

Agenda Item B.5.

CVTA Financial Administration and Management

- a. Draft Financial Policies and Procedures.....*
- b. Draft Agreement to Provide Fiscal Services.....*

REQUESTED ACTION

The CVTA is requested to authorize the CVTA Finance Committee to develop financial policies and procedures and implement a strategy for locality management of key financial management functions on the Authority's behalf through negotiation of one or more fiscal agent agreements.

CENTRAL VIRGINIA TRANSPORTATION AUTHORITY

DRAFT Financial Policies and Procedures

December 4, 2020

This policy document establishes policies and procedures for the financial management of the Central Virginia Transportation Authority (Authority). The objectives of these policies include:

- Achieve strong internal controls and adequate design over financial accounts and processes
- Proper review and approval of financial transactions
- Operational efficiency, standardization and compliance with accounting and reporting best practices

Roles and Responsibilities

- I. Authority.** The Authority is responsible for administering the Central Virginia Transportation Fund, established by § 33.2-3701 of the *Code of Virginia* (“Fund”), providing broad financial guidance and oversight of the Funds, to include approval of Fund distributions, budget parameters, annual program plans, and the annual budget.
- II. Finance Committee.** The Finance Committee shall be responsible for advising the Authority on all financial matters and overseeing financial activities undertaken by professional staff, including:
 - A.** Reviewing, commenting on, and recommending the annual revenue projections, budget, and any budget amendments.
 - B.** Overseeing the Authority’s financial policies (e.g. bond, investment, procurement) and making appropriate recommendations.
 - C.** Monitoring contracts for services.
 - D.** Monitoring expenditures for compliance with policies and guidance of the Authority.
 - E.** Approving the audit work plan supporting the annual preparation of financial statements, including meeting with the auditor before the audit begins and when it has concluded.
 - F.** Assisting with other financial activities as may be directed by the Authority.
- III. Chief Financial Staff** (*as identified by the Authority*)
 - A.** Manage the Authority’s finances on a day-to-day basis.
 - B.** Execute the Authority-approved budget(s).
 - C.** Develop financial mechanisms/procedures to ensure financial accountability and transparency.
 - D.** Ensure that there are written procedures (financial operation policies) for the fiscal operation of the Authority.
 - E.** Provide monthly financial management reports.
- IV. Fiscal Agent(s)**
 - A.** Assist CVTA Chief Financial Staff with all responsibilities, as needed.
 - B.** Provide agreed upon supports described in the Fiscal Agent Agreement,

which is incorporated by reference and attached hereto.

Freedom of Information Act Requests

- I. **Policy.** The Authority will adhere to the Virginia Freedom of Information Act (FOIA) and the Public Records Act in the conduct of meetings, retention of public records, and responsiveness to requests for records under FOIA.
- II. **Specific Provisions of Policy.**
 - A. All FOIA requests for information must be routed or presented to the CVTA Administrator.
 - B. The CVTA Administrator may consult with the CVTA's General Counsel about FOIA matters, meeting compliance, and before or during the process of responding to any requests for public records.

Records Retention

- I. **General.** The Virginia Public Records Act (*Code of Virginia* § 42.1-76, et seq.) defines public records: "Public record" or "record" means recorded information that documents a transaction or activity by or with any public officer, agency or employee of an agency. Regardless of physical form or characteristic, the recorded information is a public record if it is produced, collected, received, or retained in pursuance of law or in connection with the transaction of public business. The medium upon which such information is recorded has no bearing on the determination of whether the recording is a public record.
- II. **Specific Requirements of Policy.** CVTA documents shall be maintained for the periods indicated in the schedule adopted by the Library of Virginia in accordance with the Public Records Act.
- III. **Safekeeping.** The CVTA Administrator shall be responsible for compliance with this policy. CVTA documents shall be maintained in a safe, secure, and accessible manner. Electronic files will be backed up regularly.

Confidential Commonwealth and Local Tax Information

- I. **Policy.** The Authority will adhere to the *Code of Virginia* § 58.1-3, Secrecy of Information; penalties in the conduct of meetings, publication of information, communication with outside parties, recording and retention of public records, and responsiveness to requests for records.
 - A. Except in accordance with a proper judicial order or as otherwise provided by law, Authority employees shall not divulge any information acquired by them in the performance of duties with respect to the transactions, property, including personal property, income or business of any person, firm or corporation.

Financial Management and Operations

- I. Purpose.** This policy establishes general guidance for the financial management of the CVTA. The objectives of these policies include:
 - A.** Establishing a framework for strong internal controls and processes.
 - B.** Ensuring proper management, review, and approval of financial transactions.
 - C.** Achieving operational efficiencies through standardization of practices.

- II. General Guidelines.** Financial planning and budgeting shall comply with the following guidelines:
 - A.** Consistency with Authority policies, strategic plan, project plans, and expressed priorities.
 - B.** Clarity with respect to any assumptions used in budget development.
 - C.** Manage cash flow of tax revenues appropriated by the Commonwealth of Virginia.
 - D.** Allocating funds consistent with the Code of Virginia and CVTA bylaws.
 - E.** The CVTA administrative and operating budget funds are to be allocated from the Fund prior to allocations to Fund recipients, per § 33.2-3701(D) of the *Code of Virginia*.
 - F.** Planning and budgeting process that provides for Authority approval of an annual budget by May 15th.
 - G.** The financial condition of the Authority shall be reviewed by the Finance Committee on a quarterly basis and the Authority annually, or as necessary.
 - H.** Annually the Finance Committee and the Authority will review the annual audited Financial Statements.
 - I.** Expenditures shall be consistent with the approved budget. The CVTA Administrator may make minor operating budget adjustments (\$10,000 or less) between program areas at his/her discretion; however, major adjustments (>\$10,000) shall have the advance approval by the Finance Committee.

- III. Banking and Accounts**
 1. The designated representative of the CVTA Fiscal Agent, upon authorization from the Authority, and with the assistance of the CVTA Administrator, opens and closes all bank and other financial accounts.

2. The CVTA Chair, and Vice Chair and the Finance Committee Chair and Vice Chair shall have signature authority on all accounts. A designated staff representative of the CVTA may also be authorized to sign checks and make disbursements up to \$5,000 for expenditures that are explicitly included in the annual administrative and operating expense budget. Checks/disbursements over \$5,000 must be countersigned by the Chair or Vice Chair of the Authority or the Finance Committee. In all cases, expenditures must be consistent with the approved budget or a separate approval by the Authority. Additional procedures must be followed when making disbursements of regional project funds or GRTC funds, as further described herein.
3. No petty cash or other 'Cash on Hand' will be permitted.

Annual Audit

- I. **Audit Requirements.** The *Code of Virginia* § 30-140, requires that all authorities, boards and commissions having financial transactions in excess of \$25,000 shall file an audit report within 90 days after the close of the fiscal year with the Auditor of Public Accounts.
 - A. An audit by an independent certified public accountant shall be conducted at least annually. Such audits will, at a minimum, obtain an opinion as to the accuracy of the annual financial statements. Additional audit activity may be obtained by the Finance Committee as it deems prudent. Access to audit services will be provided by the fiscal agent.
- II. **Public Notice.** The *Code of Virginia* § 30-140, requires the CVTA to publish a summary statement of financial condition in a newspaper of general circulation based on its locality. The minimum statement should include total assets, liabilities, and fund balances; total revenues, expenditures, and other sources or uses; and, the resulting net change in fund balances.
- III. **Auditing Standards.** The audit must be conducted in accordance with generally accepted auditing standards and Government Auditing Standards.
- IV. **Financial Reporting Requirements.** The Auditor of Public Accounts requires the CVTA's financial statements be prepared in accordance with the provisions of the Governmental Accounting Standards Board (GASB).
- V. **Audit Vendor.** The locality serving as the fiscal agent for audit services for the Authority shall be responsible for procuring audit services, as needed. The Authority is responsible for all costs related to the annual audit of CVTA financial records.

Procurement

- I. **General.** The CVTA is governed by the Virginia Public Procurement Act (VPPA). The procurement policy is developed to provide for the fair and equitable treatment of all persons involved in public purchasing by the CVTA, to maximize the purchasing value of public funds, and to provide safeguards for maintaining a procurement system of quality and integrity.

- II. Accountability.** The CVTA Administrator shall assume lead responsibility for initiating financial and procurement actions for the Authority consistent with applicable authorization by the Authority, the availability of budgeted funds for the purpose, the VPPA, and all applicable laws.
- III. Small Purchases.** The small purchase threshold is defined by the VPPA. Procurements made pursuant to the small purchase procedures do not require public bid openings or newspaper advertising of competitively negotiated procurements. The following procedures apply to all goods, non-professional, and professional services, with distinctions based on the type of purchase to conform to the VPPA.
- A. Single Quotation:** Where the CVTA's cost of goods or services is \$5,000 or less, purchases may be made upon receipt of a minimum of one (1) written quotation. If more than one quote is received, the award shall be made to the lowest responsive and responsible bidder.
- B. Unsealed Bidding:** Goods or services over \$5,000 and up to the maximum allowable limit defined by the VPPA as a small purchase may be procured through unsealed bidding. The eVA Quick Quote process is the preferred method for securing competition; however, a solicitation for unsealed bidding may be used. The solicitation shall be open for at least three (3) business days.
- C. Unsealed Proposals:** Procurement of goods or services with a value over \$5,000 and up to the maximum allowable limit defined by the VPPA as a small purchase may be procured through an unsealed proposal process. A written determination for the use of competitive negotiation is not required for unsealed proposals. The solicitation for unsealed proposals should include a cover sheet, a general description of what is being sought, the evaluation criteria and weights to be used in evaluation, contract terms and conditions, including unique capabilities or qualifications that will be required. All responses must be received at the designated location by the date and time stated in the solicitation. In lieu of an evaluation committee, the end user may solely evaluate, and rank offers. Upon completion of the evaluation, negotiations shall be conducted with the offerors selected.
- IV. Formal Procurements.** All procurements anticipated to cost more than the maximum allowable limit defined by the VPPA as a small purchase shall be conducted in accordance with the competitive sealed bidding and competitive negotiation requirements of the VPPA. Prior approval of the Authority is required.
- V. Sole Source Purchases.** Upon determination in writing that there is only one practical source available for that which is to be procured, a contract may be negotiated and awarded to that source without competitive sealed bidding or competitive negotiation, in accordance with the *Code of Virginia* §2.2-4303.E. All sole-source purchases will be reported to the Finance

Committee at the next meeting.

VI. Emergency Purchases. In case of emergency, a contract may be awarded without competitive sealed bidding or competitive negotiation; however, such procurement shall be made with such competition as is practicable under the circumstances, in accordance with the *Code of Virginia* §2.2-4303.F. All emergency purchases will be reported to the Finance Committee at the next meeting.

Estimated Cost	General Procedures
\$5,000 or Less	Goods or services purchases require a minimum of one (1) written quotation. Lowest bidder required for more than one (1).
\$5,000.01 to \$30,000 Unsealed Bidding	Goods or services purchased may be procured through the eVA Quick Quote process. Solicitation shall be open for three (3) business days. Must include total cost over the life of the contract. Approval by the Finance Committee is required.
\$5,000.01 - \$30,000 Unsealed Proposals	Requires at least three (3) electronic or written quotes. Solicitation should include general description of purchase, evaluation criteria and weights used in the evaluation, contract terms and conditions. Must include total cost over the life of the contract. Approval by the Finance Committee is required.
\$30,000.01 - \$50,000 Unsealed Proposals	At least four (4) written quotations must be received. Solicitation should include general description of purchase, evaluation criteria and weights used in the evaluation, contract terms and conditions. Prior approval of the Authority is required.
\$30,000.01 and Over – For Professional Services Only	Requires a Formal Request for Proposals established by the VPPA prerequisites. Firms are short listed based on evaluation criteria then an interview is conducted. Firms are then ranked based on criteria. Negotiations can begin with the firm ranked number 1. Final Approval by the Authority is required with authorization to execute a contract.
\$50,000.01 and Over	Requires a Formal Invitation for Bid or Request for Proposals be issued in compliance with VPPA. The request will be advertised on the CVTA’s website. All bids and RFPs must remain “on the street” for a minimum of ten (10) days as required by law. Final Approval by the Authority is required with authorization to execute a contract.

The above table is provided as a recap. It should be updated regularly to capture changes in the VPPA.

Commented [MH1]: Thresholds in table above are from NVTA policies and are generally lower than regional localities

VII. Cooperative Procurement. The CVTA may purchase from another public body’s contract even if it did not participate in the request for proposal or invitation to bid, if the request for proposal or invitation to bid specified that the procurement was being conducted on behalf of other public bodies, in accordance with the restrictions cited in the *Code of Virginia* § 2.2-4304.

Investments

- I. General.** This statement of investment policy establishes policies for the safeguarding and efficient management of Authority funds and for the purchase, sale, and custody of investment instruments. The goal is to minimize risk and to ensure the availability of cash to meet Authority expenditures, while generating revenue from the use of funds, which might otherwise remain idle.

- II. Objectives.**
 - a. The primary objectives of the Authority's investment activities, in priority order, are safety, liquidity, and yield.
 - b. The investment portfolio shall be designed with the objective of attaining a market rate of return throughout budgetary and economic cycles. This objective shall take into account constraints as to acceptable risk, the characteristics of the Authority's cash flows, and the funding expectations of approved projects.
 - c. The Authority shall utilize a third-party investment service as provided by the fiscal agent for investment services to accomplish objectives a and b.
 - d. The Investment Agent, as provided for through the Fiscal Agent Agreement, shall, annually provide an investment strategy and plan to the Finance Committee. Quarterly, reports regarding the performance of invested funds shall be provided to the Finance Committee.

Budget Policy

- I. Budget Calendar.** CVTA Administrator will publish a Budget Calendar each year that specifies each of the budget tasks, events, and decisions required, along with deadlines for each specific task. The calendar will be shared with all groups contributing to the overall process. This will aid in the coordination of data needed from the CVTA Committees and member jurisdictions and keep the Authority informed of key deadlines for decision making and publishing the budget.

- II. Budget Tasks.** The Budget tasks include budget guidance from the Authority, estimating revenues, expenditures, debt service and working capital contributions. They also include determining the CVTA's administrative and operating expenses.

- III. Prepare Revenue Projections.** Revenue projections are calculated. Multi-year projections provide a necessary planning tool for regional projects.

- IV. Prepare Expenditure Projections.** Multi-year expenditure projections should be prepared to correspond with the revenue projections.

- V. **Prepare CVTA Administrative Operating Budget.** The Administrative and Operating Budget is limited solely to the administrative and operating expenses of the Authority and excludes debt service, working capital reserve funding, and project costs such as construction, operation, or acquisition of transportation facilities. Funding will be set aside before any other allocations or disbursements are made under the 50/35/15 distribution.
- A. Generally, budget amounts are estimated by averaging expenses for the past three to five years and adjusting for anticipated changes and other known economic factors. Until such history is available, administrative expenses, except those listed below, will be budgeted based on available data.
- VI. **Reporting.** A budget to actual variance report will be prepared and provided for the Finance Committee and the Authority's review on at least a quarterly basis.
- A. The variances between the projected revenue per source and the actual revenue received will be closely monitored. Mid-year budget amendments will be proposed to the Authority if it is determined the fiscal year's projected revenue is significantly under or overstated.

Local Distribution (50% Funds)

I. General.

- A. The Authority will segregate funds received from the Commonwealth of Virginia between 50% Local Distribution Funds, 15% GRTC Funds, and 35% Regional Revenue Funds as soon as practicable.
- B. The Authority will segregate and distribute Local Funds to jurisdictions based on the proportionate share of each jurisdiction's sales and gas tax each month.
- C. Localities will be required to certify and accept the transfer amounts before funds are disbursed and confirm receipt.
- D. Each jurisdiction shall deposit its Local Funds received from the CVTA into a separate, special fund.
- E. Local Funds must be spent in compliance with the Central Virginia Transportation Authority Act and the CVTA bylaws.
- F. Each jurisdiction is required to provide the Finance Committee a quarterly report on expenditures and must provide CVTA an annual report on expenditures by August 1 each year in the format required by the CVTA. If the annual report is not received by August 1, transfers of the current fiscal year will cease until the certification is submitted in good form.

Regional Revenue (35% Funds)

I. General.

A. Regional Funds shall be used to:

- a) Fund or maintain a Working Capital Reserve in an amount determined by CVTA Finance Committee.
- b) Fund cost of issuance and other debt-related fees and services, and debt service payments undertaken by the CVTA.
- c) To fund “pay-as-you-go” (Pay-Go) projects or studies approved by CVTA.

Each project financed by Regional Funds must meet the planning and scoring criteria established by CVTA and must be approved as a regional project through appropriate prioritizing procedures as recommended by the Technical Advisory Committee and approved by the Authority. The planning criteria must be based on an objective and quantifiable analysis that considers the benefits of projects relative to their cost.

- B.** The Standard Project Agreement (SPA) incorporated within the Memorandum of Agreement Between the VDOT and the CVTA establishes the roles and responsibilities of each party for projects funded by Regional Revenue Funds.

II. Responsibilities.

A. CVTA Administrator.

1. Written requests for supplemental project funding shall be submitted to the CVTA Administrator for review. The CVTA Administrator will present a recommendation to the Finance Committee for consideration. The Finance Committee may make a recommendation on any such request to the Authority for final determination.
2. The CVTA Administrator will advise the recipient in writing of questionable uses of any funding which comes to the Authority’s attention. The CVTA Administrator will provide a report of the incident and make recommendations for resolution to the Finance Committee. The Finance Committee will forward the issue and possible resolution to the Authority. Additional funding may be withheld until final resolution of the matter.
3. The CVTA Administrator will provide the Finance Committee with quarterly reports on the status of funding for regional projects and will report the same to the Authority at least annually or as otherwise needed.

B. CVTA Fiscal Agent, in coordination with the CVTA Administrator.

1. The Lead staff of the Fiscal Agent has primary responsibility to ensure Regional Revenue Funds are properly safeguarded and managed.
2. The Lead staff of the Fiscal Agent will manage the requisition process in coordination with the CVTA Administrator, as outlined in the Standard Project Agreement, for cash flow purposes to facilitate reimbursement to

the recipient within 45 days of receiving a completed and approved requisition request.

3. The Lead staff of the Fiscal Agent will manage the Authority's cash position to ensure availability of funds to meet programmed reimbursement requests.
4. The Lead staff of the Fiscal Agent will coordinate with the CVTA Administrator to provide the Finance Committee with quarterly reports on the status of funding for regional projects and will report the same to the Authority at least annually or as otherwise needed.

C. Recipients.

1. Each recipient is responsible to ensure work is performed in accordance with all applicable federal, state, and local laws and regulations, and the SPA.
2. A recipient must acknowledge that the Authority will not be responsible for operating or maintaining the project upon completion.
3. A recipient must comply with will federal and state requirements for other funding sources which may be used to fund the project and certify that it has adhered to all applicable laws and regulations, as well as the requirements of the agreement.

D. Other

1. All payments made from regional funds must be first approved or otherwise certified by the chair and vice-chair of the Finance Committee, or their designees, as well as the host locality for the project or VDOT, whomever is serving as project manager.

GRTC Revenue (15% Funds)

- A. The Authority will segregate and distribute GRTC funding according to the methodology described in the state code.
- B. No locality embraced by the Authority shall reduce its local funding for public transit by more than 50 percent of what it appropriated for public transit as of July 1, 2019.
- C. GRTC is required to provide the Finance Committee a quarterly report on expenditures and must provide CVTA an annual report on expenditures by August 1 each year in the format required by the CVTA. If the annual report is not received by August 1, transfers of the current fiscal year will cease until the certification is submitted in good form.
- D. All payments made to GRTC must be first approved or otherwise certified by the localities of the chair and vice-chair of the Finance Committee.

AGREEMENT TO PROVIDE FISCAL SERVICES

This Agreement (“Agreement”) is entered into between the CENTRAL VIRGINIA TRANSPORTATION AUTHORITY (hereinafter referred to as “the Authority”) and _____, VIRGINIA (hereinafter referred to as “the County or the City”) this _____ day of _____.

Whereas, the Authority was created pursuant to Chapter 42 of Title 15.2, Code of Virginia; and

Now therefore, it is agreed by the parties as follows:

1. Fiscal Agent Services: The County agrees to serve as Fiscal Agent for the Authority starting _____, 20____, and specifically agrees to provide the following services in that capacity:
 - a. Receive, manage and distribute revenues transferred to the Authority. The Treasurer of the County will invest any funds not disbursed to the localities in an account or accounts separate from County funds in accordance with Authority policies and procedures. Interest earnings will be accounted for separately and reported out on at least an annual basis. All approvals for disbursement of locality specific funds or funds held in the separately established regional account shall be in accordance with the Authority’s approved financial policies and procedures. The associated accounts described herein will be provided through the County’s banking services contract.
 - b. Maintain accounting records for the Authority in accordance with generally accepted accounting principles to reflect the Authority’s assets, liabilities, equity, revenue, expenses, estimated revenues, budgeted expenses and commitments as appropriate.
 - c. Procure financial audit services to the Authority through the County’s audit contract. This section includes the County providing information to the auditor

retained by the Authority, preparing and meeting with the auditor to review the preliminary audit report and publishing audited financial statements for the Authority. The County will be responsible for ensuring compliance with generally accepted accounting principles and all state and federal guidelines.

- d. Provide financial advisory services to the Authority on an as needed basis via the County's contract for advisory services.
- 2. This agreement shall remain in force and effect until the Authority or the County gives written notice to the other of its desire to terminate the Agreement. Such notice shall be given at least 60 days prior to the date of termination, unless otherwise agreed.
- 3. This Agreement is made in, and shall be construed in accordance with and governed by the laws of the Commonwealth of Virginia and any dispute between the parties shall be resolved in the Circuit Court of Chesterfield County and in no other forum.
- 4. The County shall not be required to appropriate any County funds for the purpose of performing this Agreement. The cost of services provided via this Agreement will be billed directly to the Authority and not to the County, and should be limited to the cost of contractual services accessed through the Agreement.

Wherefore, the parties, by signing this Agreement below, evidence their intent to be bound thereby.

CENTRAL VIRGINIA TRANSPORTATION AUTHORITY

By: _____

_____ COUNTY/CITY, VIRGINIA

By: _____