

Regional Analysis & Planning Services Inc.
Board of Directors

AMBAG Office
Conference Room
24580 Silver Cloud Court
Monterey, CA 93940

June 25, 2019

MINUTES

1. CALL TO ORDER

The meeting was called to order by Chair Rowley at 4:01 p.m.

Chair Rowley announced that there is a request to change the order of the June 25, 2019 RAPS, Inc. agenda due to a potential issue with quorum.

Maura Twomey, Chief Executive Officer stated that the order of items will be changed so the information items will be discussed first followed by the action items until quorum is confirmed.

2. ROLL CALL

Present: Directors Funk, Petersen, and Rowley
Present via Phone: Director McPherson (4:10)
Absent: Directors McShane, Sarmiento, and Tognazzini
Staff: Maura Twomey, Chief Executive Officer (via phone); Errol Osteraa, Director of Finance and Administration; Elizabeth Hurtado-Espinosa, Principal Accountant; Lina Williams, MBCP; and Ana Flores, Senior Executive Assistant

Roll Call was taken and quorum was not achieved.

3. ORAL COMMUNICATIONS FROM THE PUBLIC ON ITEMS NOT ON THE AGENDA

None.

4. ORAL COMMUNICATIONS FROM THE BOARD ON ITEMS NOT ON THE AGENDA

None.

5. Update on Ongoing and Potential Contracts and Services

Maura Twomey, Chief Executive Officer reported that staff has secured contracts with the Pajaro River Watershed Flood Prevention Authority (PRWFPA) to provide administrative services, San Benito County, Shasta Regional Transportation Agency, and Southern California Association of Governments. RAPS, Inc. is also in discussions with other agencies to provide technical services. Brief discussion followed.

6. Comprehensive Annual Financial Report (CAFR) for FY 2017-2018

Errol Osteraa, Director of Finance & Administration gave an overview of the AMBAG CAFR FY 2017-2018. The CAFR includes financial reports for RAPS, Inc. which is presented as a blended component unit.

Director McPherson joined the meeting via phone. Quorum was reached.

Maura Twomey, Chief Executive Officer stated that RAPS, Inc. received an unmodified opinion on the financial statements and a clean single audit report with no findings. There were no major discrepancies and no management points were given. Brief discussion followed.

7. Financial Update Report

Errol Osteraa, Director of Finance & Administration reported a positive end fund balance of \$10,974.03. Revenues consist of \$82,380.50 for administrative services provided to (1) \$21,904.00 for the PRWFPA; (2) \$660.00 for Shasta Regional Transportation Agency Audit Resolution; (3) \$12,484.00 for the Southern California Association of Governments Audit Resolution; (4) \$26,172.00 for the San Benito County Resource Management Agency Organizational Implementation; and (5) \$21,160.50 for the Shasta Regional Transportation Agency Procurement Policies and Procedures Development. Expenditures totaling \$74,254.59 include (1) \$22,009.56 for AMBAG Staff costs to support the administration of the PRWFPA; (2) \$18,365.36 for AMBAG staff costs for technical assistance; (3) \$565.57 for other costs for technical assistance; (4) \$31,675.00 for Professional Services; (5) \$837.17 for General and liability insurance; and (6) \$801.93 for FY 2016-17 audit fieldwork/audited financial statements/tax return filing. Brief discussion followed.

8. Draft FY 2019-2020 Budget

Errol Osteraa, Director of Finance & Administration reviewed the draft FY 2019-20 budget. Brief discussion followed.

Motion made by Director Funk, seconded by Director McPherson to approve the FY 2018-2019 budget. Motion passed unanimously.

9. Contract with Eidam & Associates

Errol Osteraa, Director of Finance and Administration reported that RAPS, Inc. has been awarded several contracts and will contract the services required to Eidam & Associates. The contract is a three year extension for an amount not to exceed \$150,000.00. Brief discussion followed.

Chair Rowley requested that the contractor's mailing address be added to the contract.

Motion made by Director McPherson, seconded by Director Petersen to approve the contract with Eidam & Associates in an amount not to exceed \$150,000.00. Motion passed with addition of Eidam & Associates mailing address.

10. Authorized Check Signers for the Regional Analysis and Planning Services, Inc. (RAPS) Bank Account

Errol Osteraa, Director of Finance & Administration reported that RAPS, Inc. has not changes its signature cards since June 2018. Staff proposes to 1) remove former Director Jerry Muenzer and former Director Richelle Noroyan; 2) add Director Steve McShane and Director Kristen Petersen; and 3) keep Maura F. Twomey, Elisabeth Bertrand, Bhupendra Patel, and Heather Adamson as authorized check signers. Brief discussion followed.

Motion made by Director McPherson, seconded by Director Funk to approve 1) remove former Director Jerry Muenzer and former Director Richelle Noroyan; 2) add Director Steve McShane and Director Kristen Petersen; and 3) keep Maura F. Twomey, Elisabeth Bertrand, Bhupendra Patel, and Heather Adamson as authorized check signers. Motion passed unanimously.

11. Minutes of the June 19, 2018 Minutes

The minutes of the June 19, 2018 meeting were approved.

Motion made by Director Rowley, seconded by Director Funk to approve the minutes of the June 19, 2018 meeting. Motion passed unanimously.

12. Other

None.

13. Adjournment

The meeting adjourned 4:25 pm.

**Regional Analysis & Planning Services, Inc.
Board of Directors Meeting
ATTENDANCE & VOTING RECORD**

MEETING DATE: June 25, 2019

Attendance (X= Present; AB= Absent) Voting (Y= Yes; N=No; A=Abstain)						
MEMBER	AMBAG REP	Attendance	Item# 11 Draft FY 2019-2020 Budget	Item# 8 Contract w/ Eidam & Associates	Item# 6 RAPS, Inc. Check Signing Authority	Item# 5 Minutes
Capitola	Kristen Petersen	X	Y	Y	Y	Y
Gonzales	Scott Funk	X	Y	Y	Y	Y
Salinas	Steve McShane	AB	-	-	-	-
County of Santa Cruz	Bruce McPherson	X	Y	Y	Y	Y
Monterey County Public Member	Tom Rowley	X	Y	Y	Y	Y
San Benito County Public Member	Mark Tognazzini	AB	-	-	-	-
Santa Cruz County Public Member	Jenny Sarmiento	AB	-	-	-	-