



Alameda Corridor-East Construction Authority

4900 Rivergrade Rd. Ste. A120 Irwindale, CA 91706 (626) 962-9292 fax (626) 962-3552 www.theaceproject.org

PLEASE NOTE
MEETING TIME
IS NOW 1PM

ALAMEDA CORRIDOR-EAST CONSTRUCTION AUTHORITY BOARD OF DIRECTORS REGULAR MEETING AGENDA Monday, March 28, 2016 – 1:00 P.M. Montebello City Hall 1600 W. Beverly Blvd. Montebello, CA 90640

Members of the public may comment on any item on the agenda at the time it is taken up by the Board. We ask that members of the public come forward to be recognized by the Chair and keep their remarks brief. If several persons wish to address the Board on a single item, the Chair may impose a three-minute time limit on individual remarks at the beginning of the discussion.

Montebello City Hall is accessible to persons using wheelchairs and with other disabilities. Informational material will be available in large print. Assistive listening devices, materials in other alternate formats, American Sign Language interpreters and other accommodations will be made available upon request. Requests should be made to Deanna Stanley at 626-962-9292 ext. 142 or dstanley@theaceproject.org. Providing at least 72 hours notice will help ensure availability.

- I. Pledge of Allegiance
- II. Roll Call and Introductions
- III. Public Comment
- IV. Approval of Regular Meeting Minutes of February 22, 2016 (Pages 1 – 4) Action
- V. Chairman’s Remarks
- VI. Board Member Comments
- VII. Chief Executive Officer’s Report (Pages 5 – 6) Information
- VIII. Project Construction Progress Reports Information

The ACE Construction Authority is constituted of seven (7) member jurisdiction; the Cities of El Monte, Industry, Montebello, San Gabriel and Pomona, the County of Los Angeles and the San Gabriel Valley Council of Governments. A San Bernardino County Council of Governments representative is an ex-officio Board member. Each member or alternate has one vote. A quorum of the ACE Construction Authority is no less than four (4) of its total voting membership. Actions taken by the ACE Construction Authority shall be by simple majority of the members present with a quorum in attendance except for personnel actions, the annual budget, matters dealing with the Administrative Code or matters requiring subsequent approval by the SGVCOG, all of which shall require five (5) votes. All disclosable public records related to this meeting are available for viewing at the ACE office above during normal working hours.

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|------|--|-----------------|--------|
| IX. | Approval of Award of Construction Contract for the Fullerton Road Grade Separation Project | (Pages 7 – 8) | Action |
| X. | Receive and File Memorandum of Understanding for ACE to Provide Financial Support Services to the San Gabriel Valley Council of Governments | (Pages 9 – 18) | Action |
| XI. | Receive and File Memorandum of Understanding for ACE to Provide Payroll and General Administrative Support Services to the San Gabriel Valley Council of Governments | (Pages 19 – 23) | Action |
| XII. | Adjournment | | Action |



If you would like to receive the ACE Board agenda electronically, please email Amy Hanson at ahanson@theaceproject.org



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ACE Construction Authority Board of Directors Regular Meeting February 22, 2016 Minutes

Chairman Jack Hadjinian called the meeting of the Board of Directors of the Alameda Corridor-East Construction Authority to order at 2:06PM at the Montebello Council Chambers.

1. **Pledge of Alliance** – Phil Hawkey, Executive Director of the San Gabriel Valley Council of Governments led the pledge of allegiance.
2. **Roll Call:** In attendance was:
Jack Hadjinian, Chair
Juli Costanzo, Vice Chair
Barbara Messina
Victoria Martinez
Elliott Rothman

Staff:

Mark Christoffels, CEO
Gregory Murphy, BWS, legal counsel
Deanna Stanley
Amy Hanson
Genichi Kanow
Charles Tsang
Phil Balmeo
Paul Hubler
Victoria Butler
Cecilia Cardenas

Guests:

Victoria Shin Park, Citadel CPM
Fadi Rassham, Citidel CPM
Hank Fung, LA County DPW
Richard Rea, Senator Bob Huff
John Dietler, SWCA
Charlie Nakamoto, Jacobs

3. **Public Comments** – There were no public comments.
4. **Approval to Receive and File Finance Committee Meeting minutes** – A motion was made to approve the February 3, 2016 Finance Committee minutes.

M/S/C/Rothman/Costanzo /Unanimous

5. **Approval of January 25, 2016 Regular Meeting minutes** – A motion was made to approve the January 25, 2016 Regular meeting minutes.

M/S/C/Rothman/Martinez/Unanimous

5. **Chairman Remarks** – Chairman Hadjinian congratulated member Barbara Messina who would be appointed Mayor of Alhambra this evening.
6. **Board Member Comments** – There were no board member comments.

7. **Chief Executive Officer's Report** – Mr. Christoffels has followed up with a letter of support of the TCIF program. He reported that the San Gabriel Valley Council of Governments approved two MOUs for ACE to provide accounting, IT and human resources support services. He indicated this item would be brought to the ACE Board in March. Mr. Christoffels indicated ACE received a suit alleging ADA violations on the ACE-owned property at Fairway Drive which has been settled. He indicated restriping of the parking lot would be done as part of the settlement. Mr. Christoffels also reported that Caltrans has begun an audit of ACE Prop 1B funded projects which are Baldwin and San Gabriel Trench and results will likely be available in May.

8. **Project Construction Progress Reports** – Senior Project Manager Genichi Kanow reviewed storm drain installation at Workman Mill Road and valley. Preparation of installation of concrete pavement. Puente Avenue project. Senior Project Manager Charles Tsang reviewed retaining wall construction, bridge work and JP Original parking lot work at Nogales Street and. Mr. Tsang also reviewed finishing pour of pump station and demolition at Fairway Storage at the Fairway Drive project. Senior Project Manager Phil Balmeo reviewed the completed bridge work and an overall aerial of construction activities along the trench project.

Member Antonovich arrives.

9. **Approval of Regular Meeting Time Change** – Mr. Christoffels reminded the Board that at the request of one of its members, the Board was polled to potentially move the regular meeting time from 2pm to 1pm.

A motion was made to move the Regular Board meetings from 2pm to 1pm.

M/S/C/Martinez/Messina/Unanimous

10. **Approval of Task Order #2 to Berg & Associates for Construction Management Services for the Fullerton Road Grade Separation Project** – Mr. Christoffels reminded the Board that Berg & Associates was selected to provide construction management services for the Fullerton Road grade separation project. He reviewed the elements of task order #2 which was for a duration of 50 months. He indicated staff has prepared an independent estimate of the costs to compare against the estimate produced by the contractor and the cost is reasonable. He reminded the board that the contract is based on time and material of work actually provided and that 14% is within the range of the estimated construction management contract. There are no questions.

A motion was made to authorize the Chief Executive Officer to execute Task Order 2 under the construction management services contract with Berg & Associates for a not-to-exceed amount of \$11,871,963 for a total contract value of \$12,091,017 for the Fullerton Road grade separation project.

M/S/C/Costanzo/Martinez/Unanimous

11. **Approval of Task Order #2 Amendment to SWCA for Cultural Resource Services for the San Gabriel Trench Project** – Dr. John Dietler, Cultural and Paleontological Resources Director of SWCA Environmental summarized the data recovery efforts through 2012. He shared that a book of the findings was being printed and available shortly. He reminded the board that the material underneath the then active railroad tracks was unreachable until the tracks were removed, at which time additional work was performed. He reported that extensive water works and archeological features were uncovered and construction monitoring is ongoing but at a significantly reduced level. He reported that at the Ramona Street crossing a 1830s dome shaped hut was uncovered. He indicated the hut has been featured in early drawings of the structures near the Mission, extremely rare and was filled with artifacts including spindle whirls. He indicated the feature will remain intact and be preserved. He indicated the additional work now required included trench monitoring during excavation, analysis of additional data, completing various reports including national historic landmark nomination and curating of artifacts required by Memorandum of Understanding between ACE and Caltrans. Member Martinez asked how the artifacts would be disseminated and Mr. Dietler responded, there was hierarchy established including some belonging to the landowner but the MOA agreement dictates that the museum-worthy pieces shall go to the UCLA Fowler Museum, while others will be distributed for educational purposes to the local Mission and Historical Society.

A motion was made to authorize the Chief Executive Officer to increase Task Order 2 on the contract with SWCA Environmental Consultants for cultural resources management on the San Gabriel Trench Project for a not-to-exceed amount of \$494,824 for a task order contract authorization of \$3,970,221

M/S/C/ Messina/Costanzo/Unanimous

13. **Receive and File Sale of Excess Property on the Baldwin Avenue Grade Separation Project**– Mr. Christoffels indicated the sale of the excess property has been completed. Nelson Yip has agreed to purchase the three parcels previously declared excess with an all cash offer of \$1.2 million. He indicated the parcel will be used to develop veteran housing. He indicated the funds would be applied to other ACE Projects.

A motion was made to receive and file an update on the sale of excess property of the Baldwin Avenue grade separation project.

M/S/C/Costanzo/Rothman/Unanimous

14. **Approval to Receive and File Management Report and Audited Financial Statements for Fiscal Year 2015** – Roger Martinez, Vasquez & Associates indicated the financial audit for fiscal year 2015 has been complete and reviewed the requirements of the audit. He indicated there were no material findings and the opinion was that policies and procedures are in place and acceptable.

A motion was made to receive and file the management report and audited financial statements for Fiscal Year 2015.

M/S/C/Rothman//Unanimous

17. **Adjournment** – The meeting was adjourned in memory of former El Monte Mayor and ACE Board Member Ernest Gutierrez at 2:56pm. The next meeting of the Board will be held on March 28, 2016.

X 

Deanna Stanley
Clerk of the Board



Alameda Corridor-East Construction Authority

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MEMO TO: ACE Construction Authority Board Members & Alternates

FROM: Mark Christoffels
Chief Executive Officer

DATE: March 28, 2016

SUBJECT: CEO Report

The following are items of note since the last meeting:

Legislative Meetings – By our March Board meeting, the San Gabriel Valley delegation will have completed its 14th annual legislative meeting in Washington, DC. The goal of this annual event is to bring attention with unified voices the needs of the San Gabriel Valley to our Washington delegation. We also use this opportunity to update them on project progress and thank them for their continued support. I will provide an update at your March meeting.

City of Industry – We formally requested the City of Industry consider an appointment of a member and alternate to our Board and this was discussed at their March 10 meeting. Unfortunately an appointment was not made and the City agreed to discuss this further. We remain hopeful that Industry will make an appointment soon.

Contracting – Our Administrative Code delegates to the CEO the authority to approve new contracts or change orders for Board-approved contracts within certain limits, with a requirement that I report to the Board any such contract action. Since my last report I have approved the following:

Consultant/Vendor	Reason for Change	Change Amount	Total Contract Value
Biggs Cardosa & Associates, Inc.	Extend period of performance for Task Order Nos. 3 and 4 to June 30, 2016.	\$0.00	\$11,236,229
Berg & Associates, Inc.	Increase Task Order No. 1 value for additional Pre-CM costs (other direct expenses).	\$18,000	\$12,109,017
Moffatt & Nichol	Increase Task Order No. 1 value for additional services for Montebello project.	\$27,283	\$2,068,775
URS Corporation	Increase Task Order No. value for additional services for Durfee project.	\$26,935	\$6,418,414

Community Outreach Update – Staff conducted the following project outreach activities:

- Distributed construction alert notices regarding night-time traffic lane closures on Fairway Drive for removal of shoring panels and construction equipment for the Fairway Drive project;
- Distributed construction alert notices regarding night-time traffic lane and sidewalk closures on Fullerton Road, Gale Avenue and Railroad Street for water line relocation for the Fullerton Road project;
- Distributed construction alert notices regarding demolition of residential property for the Durfee Avenue project;
- Conducted school safety presentation at Vail High School, Fremont Elementary School and La Merced Elementary School in Montebello and distributed school safety kits to students at Montebello Intermediate School; and,
- Conducted ongoing community outreach and support activities for the San Gabriel Trench, Nogales Street, Puente Avenue and Fairway Drive grade separation projects.



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MEMO TO: ACE Construction Authority Board Members and Alternates

FROM: Mark Christoffels
Chief Executive Officer

DATE: March 28, 2016

SUBJECT: Approval of Award of a Construction Contract to Shimmick Construction Company, Inc. for Fullerton Road Grade Separation Project

RECOMMENDATION: Staff recommends that the Board authorize the award of a contract to Shimmick Construction Company, Inc. (Shimmick) for construction of the Fullerton Road (Los Angeles Subdivision) grade separation project in an amount not to exceed \$82,286,808.00.

BACKGROUND: At the November 2015 meeting, the Board approved the plans, specifications and estimate and authorized staff to solicit bids for the grade separation construction contract.

The Fullerton Road grade separation project will construct a double-track railroad bridge over a six-lane depressed roadway on Fullerton Road. A portion of Fullerton Road north of Railroad Street will be realigned to improve the travel way. Traffic lanes will be added along Fullerton Road from Rowland/San Jose to the Pomona Freeway EB on-ramp as part of the City of Industry initiated betterment. Existing UPRR mainline tracks will be raised by up to 8' as a result of this project. Gale Avenue will be lowered to meet grade and a Railroad Street bridge will be constructed to overpass Fullerton Road. A pedestrian bridge will be constructed immediately south of the railroad bridge to connect east and west Gale Avenue.

All work associated with this project will be done while maintaining the two existing rail mainline operations at all times. Fullerton Road will be temporarily closed while work on the bridges and retaining walls are underway. Traffic will be diverted to Nogales Street and Azusa Avenue during construction. To minimize traffic congestion during construction the project specifications prohibit the contractor from closing Fullerton Road until after Nogales Street is open to traffic.

On March 9, 2016, we received the following bids:

- | | |
|--|-----------------------|
| 1. Shimmick Construction Company, Inc. | \$82,286,808.00 a) |
| 2. Flatiron West, Inc. | \$88,000,630.28 a) b) |
| 3. Pulice Construction, Inc. | \$88,679,073.00 |
| 4. OHL USA, Inc. | \$89,354,897.00 a) |
| 5. Griffith Company | \$90,886,030.30 b) |

- a) Mathematically accurate bid total.
b) Subject to further review of bidder's SBE efforts.

All bids were reviewed and determined to be accurate. Official bid results were issued on March 17, 2016. The protest period would have concluded by the close of business, March 24, 2016. As of the mailing date of this agenda item, no protests have been received.

Low Bid Evaluation

Shimmick's bid appears to be complete and responsive. Shimmick's bid was 5.5% more than the agency estimate. Heavy construction in the Los Angeles region has shown volatility and net increase in costs in the past six months and the 5.5% differential is found acceptable.

Shimmick appears to be qualified to perform the work specified in the contract. The bid was issued under the Small Business Enterprise (SBE) Program currently in place. Staff has established a 10% SBE goal on the Fullerton Road construction project. Based on staff's evaluation, Shimmick has committed to a 10% SBE goal.

Schedule:

Limited Notice to Proceed: April 11, 2016 (approximate)
Completion: 1,350 calendar days after NTP (45 months)

BUDGET IMPACT: Funds for the anticipated costs are available from TCIF, Metro Measure R, City of Industry and UPRR.



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MEMO TO: ACE Construction Authority Board Members and Alternates

FROM: Mark Christoffels
Chief Executive Officer

DATE: March 28, 2016

SUBJECT: Receive and File Memorandum of Understanding for ACE to Provide Financial Support Services to the San Gabriel Valley Council of Governments

RECOMMENDATION: Receive and file the attached report from the February 18, 2016 San Gabriel Valley Council of Governments Governing Board meeting approving a Memorandum of Understanding for ACE to provide financial support services to the San Gabriel Valley Council of Governments.

BACKGROUND: At the February 18, 2016 San Gabriel Valley Council of Governments (SGVCOG) Governing Board meeting, the attached agenda item was approved authorizing a Memorandum of Understanding (MOU) for ACE to assist the SGVCOG staff with financial services. This MOU is related to accounting, budget, finance, and information technology support.

All expenses and related accounting will be kept separate from the ACE projects, and all staff time used to oversee these support services to the SGVCOG will be charged to the SGVCOG. The level of effort to provide these requested support services will not be significant and is not anticipated to adversely affect the ongoing delivery of the ACE projects.

BUDGET IMPACT: There will no budget impact to the ACE program since all staff and administrative costs will be reimbursed by the SGVCOG. Funds for this reimbursement are available in the SGVCOG's adopted budget.

Attachment

DATE: February 18, 2016

TO: Governing Board Delegates and Alternates

FROM: Philip A. Hawkey, Executive Director

RE: **MEMORANDUM OF UNDERSTANDING (MOU) WITH ALAMEDA CORRIDOR-EAST CONSTRUCTION AUTHORITY (ACE) FOR FINANCIAL SERVICES**

RECOMMENDED ACTION

- 1) Direct the Executive Director to execute a MOU with ACE for financial services; and
- 2) Approve an exception the SGVCOG's JPA to allow ACE to provide these services and be fully reimbursed for all labor costs associated with these tasks.

BACKGROUND

The Joint Powers Agreement of the San Gabriel Valley Council of Governments dictates the responsibilities of the ACE staff and limits it to the administration of the ACE Project. In order to expand or limit the responsibilities of the ACE staff the Governing Board may amend its bylaws or approve an exception.

In January 2016, the firm that currently performs the SGVCOG's accounting services, Platinum Consulting Services, resigned due to a number of additional clients that make them no longer able to efficiently provide services to the SGVCOG. As of February 29th, they will no longer be under contract with the SGVCOG and will no longer be performing any accounting or financial management functions for the COG. Additionally, through the course of the SGVCOG's FY 2014-15 financial audit, the SGVCOG's auditors have recommended that the SGVCOG utilize ACE's in-house financial expertise and software tools to improve the SGVCOG's financial tracking and reporting capabilities.

As a result of these developments, SGVCOG and ACE staff have met and have concurred that an arrangement whereby ACE performs financial and accounting services for the COG is feasible and would be cost effective for the SGVCOG. The estimated annual cost is \$27,000, which is comparable to the amount the SGVCOG currently budgets for these services. Additionally, there would be a one-time software cost of \$8,500, which has been included in the proposed mid-year budget revision. Expenditures over the past two years ranged from \$30,000 - \$40,000, but included some additional work related to the Caltrans audit. Staff is proposing a two-step transfer of the SGVCOG's financial management functions to ACE as follows:

- **March 1st – June 30th, 2016:** ACE staff will utilize the SGVCOG's existing accounting software (i.e. Quickbooks) and continue to perform all of the responsibilities currently performed by Platinum Consulting Group.

Additionally, ACE and COG staff will work to develop an updated chart of accounts and an indirect cost allocation plan and will complete all other steps necessary to fully transfer the SGVCOG's financial records to ACE's financial software and systems.

- **July 1st, 2016:** The SGVCOG's financial records will be maintained by ACE staff utilizing the new software system. Additionally, SGVCOG will begin utilizing the new indirect cost allocation plan to adjust billing rates utilized for the COG's existing grants.

Staff anticipates that this arrangement will be beneficial for the SGVCOG in that it will provide for additional financial reporting and tracking capabilities, is cost effective, and allows the SGVCOG to leverage ACE's in-house expertise related to financial management and grant accounting. See Attachment A for a copy of the draft Financial Services MOU.

ATTACHMENTS

Attachment A – Draft Financial Services MOU

MEMORANDUM OF UNDERSTANDING
BETWEEN SAN GABRIEL VALLEY COUNCIL OF GOVERNMENTS
AND
ALAMEDA CORRIDOR EAST CONSTRUCTION AUTHORITY
REGARDING
ACCOUNTING, BUDGET, FINANCE, and INFORMATION TECHNOLOGY
SUPPORT

The following is a Memorandum of Understanding (“MOU”) between the San Gabriel Valley Council of Governments (“SGVCOG”) and the Alameda Corridor East Construction Authority of the San Gabriel Valley Council of Governments (“ACE”), regarding ACE’s provision of technical and administrative support to SGVCOG related to accounting, budget, finance, and information technology.

WHEREAS, ACE is an administrative entity of SGVCOG, organized pursuant to Section 6508 of the California Government Code with delegated powers relating to administering a project that consists of a number of grade separations within the San Gabriel Valley; and

WHEREAS, in February 2016, SGVCOG’s Governing Board voted to utilize ACE staff for administrative support to SGVCOG staff related to accounting, budget, finance, and information technology; and

WHEREAS, formalizing this relationship will allow ACE’s accounting, budget, finance, and information technology assistance to be utilized on a regular and ongoing basis by SGVCOG staff while ensuring that the activities of ACE personnel are documented and compensated so as to properly reimburse ACE for expenses related to these activities.

NOW, THEREFORE, the parties agree that the following provisions shall govern ACE’s provision of technical support to SGVCOG, as well as the SGVCOG’s payment of ACE for such support.

1. ACE staff shall perform the following work as accounting, budget, finance, and information technology support to the SGVCOG:
 - a. Periodically monitor current accounting procedures including internal controls for the purposes of strengthening existing office methodologies

- including but not limited to invoicing, bill receipt/coding/payment and vendor record keeping
- b. Continually monitor the financial position of the agency and ensure cash flow is adequate to meet demands.
 - c. Create journal entries on an as-needed basis to ensure continued consistency in accounting practices and to correct errors.
 - d. Provide oversight of the quarterly Board payroll.
 - e. Reconcile monthly cash balances. Provide Board report on expenditures and cash balances.
 - f. Review credit card reconciliations and AP transactions and invoices entered by staff.
 - g. Reconcile balance sheet accounts on a quarterly basis.
 - h. Provide a budget update on a monthly basis, submitted to the SGVCOG's Executive Director, to be included at the City Manager's Steering Committee meeting and Governing Board meeting.
 - i. Prepare annual dues invoices, track unpaid dues, and submit past due invoices as appropriate.
 - j. Track grant amounts, unbilled as well as payments received. Reconcile grant billings to accounting records
 - k. Assist the SGVCOG's Executive Director with the preparation of the Annual Budget for presentation to the City Managers' Steering Committee and the Governing Board.
 - l. Prepare for the annual audit including generation of all necessary work papers and schedules, creation of the State Controller's report, and provision of staff to assist with any information needed by the auditing firm during completion of audit fieldwork.
 - m. Prepare 1099 forms and file with the IRS
 - n. Assist in completion of the State Controller's Compensation Report and State Controller's Financial Transactions Report.
 - o. Assist with grantor audits as needed.
 - p. As necessary ACE staff may incorporate improvements to accounting system, policies and procedures and internal controls to better conform to governmental accounting best practices.

2. ACE will utilize the following personnel to undertake the work:

ACE Staff	Title	Hourly Rate	Time	Work Description
Carlos Monroy	Director of Finance	\$200	25%	Review the work of ACE staff providing accounting and financial support. Generate and oversee the preparation of lead schedules for the Fiscal year-end audit and annual State Controller Office report. Assist with the preparation of the annual budget for presentation to the SGVCOG Board. Assist with ICAP preparation
Alcira Godoy	Senior Accountant	\$105	25%	Provide monthly budget updates for submittal to Executive Director and at the City Manager's Steering Committee and Governing Board Set up Timesheet projects in Unanet to track labor charges to projects and handle timesheet data integration into GP Dynamics.
Melissa Truong	Accounting Technician	\$80	25%	Prepare annual dues invoices, prepare aging report, and collect unpaid. Prepare and issue 1099 forms and file with IRS. Manage grant billing, unbilled grant receivable, and reconcile grant billing transactions to general ledger.
Michelle Arroyo	Accounting Technician	\$60	15%	Prepare monthly bank reconciliations. Prepare recurring and non-recurring journal entries to agree general ledger accounts with support schedules.
Susan Nguyen	IT Manager	\$90	10%	Perform daily backup and weekly maintenance, install security software and updates.

3. Should ACE experience a change in personnel necessary for the completion of the services identified above, or a change in labor costs, ACE will propose such change to SGVCOG and upon acceptance of the proposal this MOU may be amended by written agreement of SGVCOG's Executive Officer and ACE's Chief Executive Officer/Chief Engineer.
4. The anticipated annual labor costs under this MOU are attached as Exhibit A. ACE will bill SGVCOG on a monthly basis for work performed based on actual hours. SGVCOG agrees to remit payment to ACE within 30 days of receipt of each ACE bill. ACE will notify the COG when 70% of the budget shown in Exhibit A has been expended, and indicate if costs are anticipated to exceed the budgeted amount. Exhibit A may be amended by written agreement of SGVCOG's Executive Officer and ACE's Chief Executive Officer/Chief Engineer to reflect increased hours required to perform the requested services, or due to increased labor costs.
5. Initial software and equipment costs to provide the services under this MOU are shown in Exhibit B
6. If any term or provision of this MOU shall be rendered invalid or unenforceable, to any extent, the remainder of this MOU, or the application of such provision to persons or circumstances other than those as to which it is held invalid or unenforceable, shall not be affected hereby, and each provision of this MOU shall be valid and enforceable to the extent permitted by law.
7. The terms and provisions of this MOU shall not be deemed to confer any rights upon any person or entities other than the parties hereto.
8. Either party may terminate this Agreement, with or without cause, at any time by giving sixty (60) days written notice to the other party. Upon termination of this MOU, ACE shall furnish to SGVCOG a final invoice for work performed and expenses incurred by ACE, prepared as set forth in Section 4 of this MOU.
9. This MOU may be executed in any number of counterparts, each of which shall be deemed an original but all of which shall constitute one and the same document.

IN WITNESS WHEREOF, the parties have executed this MOU as of the date set forth below

SAN GABRIEL VALLEY COUNCIL OF GOVERNMENTS

By: _____

Title: Executive Director

Date: February 22, 2016

ALAMEDA CORRIDOR EAST CONSTRUCTION AUTHORITY

By: _____

Title: Chief Executive Officer

Date: February 22, 2016

Exhibit A

San Gabriel Valley Council of Governments
 Proposed Staff Hourly Rates for Accounting, Financial and IT Support Services

<u>ACE Staff</u>	<u>Support Type</u>	<u>Budget</u>		
		<u>Estimated Payperiod Hours</u>	<u>Billing Rate</u>	<u>Annual Amount</u>
<u>Finance Director</u>	Review the work of ACE staff providing accounting and financial support Generate and oversee the preparation of lead schedules for the Fiscal year-end audit and annual State Controller Office report Assist with the preparation of the annual budget for presentation to the SGVCOG Board	2.00	\$ 200.00	\$ 10,400.00
<u>Sr. Accountant</u>	Provide monthly budget updates for submittal to Executive Director and at the City Manager's Steering Committee and Governing Board Set up Timesheet projects in Unanet to track labor charges to projects and handle timesheet data integration into GP Dynamics.	2.00	\$ 105.00	\$ 5,460.00
<u>Accounting Technician (MT)</u>	Prepare annual dues invoices, prepare aging report, and collect unpaid Prepare and issue 1099 forms and file with IRS Manage grant billing, unbilled grant receivable, and reconcile grant billing transactions to general ledger	2.00	\$ 80.00	\$ 4,160.00
<u>Accounting Technician (MA)</u>	Prepare monthly bank reconciliations Prepare recurring and non-recurring journal entries to agree general ledger accounts with support schedules	2.00	\$ 60.00	\$ 3,120.00
Accounting Support Subtotal		<u>8.00</u>		<u>\$ 23,140.00</u>
<u>IT Manager</u>	Perform daily backup and weekly maintenance, install security/software updates/hot fixes.	2.00	\$ 90.00	\$ 4,680.00
Accounting & IT Support Total		<u>10.00</u>		<u>\$ 27,820.00</u>

**San Gabriel Valley Council of Governments
Hardware and Software Cost Proposal for GP Accounting and Unanet Timesheet Application**

	<u>Option 1</u>	<u>Option 2</u>
Microsoft Dynamics GP Accounting Software:		
Adding One License	\$ 3,000.00	\$ 3,000.00
Annual Maintenance Support	135.00	135.00
Subtotal	\$ 3,135.00	\$ 3,135.00
Unanet Technologies:		
Additional 10 User Licenses	\$ 1,722.50	\$ 1,722.50
5 Months Annual Maintenance Fees	143.54	143.54
Subtotal	\$ 1,866.04	\$ 1,866.04
Dell		
1 - Work Station	\$ 1,300.00	-
Total	\$ 6,301.04	-
Dell		
Dell Sonicwall TZ600 W/ 3yr Secure UPG Plus	-	\$ 2,111.20
Remote Implementation of a Dell Sonic Wall TZ 500/600	-	1,289.01
Subtotal	-	\$ 3,400.21
Total	-	\$ 8,401.25

Option 1

Remote Access - Both Dynamics GP accounting and Unanet timesheet software will be accessed from SGVCOG's office using Team Viewer via new computer at ACE office.

Option 2

Remote Access - Both Dynamics GP accounting and Unanet timesheet software will be accessed from SGVCOG's office using UPN.

NOTE:

Cost proposal ^{include} ~~exclude~~ ACE labor necessary to set up both Dynamics GP and Unanet



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MEMO TO: ACE Construction Authority Board Members and Alternates

FROM: Mark Christoffels
Chief Executive Officer

DATE: March 28, 2016

SUBJECT: Receive and File Memorandum of Understanding for ACE to Provide Payroll and General Administrative Support Services to the San Gabriel Valley Council of Governments

RECOMMENDATION: Receive and file the attached report from the February 18, 2016 San Gabriel Valley Council of Governments Governing Board meeting approving a Memorandum of Understanding for ACE to provide payroll and general administrative support services to the San Gabriel Valley Council of Governments.

BACKGROUND: At the February 18, 2016 San Gabriel Valley Council of Governments (SGVCOG) Governing Board meeting, the attached agenda item was approved authorizing a Memorandum of Understanding (MOU) for ACE to assist the SGVCOG staff with administrative support services. This MOU is related to payroll, and general administration.

All expenses and related accounting will be kept separate from the ACE projects, and all staff time used to oversee these support services to the SGVCOG will be charged to the SGVCOG. The level of effort to provide these requested support services will not be significant and is not anticipated to adversely affect the ongoing delivery of the ACE projects.

BUDGET IMPACT: There will no budget impact to the ACE program since all staff and administrative costs will be reimbursed by the SGVCOG. Funds for this reimbursement are available in the SGVCOG's adopted budget.

Attachment

REPORT

DATE: February 18, 2016

TO: Governing Board Delegates and Alternates

FROM: Philip A. Hawkey, Executive Director

RE: MEMORANDUMS OF UNDERSTANDING (MOU) WITH ALAMEDA CORRIDOR-EAST CONSTRUCTION AUTHORITY (ACE) FOR PAYROLL AND ADMINISTRATIVE SUPPORT SERVICES

RECOMMENDED ACTIONS

- 1) Direct the Executive Director to execute a MOU with ACE for administrative support services; and
- 2) Approve an exception the SGVCOG's JPA to allow ACE to provide these services and be fully reimbursed for all labor costs associated with these tasks.

BACKGROUND

The Joint Powers Agreement of the San Gabriel Valley Council of Governments dictates the responsibilities of the ACE staff and limits it to the administration of the ACE Project. In order to expand or limit the responsibilities of the ACE staff the Governing Board may amend its bylaws or approve an exception.

In January 2015, the SGVCOG approved a MOU with ACE for transportation planning technical services. This work has included leading the effort on the mobility matrix and working on the development of the proposed Countywide sales tax measure. ACE staff performs this work and submits monthly invoices to the SGVCOG. As a part of the FY 2015-16 budget, the Governing Board approved an expansion of the ACE's work to include administrative support services as the SGVCOG currently has no secretary, administrative assistant or clerk staff. Specifically, ACE staff is responsible for managing payroll and PERS payments on behalf of SGVCOG staff. Additionally, ACE and SGVCOG staff have explored the possibility of ACE staff managing the process related to gathering conflict of interest forms (i.e. "Form 700") from Governing Board members. In total, the SGVCOG's FY 2015-16 budget included \$50,000 for both transportation planning and administrative support services. Following discussions with their legal counsel and financial auditors, ACE staff has been advised that there should be two distinct MOUs, one for transportation planning services and one for administrative support services. This change would have no impact on the SGVCOG budget. See Attachment A for a copy of the draft Administrative Support Services MOU.

ATTACHMENTS

Attachment A- Draft Administrative Support Services MOU

MEMORANDUM OF UNDERSTANDING
BETWEEN SAN GABRIEL VALLEY COUNCIL OF GOVERNMENTS
AND
ALAMEDA CORRIDOR EAST CONSTRUCTION AUTHORITY
REGARDING
ADMINISTRATIVE SUPPORT SERVICES

The following is a Memorandum of Understanding (“MOU”) between the San Gabriel Valley Council of Governments (“SGVCOG”) and the Alameda Corridor East Construction Authority of the San Gabriel Valley Council of Governments (“ACE”), regarding ACE’s provision of administrative support to SGVCOG related to payroll and general administration.

WHEREAS, ACE is an administrative entity of SGVCOG, organized pursuant to Section 6508 of the California Government Code with delegated powers relating to administering a project that consists of a number of grade separations within the San Gabriel Valley; and

WHEREAS, in February 2016, SGVCOG’s Governing Board voted to formalize what had been an informal working relationship pursuant to which SGVCOG staff sought the services of ACE staff for payroll and general administrative support; and

WHEREAS, formalizing this relationship will allow ACE’s payroll and general administrative assistance to be utilized on a regular and ongoing basis by SGVCOG staff while ensuring that the activities of ACE personnel are documented and compensated so as to properly reimburse ACE for expenses related to these activities.

NOW, THEREFORE, the parties agree that the following provisions shall govern ACE’s provision of technical support to SGVCOG, as well as the SGVCOG’s payment of ACE for such support.

1. ACE staff shall perform the following work as administrative support to the SGVCOG:
 - a. Process bi-weekly payroll for the SGVCOG employees including processing and submission of CalPERS contributions for qualifying staff;
 - b. Process quarterly stipend payments to SGVCOG Board members/alternates.

- c. Perform Filing Officer tasks for the SGVCOG for annual and required incoming/outgoing statements of Form 700 Conflict of Interest statements.
- d. Provide general administrative support as requested for agenda preparation, meeting notices, meeting minutes, and newsletters.

2. ACE will utilize the following personnel to undertake the work:

ACE Staff	Title	Hourly Rate	Time	Work Description
Deanna Stanley	Administrative Services Manager	\$128	60%	Process employee bi-weekly payroll and CalPERS contributions. Process necessary changes including enrollments & separations. Process quarterly stipend payments to SGVCOG Board members.
Amy Hansen	Administrative Assistant	\$68	35%	Provide assistance to ASM as necessary. Invoice SGVCOG for CalPERS contributions. Filing Officer responsibilities. Provide general administrative assistance as needed.
Yanin Rivera	Administrative Assistant	\$79	5%	Provide general administrative assistance as necessary.

- 3. Should ACE experience a change in personnel necessary for the completion of the Payroll and administrative support, ACE will propose such change to SGVCOG and upon acceptance of the proposal this MOU may be amended by written agreement of SGVCOG's Executive Officer and ACE's Chief Executive Officer/Chief Engineer.
- 4. ACE will bill SGVCOG on a monthly basis for work performed. SGVCOG agrees to remit payment to ACE within 30 days of receipt of each ACE bill.
- 5. If any term or provision of this MOU shall be rendered invalid or unenforceable, to any extent, the remainder of this MOU, or the application of such provision to persons or circumstances other than those as to which it is held invalid or unenforceable, shall not be affected hereby, and each provision of this MOU shall be valid and enforceable to the extent permitted by law.
- 6. The terms and provisions of this MOU shall not be deemed to confer any rights upon any person or entities other than the parties hereto.

7. This MOU may be executed in any number of counterparts, each of which shall be deemed an original but all of which shall constitute one and the same document.

IN WITNESS WHEREOF, the parties have executed this MOU as of the date set forth below

SAN GABRIEL VALLEY COUNCIL OF GOVERNMENTS

By: 

Title: Executive Director

Date: February 22, 2016

ALAMEDA CORRIDOR EAST CONSTRUCTION AUTHORITY

By: 

Title: Chief Executive Officer

Date: February 22, 2016