

City of Union City

Measure BB Funds

Union City, California

*Financial Statements and
Independent Auditors' Reports*

For the year ended June 30, 2015

City of Union City
Alameda County Transportation Commission – Measure BB Funds
Financial Statements
For the year ended June 30, 2015

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INDEPENDENT AUDITORS' REPORT

To the Honorable Mayor and Members of City Council
of the City of Union City
Union City, California

Report on the Financial Statements

We have audited the accompanying financial statements of the Alameda County Transportation Commission – Measure BB Funds (Measure BB Funds) of the City of Union City, California (City), as of and for the year ended June 30, 2015, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management of the City 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.

Auditors' Responsibility

Our responsibility is to express opinions 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 accounting 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 opinions.

Opinions

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the Measure BB Funds as of June 30, 2015, and the respective changes in financial position for the year then ended in accordance with accounting principles generally accepted in the United States of America.

To the Honorable Mayor and Members of City Council
of the City of Union City
Union City, California
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Emphasis of Matter

As discussed in Note 1, the financial statements present only the Measure BB Funds and do not purport to, and do not, present fairly the financial position of the City, as of June 30, 2015, and the changes in its financial position, for the year then ended in conformity with accounting principles generally accepted in the United States of America.

Other Matters


Supplementary Information

Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise Measure BB Funds' basic financial statements. The budgetary comparison information is presented for the purpose of additional analysis and is not a required part of the basic financial statements.

The budgetary comparison information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the basic financial statements. Such information has been subjected to the auditing procedures applied in the audit of the basic financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the basic financial statements or to the basic financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the budgetary comparison information is fairly stated, in all material respects, in relation to the basic financial statements as a whole.

Other Reporting Required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued our report dated December 24, 2015, on our consideration of the City's internal control over financial reporting in relation to Measure BB Funds 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 City's internal control over financial reporting and compliance in relation to Measure BB Funds.



Badawi and Associates
Certified Public Accountants
Oakland, California
December 24, 2015

City of Union City
Alameda County Transportation Commission - Measure BB Funds
Combined Balance Sheets
June 30, 2015

	Special Revenue Fund		Enterprise Fund		Total
	Streets & Roads	Bike & Pedestrian Paths	Mass Transit	Paratransit	
ASSETS					
Receivables:					
Taxes	\$ 125,232	\$ 34,651	\$ 62,695	\$ 34,647	\$ 257,225
Total assets	<u>\$ 125,232</u>	<u>\$ 34,651</u>	<u>\$ 62,695</u>	<u>\$ 34,647</u>	<u>\$ 257,225</u>
LIABILITIES AND NET POSITION/FUND BALANCE					
Due to other funds	-	-	62,695	34,647	97,342
Total liabilities	<u>-</u>	<u>-</u>	<u>62,695</u>	<u>34,647</u>	<u>97,342</u>
Net position/fund balance					
Net position					
Fund balance:					
Restricted for street maintenance & improvements	125,232	34,651	-	-	159,883
Total restricted	<u>125,232</u>	<u>34,651</u>	<u>-</u>	<u>-</u>	<u>159,883</u>
Total net position/fund balance	<u>125,232</u>	<u>34,651</u>			<u>159,883</u>
Total liabilities and net position/fund balance	<u>\$ 125,232</u>	<u>\$ 34,651</u>	<u>\$ 62,695</u>	<u>\$ 34,647</u>	<u>\$ 257,225</u>

See accompanying notes to the financial statements

City of Union City
Alameda County Transportation Commission - Measure BB Funds
Combined Statement of Revenues, Expenditures and Changes in Fund Balances
For the year ended June 30, 2015

	Special Revenue Fund		Total
	Streets & Roads	Bike & Pedestrian	
REVENUES:			
Direct Local Program Distribution Allocation	\$ 125,232	\$ 34,651	\$ 159,883
Total revenues	<u>125,232</u>	<u>34,651</u>	<u>159,883</u>
EXPENDITURES:			
Public works	-	-	-
Capital outlay	-	-	-
Total expenditures	<u>-</u>	<u>-</u>	<u>-</u>
REVENUES OVER (UNDER) EXPENDITURES	125,232	34,651	159,883
FUND BALANCES:			
Beginning of year	-	-	-
End of year	<u>\$ 125,232</u>	<u>\$ 34,651</u>	<u>\$ 159,883</u>

See accompanying notes to the financial statements

City of Union City
Alameda County Transportation Commission - Measure BB Funds
Statement of Revenues, Expenses and Changes in Net Assets
For the year ended June 30, 2015

	Enterprise Fund		Total
	Mass Transit	Paratransit	
OPERATING EXPENSES:			
Purchased transportation	\$ 62,695	\$ 34,647	\$ 97,342
Total operating expenses	<u>62,695</u>	<u>34,647</u>	<u>97,342</u>
OPERATING LOSS	<u>(62,695)</u>	<u>(34,647)</u>	<u>(97,342)</u>
NONOPERATING REVENUES:			
Direct Local Program Distribution Allocation	62,695	34,647	97,342
Total nonoperating revenues	<u>62,695</u>	<u>34,647</u>	<u>97,342</u>
Change in net assets	-	-	-
NET ASSETS:			
Beginning of year	-	-	-
End of year	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>

See accompanying notes to the financial statements

City of Union City
Alameda County Transportation Commission - Measure BB Funds
Statement of Cash Flows
For the year ended June 30, 2015

	Enterprise Fund		Total
	ACTC	ACTC	
	Mass Transit	Paratransit	
CASH FLOWS FROM OPERATING ACTIVITIES:			
Cash payment to vendors for services	\$ (62,695)	\$ (34,647)	\$ (97,342)
Net cash provided (used) by operating activities	(62,695)	(34,647)	(97,342)
CASH FLOWS FROM NONCAPITAL FINANCING ACTIVITIES:			
Measure BB pass-through revenue	62,695	34,647	97,342
Net cash provided (used) by noncapital financing activities	62,695	34,647	97,342
Net increase (decrease) in cash and cash equivalents	-	-	-
CASH AND CASH EQUIVALENTS:			
Beginning of year	-	-	-
End of year	\$ -	\$ -	\$ -
CASH FLOWS FROM OPERATING ACTIVITIES:			
Operating loss	\$ (62,695)	\$ (34,647)	\$ (97,342)

See accompanying notes to the financial statements

City of Union City
Alameda County Transportation Commission – Measure BB Funds
Notes to Financial Statements
For the year ended June 30, 2015

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

A. Reporting Entity

All transactions of the Alameda County Transportation Commission Measure BB Funds (Measure BB Funds) of the City of Union City, California (City), are included as separate special revenue and enterprise funds in the basic financial statements of the City. Measure BB Funds are used to account for the City's share of revenues earned and expenditures incurred under the City's streets and roads, bike and pedestrian, transit and paratransit programs. The accompanying financial statements are for Measure BB Funds only and are not intended to fairly present the financial position or results of operation of the City.

B. Basis of Accounting

Governmental Fund Financial Statements

The accompanying financial statements of the special revenue funds are prepared on the modified accrual basis of accounting. Revenues are generally recorded when measurable and available, and expenditures are recorded when the related liabilities are incurred.

The accounting and financial reporting treatment applied to a fund is determined by its measurement focus. All governmental funds are accounted for using a "current financial resources" measurement focus, wherein only current assets and current liabilities generally are included on the balance sheets. Operating statements of governmental funds present increases (revenues and other financing sources) and decreases (expenditures and other financing uses) in net current assets.

Proprietary Fund Financial Statements

The financial statements of the enterprise funds are prepared on the accrual basis of accounting. Revenues are recognized in the period in which they are earned while expenses are recognized in the period in which the liability is incurred.

All proprietary funds are accounted for using the "economic resources" measurement focus. Accordingly, all assets and liabilities (whether current or noncurrent) are included on the Statement of Net Position. The Statement of Revenues, Expenses and Changes in Net Position present increases (revenues) and decreases (expenses) in total net position. Operating revenues in the proprietary fund are those revenues that are generated from the primary operations of the fund. All other revenues are reported as non-operating revenues. Operating expenses are those expenses that are essential to the primary operations of the fund. All other expenses are reported as non-operating expenses.

City of Union City
Alameda County Transportation Commission – Measure BB Funds
Notes to Financial Statements, Continued
For the year ended June 30, 2015

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES, Continued

C. Fund Accounting

The accounts are maintained on the basis of fund accounting. A fund is a separate accounting entity with a self-balancing set of accounts.

The following funds are used:

Special Revenue Fund – To account for the proceeds of specific revenues (other than for capital projects) that are legally restricted to be expended for specified purposes.

Enterprise Fund – To account for operations that are financed and operated in a manner similar to private business enterprises, where the intent of the governing body is that the costs of providing goods and services to the general public on a continuing basis be recovered through user charges.

D. Fund Balance/Net Position

Fund balances of governmental funds are classified in one of five categories:

Nonspendable Fund Balance- That portion of fund balance that includes amounts that are either 1) not in a spendable form; or 2) legally or contractually required to be maintained intact. Amounts considered “not in a spendable form” include items that are not expected to be converted to cash such as prepaid items and long-term notes receivable.

Restricted Fund Balance – That portion of fund balance that reflects constraints placed on the use of resources (other than nonspendable items) that are either 1) externally imposed by creditors, such as through debt covenants, grantors, contributors or the laws and regulations of other governments; or 2) imposed by law through constitutional provisions or enabling legislation. These restrictions may be effectively changed only with the consent of the resource provider.

Committed Fund Balance – That portion of fund balance that includes amounts that can only be used for specific purposes pursuant to constraints imposed by formal action of the City Council, the City’s government’s highest level decision making authority. In order for funds to be considered committed, an ordinance must be introduced at a City Council meeting describing the proposed action. At the following City Council meeting, a second reading of the ordinance is made and the ordinance is adopted. The ordinance must be published in the City’s official newspaper of publication within 15 days of adoption. Ordinances are then codified in the City’s municipal code. Those funds collected and expended for specific purposes defined in the City’s municipal code report committed fund balances. The established constraints remain binding until City Council takes action to amend the applicable section of municipal code.

City of Union City
Alameda County Transportation Commission – Measure BB Funds
Notes to Financial Statements, Continued
For the year ended June 30, 2015

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES, Continued

D. Fund Balance/Net Position, continued

Assigned Fund Balance – Represents that portion of fund balance that includes amounts that are constrained by the City’s intended use of the resources but are neither restricted nor committed. Such intent needs to be established at the highest level of decision making, or by an official designated for that purpose. The City Council has given the City Manager the authority to assign amounts to be used for specific purposes.

Unassigned Fund Balance – Represents that portion of fund balance that includes amounts that are not contained in any of the other fund balance categories. The General Fund is the only governmental fund that may report a positive amount as unassigned fund balance. For all other governmental funds, only negative balances may be reported as unassigned fund balance.

Net position is classified in the following categories:

Net Investment in Capital Assets – Consists of capital assets net of accumulated depreciation reduced by outstanding debt attributed to the acquisition, construction, or improvement of the assets.

Restricted Net Position – Consists of funds restricted by external creditors, grantors, contributors, laws or regulations of other governments.

Unrestricted Net Position – Consists of any amounts that do meet the definition of net investment in capital assets or restricted net position.

In circumstances when an expenditure is made for a purpose for which amounts are available in multiple fund balance classifications, fund balance is generally depleted in the order of restricted, committed, assigned and then unassigned.

The City’s enterprise funds, Paratransit and Mass Transit, report zero amounts in their net position. The Measure BB funds supplement passenger fares and operating grant revenues. All Measure BB funds revenues are considered expended in the fiscal year they are allocated.

E. Use of 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 at the date of the financial statements and the reported amounts of revenues and expenditures during the reporting period. Actual results could differ from those estimates.

City of Union City
Alameda County Transportation Commission – Measure BB Funds
Notes to Financial Statements, Continued
For the year ended June 30, 2015

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES, Continued

F. Statement of Cash Flows

For purposes of the statement of cash flows, cash equivalents are defined as investments with original maturities of 90 days or less, which are readily convertible to known amounts of cash. The City considers all pooled cash and investments (consisting of cash and investments and restricted cash and investments) held by the City as cash and cash equivalents because the pool is used essentially as a demand deposit account from the standpoint of the funds. The City also considers all non-pooled cash and investments (consisting of cash with fiscal agent and restricted cash and investments held by fiscal agent) as cash and cash equivalents because investments meet the criteria for cash equivalents defined above.

2. MEASURE BB FUNDS

Under Measure BB, approved by the voters of Alameda County in November 2014, the City receives a portion of the proceeds of an additional one-half cent sales tax to be used to fund the 30-year transportation expenditure plan. The collection of the additional half-cent sales tax began in April 2015 and the first distributions of these funds were made beginning in July 2015. This measure was adopted with the intent that the funds generated by the additional sales tax will not fund expenditures previously paid for by property taxes.

Measure BB were expended on the following projects in fiscal year 2014-15:

Paratransit Program – To help fund Americans with Disabilities Act (ADA) mandated service; to help fund the Union City “Paratransit Plus” program which offers an expanded service area, group trips for seniors and the disabled, as well as urgent medical trips; and to help fund extended weekday service hours. Measure BB funds are considered spent in the year the funds are earned.

Mass Transit Program – To help fund the operations of the City’s own bus system, Union City Transit. This system operates daily (except for holidays) and provides local transit service to major destinations within the City. Union City Transit makes connections with other transit systems including BART, AC Transit and the Dumbarton Express. Measure BB funds are considered spent in the year the funds are earned.

4. TAXES RECEIVABLES

The taxes receivables represent the Measure BB sales tax revenues for the fiscal year received from the Alameda County Transportation Improvement Authority after June 30, 2015.

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SUPPLEMENTARY INFORMATION

City of Union City
Alameda County Transportation Commission – Measure B Funds
Supplementary Information
For the year ended June 30, 2015

1. BUDGETARY BASIS OF ACCOUNTING

A. *Budgetary Control and Budgetary Accounting*

The City Council adopts a two-year operating budget for the General Fund, Special Revenue funds and Debt Service funds. Each year the operating budget is effective July 1 and lapses the following June 30. Budgets are adopted on a basis consistent with generally accepted accounting principles. The budget is controlled at the department level in the General Fund and at the fund level for all other funds. The City's five-year capital improvement plan serves as the basis for the capital project budgets. Appropriations for Capital Project Funds are approved at the same time operating budgets are adopted. These appropriations are made in the fiscal year the capital project is scheduled to commence and are effective for the life of the project. Amendments to capital budgets may be approved by Council at any time during the project's life. As a result, budget to actual schedules are not presented.

The City Council may amend the budget by resolution during the fiscal year. The City Manager is authorized to transfer budgeted amounts between departments within any fund; however, any revisions which alter the total appropriations of any fund must be approved by the City Council. Transfers between funds must be approved by the City Council. There were certain amendments made to the budget during the year for changes in employee compensation plans and to address variances between the original budget and actual activities. These adjustments are reflected in the final budget information presented in the comparison schedules.

Under encumbrance accounting, purchase orders, contracts and other commitments for the expenditures of monies are recorded in order to reserve that portion of the applicable appropriation. Encumbrance accounting is employed as an extension of the formal budgetary process. Encumbrances outstanding at year-end are carried forward into the following fiscal year.

City of Union City
Alameda County Transportation Commission - Measure BB Funds
Required Supplementary Information, Continued
ACTC Streets & Roads Special Revenue Fund
For the year ended June 30, 2015

	Budgeted Amounts		Actual Amounts	Variance with Final Budget Positive (Negative)
	Original	Final		
REVENUES:				
Direct Local Program Distribution Allocation	\$ -	\$ -	\$ 125,232	\$ 125,232
Total revenues	-	-	125,232	125,232
EXPENDITURES:				
Current:				
Public works	-	-	-	-
Capital outlay	-	-	-	-
Total expenditures	-	-	-	-
REVENUE OVER (UNDER) EXPENDITURES	-	-	125,232	125,232
Net change in fund balance	\$ -	\$ -	125,232	\$ 125,232
FUND BALANCES:				
Beginning of year			-	
End of year			\$ 125,232	

City of Union City
Alameda County Transportation Commission - Measure BB Funds
Required Supplementary Information, Continued
ACTC Bike & Pedestrian Paths Special Revenue Fund
For the year ended June 30, 2015

	Budgeted Amounts		Actual Amounts	Variance with Final Budget Positive (Negative)
	Original	Final		
REVENUES:				
Direct Local Program Distribution Allocation	\$ -	\$ -	\$ 34,651	\$ 34,651
Total revenues	-	-	34,651	34,651
EXPENDITURES:				
Current:				
Public works	-	-	-	-
Capital outlay	-	-	-	-
Total expenditures	-	-	-	-
REVENUE OVER (UNDER) EXPENDITURES	-	-	34,651	34,651
Net change in fund balance	\$ -	\$ -	34,651	\$ 34,651
FUND BALANCES:				
Beginning of year			-	
End of year			\$ 34,651	



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 Honorable Mayor and Members of City Council
of the City of Union City
Union City, California

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 financial statements of the Alameda County Transportation Commission - Measure BB Funds (Measure BB Funds) of the City of Union City, California (City), as of and for the year ended June 30, 2015, and the related notes to the financial statements, and have issued our report thereon dated December 24, 2015.

Internal Control Over Financial Reporting

In planning and performing our audit of the financial statements, we considered the City’s internal control over financial reporting in relation to Measure BB Funds (internal control) to determine the audit procedures that are appropriate in the circumstances for the purpose of expressing our opinions on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the City’s internal control. Accordingly, we do not express an opinion on the effectiveness of the City’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.

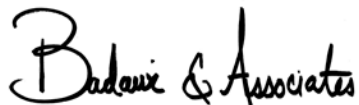
Our consideration of internal control was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be material weaknesses or, significant deficiencies. Given these limitations, during our audit we did not identify any deficiencies in internal control 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 City's Measure BB Funds' 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 determination of financial statement amounts. 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 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.

A handwritten signature in black ink that reads "Badawi & Associates". The signature is written in a cursive, flowing style.

Badawi and Associates
Certified Public Accountants
Oakland, California
December 24, 2015



INDEPENDENT AUDITORS' REPORT ON MEASURE BB COMPLIANCE

To the Honorable Mayor and Members of City Council
of the City of Union City
Union City, California

Report on Compliance

We have audited the City of Union City, California (City)'s compliance with the types of compliance requirements described in the agreement between the City and Alameda County Transportation Commission applicable to Measure BB 2014, that could have a direct and material effect on the City's Measure BB Funds, for the year ended June 30, 2015.

Management's Responsibility

Management of the City is responsible for compliance with the requirements of laws, regulations, contracts, and grants applicable to its Measure BB Funds.

Auditor's Responsibility

Our responsibility is to express an opinion on City's compliance based on our audit. 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 agreement between the City and Alameda County Transportation Commission applicable to Measure BB 2014. Those standards and the agreement 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 the Measure BB Funds. An audit includes examining, on a test basis, evidence about the City'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 Measure BB Funds. However, our audit does not provide a legal determination of the City's compliance.

Opinion on Measure BB Funds

In our opinion, the City complied, in all material respects, with the types of compliance requirements related to the agreement between the City and Alameda County Transportation Commission applicable to Measure BB 2014 for the year ended June 30, 2015.

Other Matter

Under Measure BB, approved by the voters of Alameda County in 2014, the City has received a total of 3 months of revenue from April 2015 through June 2015. The Local Street and Roads program has received \$125,232, the Bike and Pedestrian program has received \$34,651, the Mass Transit program has received \$34,647 and the Paratransit program has received \$62,695. These financial statements reflect twelve months of revenue for the Local Streets and Roads, the Bike and Pedestrian, and the Paratransit programs.

To the Honorable Mayor and Members of City Council
of the City of Union City
Union City, California
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Report on Internal Control Over Compliance

Management of City 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 City's internal control over compliance to determine the auditing procedures that are appropriate in the circumstances for the purpose of expressing an opinion on compliance, 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 City'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 agreement between the City and Alameda County Transportation Commission applicable to Measure BB 2014. Accordingly, this report is not suitable for any other purpose.



Badawi and Associates
Certified Public Accountants
Oakland, California
December 24, 2015