEETING DETAILS

Information Report 4
Exhibit 1



Community Advisory Committee



Online meeting held:

Wed, January 27 at 6 p.m.

This was a joint meeting for both the Denton and Lewisville/Highland Village CAC groups

Community Attendees: 9

DCTA Attendees: 1

The Community Advisory Committee welcomed 3 new members

External promotion for each of the Community Advisory Committee meetings are posted to generate new attendance and participation.

<u>Twitter</u>	<u>Impressions</u>	<u>Engagement</u>
Jan 14	537	1
Jan 20	410	2

<u>Facebook</u>	<u>Reach</u>	<u>Engagement</u>
Jan 14	151	2



OUTREACH

Direct Outreach

- The meeting was announced digitally to the following groups:
 - Community Outreach News email newsletter which is delivered to the agency's outreach contacts
 - Direct email to active CAC participants

Metrics

- Email Outreach January 18
 - 1,152 recipients
 - 170 total opens
 - Open rate of 15%
 - 1% click rate



MEETING NOTES



Purpose of the Community Advisory Committee (CAC)

- Exchanging Information
- Providing public input/feedback
- Sharing DCTA News
- Recruitment and welcoming new members

Presentation of January 11, 2021 Service Changes

- On overview of the January 2021 service changes were presented to the committee
 - The changes will better reflect traffic patterns and will affect all Denton and Lewisville Connect Bus routes, and all University of North Texas (UNT) Campus Shuttle routes
 - In addition, the agency updated its Downtown Denton Transit Center (DDTC) and UNT stop

.

Mobility as a Service (MaaS):

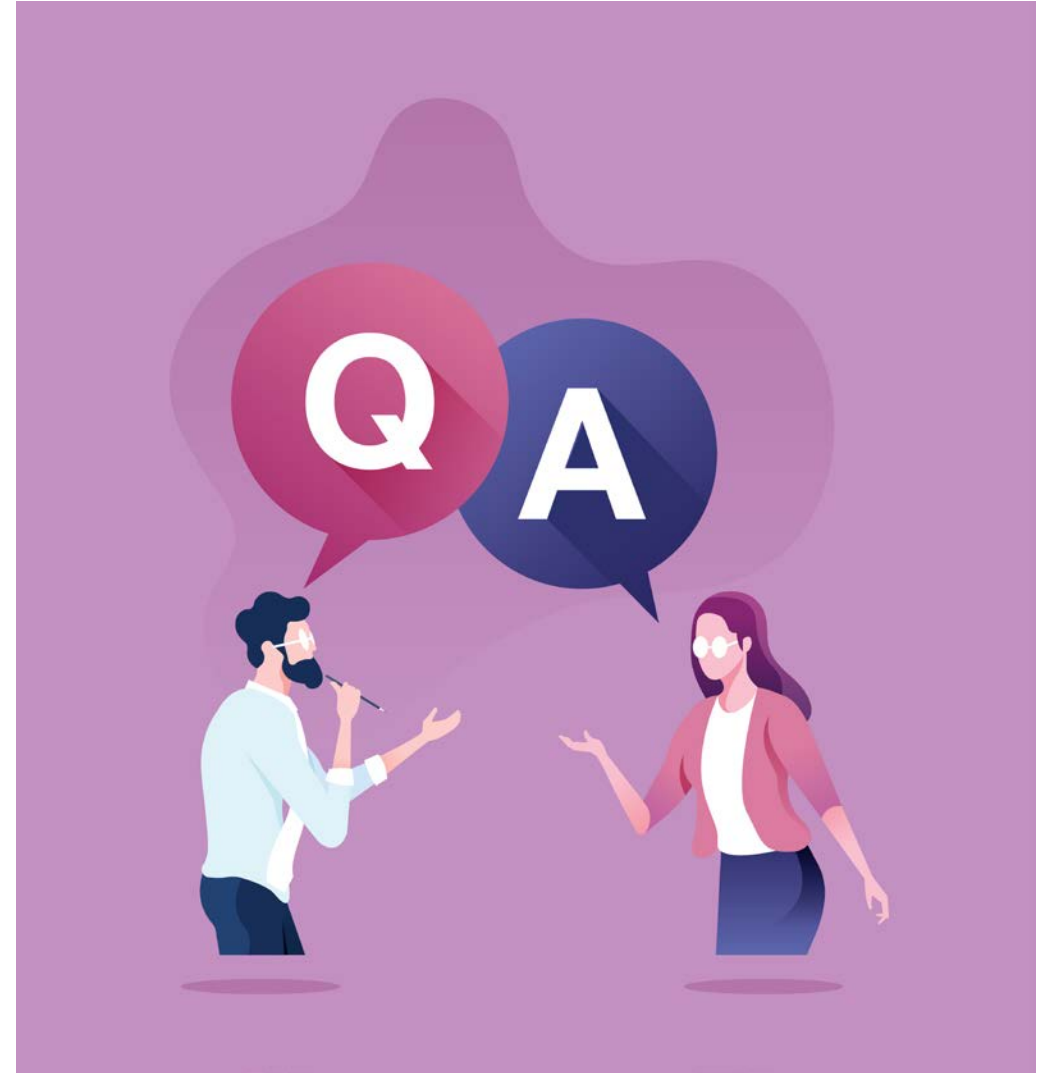
The following Information was presented:

- The board will consider and approve Via as the MaaS provider at the 1/28 board meeting
- If approved, DCTA will conduct considerable public involvement to gain feedback on the proposed service plan
- The proposed service plan recommends removing the majority of fixed route service in Denton and Lewisville and replacing with on-demand zones where service is provided by Via (or other partners when necessary)
- DCTA will need to enlist the help of CAC members to help garner public feedback throughout the process



Committee Conversations:

1. What will happen to the bus fleet, bus drivers and the facility on Teasley?
2. What about people who don't have smart phones? How can they access VIA?
3. Will there be a fare increase with MaaS?
4. Will MaaS be run like Arlington's MaaS service?
5. Will all fixed routes go away? What about UNT service for transportation by DCTA?
6. Will VIA provide wheelchair accessible and accessible vehicles in general?
7. What will happen to special event shuttles like Denton Arts and Jazz festival?
8. Does utilizing Via's services give DCTA more potential to expand into other Denton County cities? As we all know, transit service is desperately needed in Flower Mound, Corinth, The Colony, Little Elm, Trophy Club, Roanoke, and other parts of Denton County as well.



MEETING NOTES

Transformation Initiative Update:

- Task Order #1 was completed in December 2020
- The board will review and consider Task Order #2 for Project Management Office services at the 1/28 board meeting

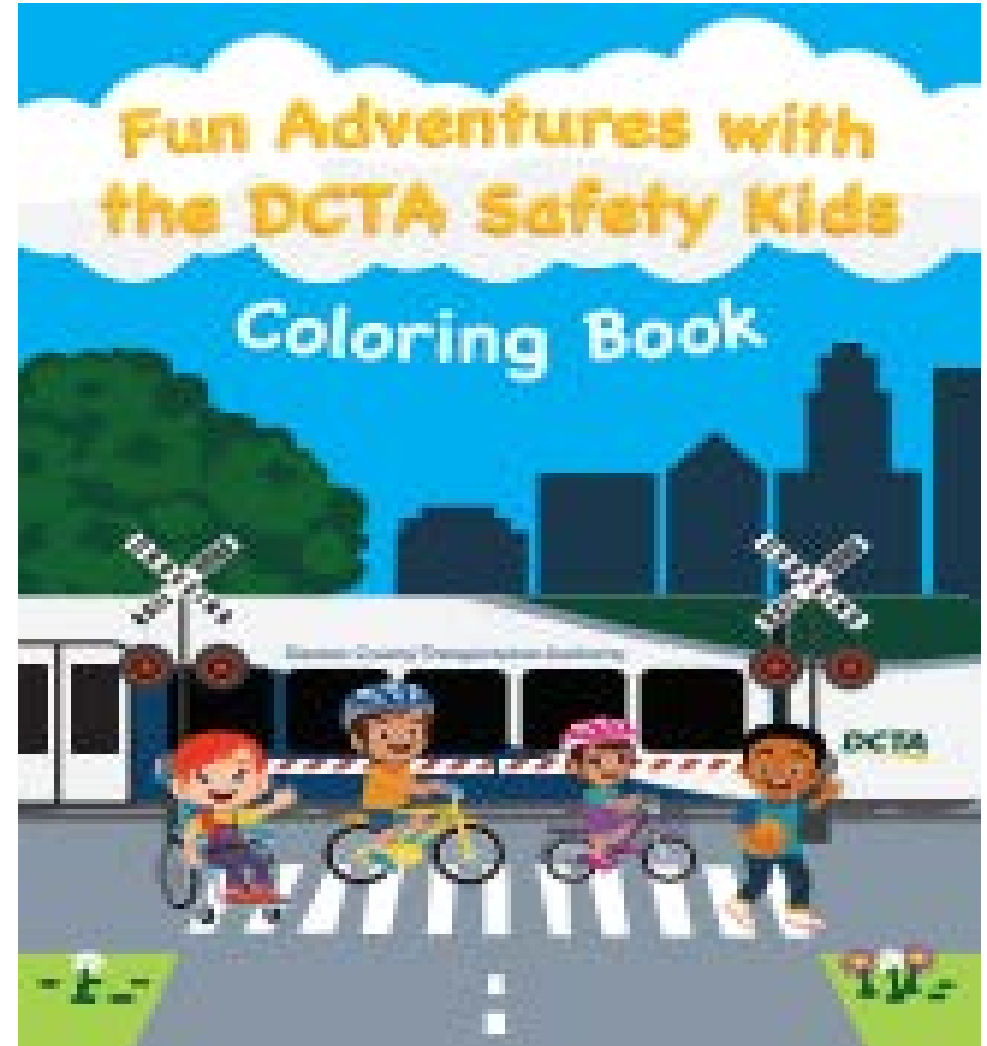
No comments or questions were asked by the committee.

Campaign Updates

- Ride Safe/Stay Safe
- Community Education Outreach Campaign

Events/Sponsorships

- Denton Black Film Festival virtual
- Virtual Rail to Trails event (April)
- Denton Jazz Fest date change to October



Train the Trainer Travel Training Program

- Background - A grant funded program from NTCOG for travel training.
- The Train-the-Trainer” program will supplement DCTA’s mobility management services. Group training sessions will be designed with input from DCTA staff and Denton County Social Service Agencies.
- Workshop February 2 and Feb 4
- Ongoing oversight and management by DCTA upon implementation



Community Connections



TRAVEL TRAINING
PROGRAM

NEXT MEETING



April CAC Meeting



April 14
6 p.m.

For questions about the upcoming Community Advisory Committee Meeting, or to get more involved in the conversation, please contact:

Mary Worthington, Community Relations Manager, at mworthington@dcta.net

Board of Directors Memo

March 10, 2021

SUBJECT: State & Congressional Legislative Updates

Background

Please note this memo was drafted on March 2 in preparation for the March 10 Board meeting. As a result, information contained herein may have changed since drafting.

The Governor and Legislature are primarily focused on COVID-19 and now recovery from the inclement weather event of the week of February 15. Senate Committee assignments were released January 15 and House Committee assignments were released on February 8. Representative Terry Canales will continue to chair House Transportation and Senator Robert Nichols will continue to chair Senate Transportation. DCTA's delegation assignments are as follows:

Senator Jane Nelson, Chair, Finance; State Affairs; Select Committee on Ports

Senator Drew Springer, Vice Chair, Water, Agriculture & Rural Affairs; Administration, Higher Education, Local Government, and Nominations

Representative Lynn Stucky, Vice Chair, County Affairs, Appropriations, Subcommittee on Appropriations Article III

Representative Tan Parker, Vice Chair, Pensions, Investments, & Financial Services; Higher Education

Representative Jared Patterson, Business & Industry, Calendars, Homeland Security & Public Safety

Representative Michelle Beckley, International Relations & Economic Development; Elections

The bill filing deadline is March 12. As of the writing of this memo, more than 3,600 bills have been filed, but a flurry of activity leading up to and on March 12 will result in a significant increase in the total number filed.

Attached as Exhibit 1 is a focused bill track, with a list of 43 bills DCTA identifies as impacting mobility in general and our operations, including human resources, open meetings, and other topics. Though we are paying attention to bills that also impact the member cities, we have not included those in the focused bill track (e.g. revenue and appraisal cap bills).

With the bill filing deadline around the corner, hearings will begin picking up pace. If any hearings get set related to bills identified as priority, the Board Chair and Vice Chair will be notified, and we will follow the process as outlined by the Legislative Communications Policy. In addition, if a bill advances on which the Board has not yet provided direction, staff will seek to call a special called Board meeting.

The Senate Business and Commerce Committee and the House joint committees of State Affairs and Energy Resources individually met on February 25 and 26 and received over 20 hours of thorough testimony, regarding the electricity failures experienced all over Texas during the recent winter storms. The hearings were called, in part, as a response to Governor Abbott declaring reforming ERCOT and hardening our electric grid and generation infrastructure as emergency items for this legislative session. In addition to those two topics, Governor Abbott had previously declared strengthening election integrity, providing COVID liability protections to private businesses, greater deployment of broadband internet service, stopping local governments from defunding the police, and stricter bail reform to keep criminals off the streets as emergency items. If a topic is declared an emergency item by the Governor, it allows for the legislature to take immediate floor action, and not have to wait until at least the 61st day of session before considering a related measure on the House or Senate floor.

Lt. Governor Dan Patrick recently released his top 31 priorities for this legislative session as Senate Bills 1-31. The full list is attached as Exhibit 2. It includes passing the state budget, necessary reforms to ERCOT and the Texas electric grid, strengthen election integrity, stopping taxpayer funded lobbying, and other topics. The belief in Austin is that the Senate will be expected to pass this comprehensive package before being able to move on to other bills for the session.



The state budget has been filed in the House and the Senate. Both versions are very close to being identical in nature, leading observers to believe that most of the budget negotiations between the House and the Senate have likely already taken place due to the pandemic nature of the legislative session. While most state agency operations are proposed to receive a 5% budget reduction, the House and the Senate versions of the budget keep essential services for Texas intact, despite the pandemic's impact on revenue collections, with emphasis on maintaining the commitment to funding public education. Currently, both versions of the budget spend approximately \$251 billion, though that number could increase due to continued financial aid packages from the federal government.

Governor Abbott recently reappointed J. Bruce Bugg, Jr. and Alvin New to the Texas Transportation Commission for terms to expire on February 1, 2027. Bugg will continue to serve as Chairman.

Exhibits

Exhibit 1: Transportation-Related Bill Tracking Report

Exhibit 2: Lieutenant Governor's Priority Bills

Exhibit 3: Capital Edge Congressional Briefing

Submitted By: 
Lindsey Baker, Director of Government Affairs

Approval: 
Kristina Holcomb, Deputy CEO












DCTA - PRIORITY





03-01-2021 - 12:14:21


- Action in the date range - Link to Related Information () - Priority

DCTA - Priority		
HB 60	Reynolds, Ron(D)	Relating to the minimum wage.
Companions:		
HB 194 Reynolds, Ron		(Refiled from 86R Session)
HB 3273 Gonzalez, Jessica (F)		(Refiled from 86R Session)
HB 731 Gonzalez, Jessica		(Identical)
12- 3-20 H Filed		
HB 1917 Turner, Chris		(Identical)
2-12-21 H Filed		
Remarks: As filed, the bill would raise the state mandated minimum wage to \$15 dollars an hour.		
Bill History: 02-25-21 H Introduced and referred to committee on House International Relations/Economic Dev		
HB 87	Reynolds, Ron(D)	Relating to requiring certain employers to provide paid sick leave to employees.
Remarks: As filed, the bill would require every employer in Texas (except for a federal agency) to provide paid sick leave to their employees at the rate of 1 hour earned for every 30 hours worked.		
Bill History: 02-25-21 H Introduced and referred to committee on House International Relations/Economic Dev		
HB 113	Oliverson, Tom(R)	Relating to peer-to-peer car sharing programs.
Remarks: As filed, the bill would legalize and provide the regulatory framework for peer to peer car sharing and peer to peer car sharing services.		
Bill History: 02-25-21 H Introduced and referred to committee on House Insurance		
HB 114	Toth, Steve(R)	Relating to restrictions on certain state agency actions relating to high-speed rail projects.
Companions:		
HB 2605 Toth, Steve		(Refiled from 86R Session)

		<p>Remarks: As filed, the bill would prohibit any state agency from issuing a permit for or negotiating to enter into an agreement for a high speed rail project in Texas unless the project has already received all applicable federal permits.</p> <p>Bill History: 02-25-21 H Introduced and referred to committee on House Transportation</p>												
 HB 145	Rodriguez, Eddie(D)	<p>Relating to removing the waiting period for unemployment benefit eligibility.</p> <p>Remarks: As filed, the bill removes the 7 day wait period for an unemployed individual to become eligible to seek unemployment benefits.</p> <p>Bill History: 02-25-21 H Introduced and referred to committee on House Business and Industry</p>												
 HB 224	Ortega, Lina(D)	<p>Relating to authorization for a county or municipality to establish a local minimum wage.</p> <p>Companions:</p> <table> <tr> <td>HB 328</td><td>Ortega, Lina</td><td>(Refiled from 86R Session)</td></tr> <tr> <td>SB 161</td><td>Rodriguez, Jose</td><td>(Refiled from 86R Session)</td></tr> <tr> <td>SB 389</td><td>Eckhardt, Sarah (F)</td><td>(Identical)</td></tr> <tr> <td></td><td>1-22-21 S Filed</td><td></td></tr> </table> <p>Remarks: As filed, the bill would allow for a municipality or a county to adopt a minimum wage to be paid for labor within their jurisdiction that is above the state mandated minimum wage. The bill also removes the current provision of state law that exempts contract work entered into by a political subdivision from minimum wage requirements.</p> <p>Bill History: 02-25-21 H Introduced and referred to committee on House State Affairs</p>	HB 328	Ortega, Lina	(Refiled from 86R Session)	SB 161	Rodriguez, Jose	(Refiled from 86R Session)	SB 389	Eckhardt, Sarah (F)	(Identical)		1-22-21 S Filed	
HB 328	Ortega, Lina	(Refiled from 86R Session)												
SB 161	Rodriguez, Jose	(Refiled from 86R Session)												
SB 389	Eckhardt, Sarah (F)	(Identical)												
	1-22-21 S Filed													
 HB 255	Meza, Terry(D)	<p>Relating to adjusting the minimum wage annually based on the consumer price index.</p> <p>Remarks: As filed the bill would require the minimum wage in Texas to increase based on the consumer price index increase as determined by the Comptroller.</p> <p>Bill History: 02-25-21 H Introduced and referred to committee on House International Relations/Economic Dev</p>												
 HB 263	Meza, Terry(D)	<p>Relating to rest breaks for employees of certain contractors with a governmental entity.</p> <p>Remarks: As filed the bill requires all governmental entities to require contractors to provide at least 1 ten</p>												


		minute break for every four hours of work performed by construction workers working on a public contract with the governmental entity.
	Bill History:	02-25-21 H Introduced and referred to committee on House State Affairs
 HB 286	Cortez, Philip(D)	Relating to the eligibility for grants for alternative fueling facilities.
	Remarks:	As filed, the bill exempts from transportation authorities created by 451 and 452 from the requirement that alternative fueling facilities funded through grant resources be accessible to the public.
	Bill History:	02-25-21 H Introduced and referred to committee on House Environmental Regulation
 HB 299	Vasut, Cody (F)(R)	Relating to a limitation on increases in the appraised value of real property for ad valorem tax purposes.
	Remarks:	As filed, the bill would limit the maximum annual appraisal increase of all real property to 3.5% above the previous year.
	Bill History:	02-25-21 H Introduced and referred to committee on House Ways and Means
 HB 383	Pacheco, Leo(D)	Relating to the minimum wage.
	Remarks:	As filed, the bill would implement a minimum wage in Texas of \$12 an hour.
	Bill History:	02-25-21 H Introduced and referred to committee on House International Relations/Economic Dev
 HB 419	Sherman, Carl(D)	Relating to certain unlawful employment practices regarding compensation.
	Remarks:	As filed, the bill would prohibit a potential employer from taking an applicant's previous wage history into consideration when determining whether or not to hire the individual, or what to set their compensation at.
	Bill History:	02-25-21 H Introduced and referred to committee on House International Relations/Economic Dev
 HB 427	King, Ken(R)	Relating to imposing an additional fee for the registration of electric and hybrid vehicles.
	Companions:	<div> <div>HB 1971</div> <div>King, Ken</div> <div>(Refiled from 86R Session)</div> </div>

		<p>Remarks: As filed the bill would charge an additional vehicle registration fee (to be dedicated to the highway fund) in the amount of \$200 for electric vehicles, and \$100 for hybrid vehicles.</p> <p>Bill History: 02-25-21 H Introduced and referred to committee on House Transportation</p>
 HB 435	Gervin-Hawkins, Barbara(D)	<p>Relating to increasing the criminal penalty for certain offenses committed in a vehicle operated by a public transportation system.</p> <p>Companions: HB 213 Gervin-Hawkins, Barbara (Refiled from 86R Session)</p> <p>Remarks: As filed the bill would raise the punishment for certain offenses committed on a vehicle operated by a transit agency to the next highest level. Those offenses specifically being for "sexual offenses, assaultive offenses and robbery.</p> <p>Bill History: 02-25-21 H Introduced and referred to committee on House Criminal Jurisprudence</p>
 HB 443	Israel, Celia(D)	<p>Relating to requiring the operator of a vehicle to stop and yield the right-of-way to a pedestrian.</p> <p>Remarks: As filed, the bill clarifies that a vehicle operator has to stop and yield the right of way to pedestrians and "all other traffic" lawfully using an intersection.</p> <p>Bill History: 02-25-21 H Introduced and referred to committee on House Transportation</p>
 HB 554	Lopez, Ray(D)	<p>Relating to the operation of a motor vehicle passing a pedestrian or a person operating a bicycle.</p> <p>Remarks: As filed, the bill would require small vehicles to maintain at least 3 feet of distance when passing a pedestrian or bicyclist, and 6 feet distance for large commercial vehicles.</p> <p>Bill History: 11-12-20 H Filed</p>
 HB 615	Goodwin, Vikki(D)	<p>Relating to the minimum wage.</p> <p>Remarks: As filed, the bill would gradually increase the minimum wage from year to year before it would reach \$15 an hour and then annually increase with the consumer price index.</p> <p>Bill History: 11-20-20 H Filed</p>

 **HB 638** Krause, Matt(R) Relating to the authority of certain political subdivisions to adopt a budget that reduces the amount allocated to provide a fire protection, law enforcement, or emergency medical service.

Remarks: As filed the bill would require all political subdivisions other than school districts to adopt budgets that include funding equal to or greater than what was allocated in the previous budget for "public safety services" and fire protection.

Bill History: 11-24-20 H Filed


 **HB 698** Rosenthal, Jon(D) Relating to a prohibition of employment discrimination on the basis of reproductive decisions and certain employment agreements limiting reproductive decisions.

Companions:

HB 1478	Rosenthal, Jon (F)	(Refiled from 86R Session)
SB 578	Eckhardt, Sarah (F)	(Identical)
	2- 3-21 S Filed	

Remarks: As filed, the bill would make it an unlawful employment practice for an employer to discriminate against an employee because of a reproductive decision made by the employee, their spouse, or a dependent child or similar.

Bill History: 12-02-20 H Filed


 **HB 731** Gonzalez, Jessica(D) Relating to the minimum wage.

Companions:






HB 194	Reynolds, Ron	(Refiled from 86R Session)
HB 3273	Gonzalez, Jessica (F)	(Refiled from 86R Session)
HB 60	Reynolds, Ron	(Identical)
	2-25-21 H Introduced and referred to committee on House International Relations/Economic Dev	
HB 1917	Turner, Chris	(Identical)
	2-12-21 H Filed	

Remarks: As filed, the bill would raise the state mandated minimum wage to \$15 dollars an hour.

Bill History: 12-03-20 H Filed

 **HB 749** Middleton, Mayes(R) Relating to the use by a political subdivision of public funds for lobbying activities.

Companions: **SB 234** Hall, Bob (Identical)

		12- 8-20 S Filed
	Remarks:	As filed the bill would prohibit all political subdivisions from contracting with registered lobbyists or belonging to associations who hire or contract with registered lobbyists.
	Bill History:	12-07-20 H Filed
 HB 761	Israel, Celia(D)	Relating to the operation of a public transit motor bus by certain mass transit entities on an improved shoulder.
	Companions:	HB 269 Israel, Celia (Refiled from 86R Session)
	Remarks:	As filed, the bill would allow a Cap. Metro transit vehicle to use an improved shoulder while operating the vehicle.
	Bill History:	12-08-20 H Filed
 HB 776	Walle, Armando(D)	Relating to required provision of workers' compensation insurance coverage for employees of building and construction contractors and subcontractors.
	Companions:	SB 305 Eckhardt, Sarah (F) (Identical) 1-11-21 S Filed
	Remarks:	As filed, the bill would require public entities to mandate that contractors provide workers comp insurance to their subcontractors on public projects.
	Bill History:	12-09-20 H Filed
 HB 901	Burns, DeWayne(R)	Relating to the acquisition of real property by an entity with eminent domain authority.
	Bill History:	12-22-20 H Filed
 HB 902	Burns, DeWayne(R)	Relating to the acquisition of real property by an entity with eminent domain authority.
	Bill History:	12-22-20 H Filed
 HB 1054	Bell, Cecil(R)	Relating to the filing of a bond by a private high-speed rail operator with the Texas Department of Transportation.
	Remarks:	As filed, the bill would require a high speed rail operator to file a bond in the amount necessary to

restore any real property to its original condition if the rail project ceases to operate.

Bill History: 01-12-21 H Filed

 HB 1118

Capriglione, Giovanni(R)

Relating to state agency and local government compliance with cybersecurity training requirements.

Companions: SB 345 Paxton, Angela (Identical)
1-14-21 S Filed

Remarks: As filed, the bill would prohibit a political subdivision from applying for a grant under the Government Planning Chapter of the Govt. Code unless they are in compliance with their cyber security training, and would require a political sub to pay back to the state any grant money they were awarded despite not being in compliance. The bill also further clarifies that elected officials are subject to the cyber security training requirement.

Bill History: 01-14-21 H Filed

 HB 1294

Guillen, Ryan(D)

Relating to the exemption of rural transit districts from motor fuel taxes.

Remarks: As filed, the bill would exempt a rural transit district formed under 458 of the transportation code from paying motor fuel taxes.

Bill History: 01-22-21 H Filed

 HB 1416

Capriglione, Giovanni(R)

Relating to the definition of business day for purposes of the public information law.

Remarks: As filed, the bill would define (for the purposes of open government laws, 552 Govt Code) a business day as any day that is not a Saturday, Sunday, or a recognized state or federal holiday.

Bill History: 01-27-21 H Filed

 HB 1589

Davis, Yvonne(D)

Relating to paid leave for public officers and employees engaged in certain military service.

Companions: HB 2885 Davis, Yvonne (Refiled from 86R Session)


Remarks: As filed, the bill would require an employer to provide paid leave of up to seven days a year for a person in military service who is called into active duty by the Governor or appropriate military officer during a declared disaster.

Bill History: 02-04-21 H Filed

 **HB 1827** Martinez Fischer, Trey(D) Relating to the minimum wage.

Remarks: As filed, the bill would require a minimum wage in Texas of \$15 dollars an hour.

Bill History: 02-11-21 H Filed

 **HB 1888** Fierro, Art(D) Relating to the authority of all governmental bodies to hold open and closed meetings by telephone or videoconference call.

Remarks: As filed, the bill allows for and sets forth the process to be undertaken for a governmental body to hold an open or closed meeting by conference call.

Bill History: 02-12-21 H Filed

 **HB 1917** Turner, Chris(D) Relating to the minimum wage.

Companions:

HB 194	Reynolds, Ron	(Refiled from 86R Session)
HB 3273	Gonzalez, Jessica (F)	(Refiled from 86R Session)
HB 60	Reynolds, Ron	(Identical)
	2-25-21 H Introduced and referred to committee on House International Relations/Economic Dev	
HB 731	Gonzalez, Jessica	(Identical)
	12- 3-20 H Filed	

Remarks: As filed, the bill would require a minimum wage in Texas of at least \$15 an hour.

Bill History: 02-12-21 H Filed





 **HB 2203** Romero, Ramon(D) Relating to the powers of certain regional transportation authorities.

Companions:


HB 2531	Romero, Ramon	(Refiled from 86R Session)
SB 1299	Powell, Beverly (F)	(Refiled from 86R Session)
SB 762	Powell, Beverly	(Identical)
	2-23-21 S Filed	


Remarks: As filed, the intent of the bill is to give public private partnership authority to Trinity Metro.


Bill History: 02-24-21 H Filed

 SB 42	Zaffirini, Judith(D)	Relating to the use of a wireless communication device while operating a motor vehicle.
	Remarks:	As filed, the bill would expand the prohibition on the use of a hand held cell phone while operating a motor vehicle, while also overturning all local ordinances on the topic.
	Bill History:	11-09-20 S Filed
 SB 234	Hall, Bob(R)	Relating to the use by a political subdivision of public funds for lobbying activities.
	Companions:	HB 749 Middleton, Mayes (Identical) 12- 7-20 H Filed
	Remarks:	As filed the bill would prohibit all political subdivisions from contracting with registered lobbyists or belonging to associations who hire or contract with registered lobbyists.
	Bill History:	12-08-20 S Filed
 SB 305	Eckhardt, Sarah (F)(D)	Relating to required provision of workers' compensation insurance coverage for employees of building and construction contractors and subcontractors.
	Companions:	HB 776 Walle, Armando (Identical) 12- 9-20 H Filed
	Remarks:	As filed, the bill would require public entities to mandate that contractors provide workers comp insurance to their subcontractors on public projects.
	Bill History:	01-11-21 S Filed
 SB 345	Paxton, Angela(R)	Relating to state agency and local government compliance with cybersecurity training requirements.
	Companions:	HB 1118 Capriglione, Giovanni (Identical) 1-14-21 H Filed
	Remarks:	As filed, the bill would prohibit a political subdivision from applying for a grant under the Government Planning Chapter of the Govt. Code unless they are in compliance with their cyber security training, and would require a political sub to pay back to the state any grant money they were awarded despite not being in compliance. The bill also further clarifies that elected officials are subject to the cyber security training requirement.

Bill History: 01-14-21 S Filed

 SB 389	Eckhardt, Sarah (F)(D)	Relating to authorization for a county or municipality to establish a local minimum wage.
Companions:		
HB 328	Ortega, Lina	(Refiled from 86R Session)
SB 161	Rodriguez, Jose	(Refiled from 86R Session)
HB 224	Ortega, Lina	(Identical)
2-25-21 H Introduced and referred to committee on House State Affairs		
Remarks: As filed, the bill would allow for a municipality or a county to adopt a minimum wage to be paid for labor within their jurisdiction that is above the state mandated minimum wage. The bill also removes the current provision of state law that exempts contract work entered into by a political subdivision from minimum wage requirements.		
Bill History: 01-22-21 S Filed		

 SB 551	Campbell, Donna(R)	Relating to wages and employment benefits.
Companions:		
SB 762	Campbell, Donna	(Refiled from 86R Session)
Remarks: As filed, the bill would prohibit a municipality or county from adopting or enforcing an ordinance that has the effect of requiring an employer to provide certain health benefits such as paid sick and holiday leave, profit sharing, medical coverage, and others.		
Bill History: 02-01-21 S Filed		

 SB 578	Eckhardt, Sarah (F)(D)	Relating to a prohibition of employment discrimination on the basis of reproductive decisions and certain employment agreements limiting reproductive decisions.
Companions:		
HB 1478	Rosenthal, Jon (F)	(Refiled from 86R Session)
HB 698	Rosenthal, Jon	(Identical)
12- 2-20 H Filed		
SB 578	Eckhardt, Sarah (F)	(Identical)
2- 3-21 S Filed		
Remarks: As filed, the bill would make it an unlawful employment practice for an employer to discriminate against an employee because of a		

reproductive decision made by the employee, their spouse, or a dependent child or similar.

Bill History: 02-03-21 S Filed

 SB 639

Menendez, Jose(D)

Relating to remote meetings under the open meetings law.

Remarks: As filed, the bill sets forth certain public notice requirements and procedures that governmental entities must comply with in hosting a virtual meeting, including allowing for virtual public comment at all public meetings, regardless if they are held virtually for the officers of the entity or not.

Bill History: 02-10-21 S Filed

 SB 762

Powell, Beverly(D)

Relating to the powers of certain regional transportation authorities.

Companions:

HB 2531	Romero, Ramon	(Refiled from 86R Session)
SB 1299	Powell, Beverly (F)	(Refiled from 86R Session)
HB 2203	Romero, Ramon	(Identical)
	2-24-21 H Filed	

Remarks: As filed, the bill intends to give public private partnership authority to Trinity Metro.

Bill History: 02-23-21 S Filed

Total Bills: 43

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Dan Patrick

Lieutenant Governor of Texas
President of the Senate

FOR IMMEDIATE RELEASE:
Tuesday, February 23, 2021

CONTACT:
512-463-0715

Lt. Gov. Dan Patrick Announces Top 31 Priorities for the 2021 Session

"These priorities address issues that are critical to Texans"

AUSTIN - Lt. Gov. Dan Patrick announced his top priorities for the 2021 Legislative Session today. The list reflects his own priorities as well as priorities from senators and Texans around the state. The Lt. Governor's priorities are designed to protect taxpayers and the Texas economy as it rebuilds following the pandemic and to secure Texas' future, including addressing power failures in the recent winter storm. As always, the legislation he is championing also includes continued support for life, liberty and conservative Texas values.

"Since the Texas Legislature adjourned in 2019, Texas has faced some of the greatest challenges in our history. In fact, several of my priority bills changed in the last few days in response to issues that emerged from the winter storm last week. I have also prioritized legislation that reflects the principles and values of the Texas conservative majority. I am confident these priorities address issues that are critical to Texans at this time.

"In addition to these priorities, there are other bills that also have my strong support including the Medical Compensation Transparency Act (paid or incurred) and additional legislation to stop human trafficking. I also support the legislative proposal to review statewide health data in light of the pandemic and proposed legislation that will speed the recovery of the restaurant industry, including maintaining 'liquor-to-go.'

"I support the priorities laid out by Governor Greg Abbott as well as other legislation to make sure the Texas economy continues to come back stronger than ever following the pandemic. I will be working to make sure this legislation passes and that we do all that we can to make our state, our cities and all our communities safe and secure going forward."

Priority Bills by Number

Senate Bill 1 – The State Budget
Senate Bill 2 – ERCOT Reform

Senate Bill 3 – Power Grid Stability
Senate Bill 4 – Star Spangled Banner Protection Act
Senate Bill 5 – Statewide Broadband Access
Senate Bill 6 – Pandemic Liability Protection Act
Senate Bill 7 – Election & Ballot Security
Senate Bill 8 – The Heartbeat Bill
Senate Bill 9 – Abortion Ban Trigger
Senate Bill 10 – Stop Taxpayer Funded Lobbying
Senate Bill 11 – Appellate Court Reorganization
Senate Bill 12 – Protect Free Speech on Social Media
Senate Bill 13 – Oil & Gas Investment Protection
Senate Bill 14 – Business Freedom and Uniformity Act
Senate Bill 15 – Ban Sale of Personal Data from Certain State Agencies
Senate Bill 16 – Protect State-held Personal Data
Senate Bill 17 – Protect Texas Trucking
Senate Bill 18 – Protect Second Amendment Businesses
Senate Bill 19 – Stop Corporate Gun Boycotts
Senate Bill 20 – Second Amendment Protections for Travelers
Senate Bill 21 – Bail Reform
Senate Bill 22 – First Responders Pandemic Care Act
Senate Bill 23 – Stop Local Police Defunding
Senate Bill 24 – Law Enforcement Transparency Act
Senate Bill 25 – Family Nursing Home Visitation Rights
Senate Bill 26 – Protect Our Freedom to Worship
Senate Bill 27 – Expanding Virtual Learning Options
Senate Bill 28 – Charter School Equity Act
Senate Bill 29 – Fair Sports for Women & Girls
Senate Bill 30 – Remove Racist Restrictions from Real Estate Deeds
Senate Bill 31 – Senate Redistricting Act

A Safe & Secure Texas Future

Senate Bill 2 – ERCOT Reform
Senate Bill 3 – Power Grid Stability
Senate Bill 5 – Statewide Broadband Access
Senate Bill 7 – Election & Ballot Security
Senate Bill 15 – Ban Sale of Personal Data from Certain State Agencies
Senate Bill 16 – Protect State-held Personal Data
Senate Bill 21 – Bail Reform
Senate Bill 22 – First Responders Pandemic Care Act
Senate Bill 23 – Stop Local Police Defunding
Senate Bill 24 – Law Enforcement Transparency Act
Senate Bill 27 – Expand Virtual Learning Options
Senate Bill 28 – Charter School Equity Act

Life, Liberty and Conservative Texas Values

Senate Bill 4 – Star Spangled Banner Protection Act

Senate Bill 8 – The Heartbeat Bill
Senate Bill 9 – Abortion Ban Trigger
Senate Bill 12 – Protect Free Speech on Social Media
Senate Bill 18 – Protect Second Amendment Businesses
Senate Bill 19 – Stop Corporate Gun Boycotts
Senate Bill 20 – Second Amendment Protections for Travelers
Senate Bill 25 – Family Nursing Home Visitation Rights
Senate Bill 26 – Protect Our Freedom to Worship
Senate Bill 29 – Fair Sports for Women & Girls
Senate Bill 30 – Removing Racist Restrictions from Real Estate Deeds

Protecting Taxpayers & the Texas Economy

Senate Bill 1 – State Budget
Senate Bill 6 – Pandemic Liability Protection Act
Senate Bill 10 – Stop Taxpayer Funded Lobbying
Senate Bill 13 – Oil and Gas Investment Protection
Senate Bill 14 – Business Freedom & Uniformity Act
Senate Bill 17 – Protect Texas Trucking

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MEMORANDUM

TO: Kristina Holcomb
Lindsey Baker

FROM: Chris Giglio

DATE: March 3, 2021

SUBJECT: Federal Update

The following are highlights of recent federal transportation activity of interest for the Board of Directors:

Pandemic Relief

The House of Representatives recently approved a \$1.9 trillion COVID-19 “rescue package” proposed by President Biden in January. In its current form, the proposal includes an additional \$30 billion in relief to the public transportation sector, the majority of which would be distributed using the existing Section 5307 formula.

The funds are to be used for “operating expenses of transit agencies to prevent, prepare for, and respond to the coronavirus public health emergency, beginning on January 20, 2020.” Transit agencies are limited to funding from this bill, combined with the funds provided in the transit sections of the two COVID-19 relief bills enacted in 2020, that does not exceed 132 percent of 2018 operating expenses. We estimate DCTA’s share would be about \$15 million.

If the bill is signed into law, it would be the first pandemic relief bill to be enacted without bipartisan support. Every House Republican voted against the measure, and the same is likely to hold true in the evenly-divided Senate, where the plan is expected to be considered under a procedure known as “budget reconciliation,” which would prevent Republicans from blocking consideration of the bill using a filibuster.

Senate leaders are looking to complete consideration of the pandemic relief plan prior to March 14, when the expanded unemployment benefits included in the last COVID relief bill expire. The House is also going to have to vote on the plan again before it goes to the President, as the Senate is expected to make changes to the bill.

Infrastructure Package

The President has also signaled that once a pandemic rescue package is enacted, he would like to move to providing economic stimulus through an infrastructure plan. Estimates are that the package, which will include transportation, water, broadband access, possibly affordable housing, and other components, is expected to run in the neighborhood of \$2-\$3 trillion.

The largest part of the transportation section of the infrastructure plan is expected to be a reauthorization of existing federal highway and transit programs. The 2015 “FAST Act” expires on September 30, 2021 and the five-year, \$500 billion “Invest in America Act” that was approved in the House last summer but died in the Senate may be a starting point for discussions for the rewrite of that law. That proposal included a 54 percent increase in federal transit funding over the life of the bill.

Two areas that the White House has made clear will be a focus in its infrastructure proposal are climate change and racial equity/environmental justice.

Department of Transportation

As you know, the Senate has confirmed the President’s nominee for Transportation Secretary, former South Bend, Indiana Mayor and former Presidential candidate Pete Buttigieg (“Boot-edge-edge”). “Secretary Pete” has quickly established a higher national profile than previous DOT Secretaries and is likely to be a visible advocate for the President’s infrastructure plan.

Former New York City Transportation Commissioner (and former congressional staffer) Polly Trottenberg was recently nominated for Deputy Secretary at DOT.

The President has yet to formally nominate the “modal” administrators at DOT, but he has named Deputy Administrators at each who are expected to be nominated for the top spots in the near future. Deputy Administrators do not require Senate confirmation, so they started right away on January 21 and currently serve as “Acting” Administrators.

The new leader at FTA it is Nuria Fernandez, formerly CEO of the Santa Clara Valley Transportation Agency in California and President of APTA. At FRA, Amit Bose, who served in several roles at FRA in the Obama Administration is currently serving as Acting Administrator.

As mentioned, themes of climate change and racial equity have already shown to be priorities at DOT. In the last few weeks, the department has specifically encouraged applications for its competitive programs to address those two factors.

Board of Directors Memo

March 10, 2021

SUBJECT: Rider Alert/Email Marketing System RFP

Background

DCTA utilizes a software solution to collect and maintain passenger and stakeholder databases, distribute Rider Alerts and send mass communications on behalf of the agency. DCTA's current contract for services has been in place since June 2016.

A Request for Proposals (RFP) was released on January 14, 2021 for an Email Marketing/Rider Alert software solution. Companies included in the Department of Information Resources (DIR) were invited to submit proposals to provide a comprehensive email software system to assist DCTA's operations, marketing and communications departments with the following objectives:

- Provide ability to manage various types of email messages and formats (regular email alert vs. emergency email alert)
- Provide a variety of email templates that can be customized for rider-focused and promotional purposes
- Offer advanced email campaign testing capabilities to better manage and enhance agency email efforts
- Develop in-depth reporting for both overall rider alert and email performance, as well as specific queried data
- Have SMS (text), mobile and social media integration/capabilities for rider customization for receiving updates
- Have a subscriber organization system by category, topic and demographics (i.e. database management)
- Contain multiple levels of admin access with multiple users available to manage permission levels

DCTA's evaluation team reviewed three contract proposals, that included demonstrations of each email software system, based on the following criteria:

- Email Template and Distribution Capabilities
- Reporting and Analytics
- Subscriber Features
- Back-End System Functionality/Support
- Email Marketing Campaign Functionality

Previous Board Activity & Action

- June 2016 – Board Action to Approve Existing Software Vendor

Identified Need

This software system is primarily used to send real-time rider alerts to passengers regarding operational delays or modification of services, as well as to support critical agency messaging and outreach efforts. Staff has developed and maintained databases for passengers, member cities, stakeholders, community outreach partners, media outlets, and beyond to assist in communicating key messaging to the agency's audience at large.

The existing contract is slated to expire in June 30, 2021 and the agency is seeking a new contract to ensure business continuity. Staff is recommending approval of a new vendor at the April 2021 board meeting to allow a two-month transition period to ensure existing databases are transferred and maintained accordingly.



Financial Impact

The RFP identifies a three (3) year term with two (2) additional one-year extensions, and a total not to exceed of \$170,000 for a five-year period of time, or \$34,000 per year.

The FY '21 expense is included in the approved operating budget. Upon approval, staff will continue to budget appropriately in all out years.

Recommendation

This is an informational item only. Staff will bring an action item to the board in April for review and approval.

Exhibits

Exhibit 1 – Email Marketing Scope of Work

Submitted By: Adrienne Hamilton
Adrienne Hamilton, Senior Marketing and Communications Manager

Approval: Nicole Recker
Nicole Recker, VP of Mobility Services and Administration



EMAIL SOFTWARE DIR SPECS

OVERVIEW

Formed in 2002 and funded in 2003, the [Denton County Transportation Authority \(DCTA\)](#) is a leader in advancing mobility initiatives while improving air quality, economic development and livability to serve its communities. The agency operates 18 fixed bus routes, 21-mile A-train commuter rail line, on-demand, paratransit and additional services throughout Denton County and surrounding areas. In FY'20, DCTA served more than 1.5 million passengers system-wide.

DCTA is looking for a comprehensive email software system to assist the marketing and communications and operations department with the following objectives:

- Provide availability to manage different type of email message (regular email alert vs emergency email alert)
- Provide a variety of email template materials that can be customized for rider-focused and promotional information
- Have advanced email campaign testing capabilities to better manage and enhance agency email efforts
- Develop in-depth reporting for both overall email performance as well as specific queried data
- Have SMS (text), mobile and social media integration/capabilities for rider customization for receiving updates
- Have a subscriber organization system by category, topic and demographics
- Contain multiple levels of admin access with multiple users available to manage permission levels

DCTA requires a three-year contract with two, one-year extension options and a la carte pricing where applicable.

SOFTWARE CHECKLIST & NEEDS

Email Template & Distribution Capabilities

- Vendor must provide ready-made templates and offer custom built templates as needed where you can drag and drop such as CTA buttons, hero images, dividers, text, spacers, etc. Ready-made templates should be modern and follow email marketing industry standards
- Templates should be user-friendly and be able to be updated by the agency when needed
- Email templates should have the ability for a user to insert text, links, images, GIFs, videos, headlines and preheader
- Vendor must provide an unlimited number of email templates for distribution
- Vendor must provide an image library where agency can easily select and sort photos for templates
- Vendor must provide test option before sending email to subscribers
- Vendor must provide training on how to use templates
- Vendor must provide mobile vs desktop preview option
- Email messages sent must have social media sharing capabilities
- Provide public link sharing capability
- Provide spam testing/updates
- Provide unlimited or high number of email message distributions per month

Reporting and Analytics

- Vendor must provide quarterly reporting, preferably automated, that focuses on agency's Rider Alerts and email marketing tactics and shows quarter over quarter comparisons
- Vendor must offer the agency strategic optimization assistance with reporting needs
- User must be able to pull reports within the system as needed for individual emails and multiple emails combined in one comprehensive report as needed
- Reports must be comprehensive and include total emails delivered, email opens, unsubscribe rate, bounce rate and email click rate
- Vendor should provide email tagging system to make pulling reports seamless and quick
- Provide information on referrals on where people came from to subscribe
- Reporting should include charts and graphs

Email Marketing Campaigns

- Vendor should provide campaign testing and reporting capabilities such as A/B testing
- Provide public involvement component that allows external users to submit forms, feedback, etc.
- Vendor must provide a variety of engagement campaign options (i.e. welcome campaigns, automated drip campaigns, marketing automation tools, etc.)
- Vendor must provide customizable landing page for subscriber sign ups, both for choosing your own topic and for specific topics

- Vendor must provide a customizable landing page for subscriber sign ups must be able to be shared as a link, popup on website or embedded on website page

Subscriber Features and Back-End System Functionality/Support

- Vendor must provide unlimited users with varying levels of admin access
- Vendor must allow for unlimited subscribers with the ability to bulk import and export subscribers
- Vendor must allow for unlimited number of topics subscribers can choose from
- Vendor must provide new subscriber questionnaire feature with seamless reporting
- Vendor must allow subscribers to subscribe via mobile or email
- Vendor must allow for unlimited SMS email capabilities or reasonable SMS package with a la carte options
- Vendor must provide capability for users to post announcements on homepage for other users to see
- Vendor must allow admin users to add and remove other users; as well as have options to choose limited access or authoritative options for certain users
- Must have Integration and plug in options to other systems/apps (i.e. Shopify, Google Analytics, Facebook, Twitter, etc.)
- Ability to segment subscribers by personas, interests, location, etc. (i.e. email list segmentation and contact management)
- 24/7 or reasonable customer support hours for backend help with the system
- Provide training, online resources (i.e. blog, articles, etc.) for continued system best practices learning

DCTA PRIORITY ACTIONS

Information Report 7
Exhibit 1



NOTES:

- Monthly briefings on all activities will be provided to both the DCTA and NTMC boards
- Proposed timing is dependent on individual initiative progress and board approvals

★ CBA-requested bid process (minimum of 45 days)

★ Roundtables with Member Cities to Review/Tweak Proposed Service Plan

471

★ CBA expires on March 31, 2021

DCTA PRIORITY ACTIONS

Information Report 7
Exhibit 1

DCTA/DART JOINT
OPERATING PLAN

DCTA Board
Approves ILA for
Access Impact Fees



{Board Mtg
on 11/12}



LOI for Joint
O&M Facility



{Board Mtg
on 12/10}



Draft JOP
**DART ILA
Modification to the
Board**

~~{Board Mtg
on 3/25}~~

**{Board Mtg
on 4/22}**



Modify ILA for
Temp/Perm Facility
Mods

{Board Mtg
on 4/22}



Final JOP

{Board Mtg
on 6/24}



Modify ILA for JOP

{Board Mtg
on 9/23}

DCTA Board Agenda Outlook

UPDATED: 3/3/2021 5:12 PM

APRIL 22, 2021	MAY 27, 2021	JUNE 24, 2021
<p><u>CONSENT</u></p> <ul style="list-style-type: none"> Approval of Minutes Monthly Financial Statements: (Monthly Financials, Capital Projects Budget Report) Quarterly Investment Report Quarterly Grants Report ILA City of Denton Mayhill Overpass Project <p><u>INFORMATIONAL REPORTS</u></p> <ul style="list-style-type: none"> Monthly Financial Reports: (Sales Tax, MaaS Update, Budget Transfers) Ridership Trend Report Corinth Parkway & Crossing Reconfiguration Design Social Service Agency Roundtable Report (Feb 2021) <p><u>REGULAR AGENDA</u> <u>Discussion Topics</u></p> <ul style="list-style-type: none"> Trinity Metro Update (potential Guest Presenter) DCTA Priority Action Update DART Negotiations Update Trinity Metro Negotiation Update Agency Quarterly Updates PMO Progress Report (Chris Newport) Strategic Planning Guidance Report Workshop CCT Contract Extension (through 9/30) Local & Regional Transportation Updates and Legislative Issues <p><u>Action</u></p> <ul style="list-style-type: none"> Adoption of Public Involvement Plan Rider Alert/Email Marketing System RFP Kittleson Task Order for KCS TOD Study Brand Ambassador Services RFP ILA with Trinity Metro for Joint Bus Operations and Maintenance Budget Amendment City of Denton Mayhill Overpass Project <p><u>Information</u></p> <ul style="list-style-type: none"> State & Congressional Legislative Updates 	<p><u>CONSENT</u></p> <ul style="list-style-type: none"> Approval of Minutes Monthly Financial Statements: (Monthly Financials, Capital Projects Budget Report) <p><u>INFORMATIONAL REPORTS</u></p> <ul style="list-style-type: none"> Monthly Financial Reports: (Sales Tax, MaaS Update, Budget Transfers) Ridership Trend Report <p><u>REGULAR AGENDA</u> <u>Discussion Topics</u></p> <ul style="list-style-type: none"> Trinity Metro Update DCTA Priority Action Update DART Negotiations Update Trinity Metro Negotiation Update PMO Progress Report Local & Regional Transportation Updates and Legislative Issues <p><u>Action</u></p> <ul style="list-style-type: none"> CCT Contract Extension (through 9/30) ILA with City of Corinth for Corinth Parkway & Crossing Reconfiguration Design LAN TO for Corinth Parkway & Crossing Reconfiguration Design <p><u>Information</u></p> <ul style="list-style-type: none"> State & Congressional Legislative Updates 	<p><u>CONSENT</u></p> <ul style="list-style-type: none"> Approval of Minutes Monthly Financial Statements: (Monthly Financials, Capital Projects Budget Report) <p><u>INFORMATIONAL REPORTS</u></p> <ul style="list-style-type: none"> Monthly Financial Reports: (Sales Tax, MaaS Update, Budget Transfers) Ridership Trend Report <p><u>REGULAR AGENDA</u> <u>Discussion Topics</u></p> <ul style="list-style-type: none"> Trinity Metro Update DCTA Priority Action Update DART Negotiations Update Trinity Metro Negotiation Update PMO Progress Report Local & Regional Transportation Updates and Legislative Issues <p><u>Action</u></p> <ul style="list-style-type: none"> DBE goal for FY22, FY23, and FY24 TRIP Annual Call for Projects <p><u>Information</u></p> <ul style="list-style-type: none"> State & Congressional Legislative Update