CITY OF TORRANCE ANNUAL FINANCIAL REPORT OF THE

MEASURE R 20% BUS OPERATIONS FUND MEASURE R REGIONAL CLEAN FUEL BUS FUND

FOR THE FISCAL YEARS ENDED JUNE 30, 2020 AND 2019





Simpson & Simpson, LLP Certified Public Accountants

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Independent Auditor's Report

To the Honorable Members of the City Council of the City of Torrance, California and the Los Angeles County Metropolitan Transportation Authority

Report on the Financial Statements

We have audited the accompanying financial statements of the Measure R 20 % Bus Operations Fund and the Measure R Regional Clean Fuel Bus Fund (collectively, the Funds) of the City of Torrance, California (the City) as of and for the years ended June 30, 2020, and 2019, and the related notes to the financial statements, as listed in the table of contents.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

Our responsibility is to express opinions on these financial statements based on our audits. We conducted our audits 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 of 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 opinions.





Opinions

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the Measure R 20 % Bus Operations Fund and the Measure R Regional Clean Fuel Bus Fund of the City of Torrance, California, as of June 30, 2020 and 2019, and the respective changes in their financial position for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Emphasis of Matter

As discussed in Note 2, the financial statements present only the Measure R 20 % Bus Operations Fund and the Measure R Regional Clean Fuel Bus Fund of the City and do not purport to, and do not, present fairly the financial position of the City of Torrance, California, as of June 30, 2020 and 2019, and the changes in financial position for the years then ended in conformity with accounting principles generally accepted in the United States of America. Our opinion is not modified with respect to this matter.

Supplementary Information

Our audits were conducted for the purpose of forming opinions on each of the Funds' financial statements. The accompanying supplementary information as listed in the table of contents is presented for purposes of additional analysis and is not a required part of the financial statements.

The supplementary information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the Funds' financial statements. Such information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the Funds' financial statements or to the Funds' financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the supplementary information is fairly stated in all material respects, in relation to each of the Funds' 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 16, 2020, on our consideration of the City's internal control over the Funds' financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements and other matters. The purpose of that report is to describe the scope of our testing of internal control over the Funds' financial reporting and compliance and the results of that testing, and not to provide an opinion on internal control over the Funds' financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the City's internal control over financial reporting and compliance.

Los Angeles, California December 16, 2020

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MEASURE R 20% BUS OPERATIONS FUND BALANCE SHEETS

June 30

	2	020	2019
ASSETS			
Cash and investments	\$	- \$	
Total assets	\$	<u> </u>	
LIABILITIES AND FUND BALANCE			
Liabilities			
Accounts payable	\$	- \$	
Total liabilities		<u> </u>	-
Fund Balance			
Restricted		<u> </u>	
Total fund balance		-	-
Total liabilities and fund balance	\$	- \$	

MEASURE R 20% BUS OPERATIONS FUND STATEMENTS OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCE

For the Fiscal Years Ended June 30

		2020	2019
REVENUES		_	
Measure R 20% Bus Operations	\$	2,821,287 \$	2,591,096
Total revenues		2,821,287	2,591,096
EXPENDITURES			
Transit Operating Costs		2,821,287	2,591,096
Total expenditures		2,821,287	2,591,096
Excess of revenue over expenditures			
Fund balance at beginning of year			
Franklahara at and affaran	¢.	¢	
Fund balance at end of year	⁵ —	\$	-

MEASURE R 20% BUS OPERATIONS FUND SUPPLEMENTARY INFORMATION SCHEDULE OF EXPENDITURES ACTUAL AND METRO APPROVED PROJECT BUDGET

For the Fiscal Year Ended June 30, 2020 (With Comparative Actual Amount for the Fiscal Year Ended June 30, 2019)

	_		2020		
				Variance	
Project		Metro		Favorable	2019
Code	Project Name	Budget	Actual	(<u>Unfavorable</u>)	Actual
N/A	Transit Operating Costs \$	2,821,287 \$	2,821,287	\$\$	2,591,096
	Total expenditures \$	2,821,287 \$	2,821,287	\$\$	2,591,096

MEASURE R REGIONAL CLEAN FUEL BUS FUND BALANCE SHEETS

June 30

	2020		2019	
ASSETS				
Cash and investments	\$	137,208 \$	137,208	
Total assets		137,208	137,208	
LIABILITIES AND FUND BALANCE				
Liabilities				
Unearned revenues		137,208	137,208	
Total liabilities		137,208	137,208	
Fund Balance				
Restricted			_	
Total fund balance				
Total liabilities and fund balance	\$	137,208 \$	137,208	

MEASURE R REGIONAL CLEAN FUEL BUS FUND STATEMENTS OF REVENUES, EXPENDITURES, AND CHANGES IN FUND BALANCE

For the Fiscal Years Ended June 30

	_	2020	_	2019
REVENUES	_		-	
Measure R 20% Regional Clean Fuel Bus	\$_	-	\$	
Total revenues	-	-	_	
EXPENDITURES				
Transit Operating Costs		_		-
Total expenditures	-	-	-	
Excess of revenues over expenditures		-		-
Fund balance at beginning of year	_	-	_	
Fund balance at end of year	\$_		\$	

The accompanying notes are an integral part of the financial statements.

MEASURE R REGIONAL CLEAN FUEL BUS FUND SUPPLEMENTARY INFORMATION SCHEDULE OF EXPENDITURES ACTUAL AND METRO APPROVED PROJECT BUDGET

For the Fiscal Year Ended June 30, 2020 (With Comparative Actual Amount for the Fiscal Year Ended June 30, 2019)

			2020		
				Variance	
Project		Metro		Favorable	2019
Code	Project Name	Budget	Actual	(<u>Unfavorable</u>)	Actual
N/A	Transit Operating Costs \$	- \$	-	\$ - \$	-
	Total expenditures \$	- \$	-	\$ - \$	-

NOTES TO FINANCIAL STATEMENTS

For the Fiscal Years Ended June 30, 2020 and 2019

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Fund Accounting

The operations of the Measure R 20% Bus Operations Fund (MRBOF) and Measure R Regional Clean Fuel Bus Fund (MRRCFBF) are accounted for in a separate set of self-balancing accounts that comprise its assets, liabilities, fund balance, revenues and expenditures.

The MROF represents 20% of a half-cent sales tax which is allocated among the eligible municipal operators according to the shares calculated by the Formula Allocation Procedure (FAP) for the year in which funds are allocated. Funds are distributed to the jurisdictions within Los Angeles County that have submitted a Los Angeles County Metropolitan Transportation Authority (Metro) approved Measure R 20% Improvement Plan that includes a description of how these funds will be spent. Eligible projects include operating expenses for county-wide bus service operations, maintenance and expansion, and any other operating expenses that will contribute to meet the program's purpose and objectives.

The MRRCFBF represents a total of \$150 million which is set aside for the total life of the Measure R Regional Clean Fuel Bus Capital Facilities and Rolling Stock Program to cover Metro and municipal regional clean fuel bus capital facilities and rolling stock which is allocated among the included and eligible municipal operators according to the shares calculated by the Capital Allocation Procedure (CAP). The purpose of the Measure R Regional Clean Fuel Bus Capital Program and Rolling Stock Program is to construct transit facilities and/or repairs, procure rolling stock and fund related components.

Basis of Accounting and Measurement Focus

MRBOF and MRRCFBF are accounted for using the modified accrual basis of accounting whereby revenues are recognized when they become both measurable and available to finance expenditures of the current period and expenditures are generally recognized when the related fund liabilities are incurred.

MRBOF and MRRCFBF are reported on spending or "financial flow" measurement focus. This means that generally only current assets, current liabilities and deferred inflows and outflows of resources are included on their balance sheets. Statements of revenues, expenditures and changes in fund balance for MRBOF and MRRCFBF generally present increases (revenue and other financing sources) and decreases (expenditures and other financing uses) in net current assets.

Budgets and Budgetary Accounting

The budgeted amounts presented in this report for comparison to the actual amounts are presented in accordance with accounting principles generally accepted in the United States of America.

NOTES TO FINANCIAL STATEMENTS

For the Fiscal Years Ended June 30, 2020 and 2019 (Continued)

NOTE 2 – ANNUAL FINANCIAL STATEMENTS

The financial statements reflect only the financial position and results of operations of the MRBOF and MRRCFBF and their compliance with the Measure R 20% Program Guidelines for Bus Operations, Measure R Program Guidelines to Municipal Operators for Regional Clean Fuel Bus Capital Facilities and Rolling Stock Program, and the City's Memorandum of Understanding (MOU) for both programs.

NOTE 3 – MEASURE R 20% LOCAL RETURN COMPLIANCE REQUIREMENTS

In accordance with Measure R 20% Program Guidelines for Bus Operations, funds received pursuant to these guidelines may only be used for eligible operating expenses that include bus operation for countywide bus service operations, maintenance, and expansion and any other operating expenses that will contribute to meet the program purpose and/or objective. See accompanying Compliance Matrix.

NOTE 4 – MEASURE R REGIONAL CLEAN FUEL BUS COMPLIANCE REQUIREMENTS

In accordance with Measure R Program Guidelines to Municipal Operators for Regional Clean Fuel Bus Capital Facilities and Rolling Stock Program, funds received pursuant to these guidelines can be used for cost associated with transit facilities construction and/or repairs, procurement of rolling stock and related components. See accompanying Compliance Matrix.

NOTE 5 – SUBSEQUENT EVENTS

On January 30, 2020, the World Health Organization declared the coronavirus outbreak a "Public Health Emergency of International Concern" and on March 10, 2020, declared it to be a pandemic. Actions taken around the world to help mitigate the spread of the coronavirus include restrictions on travel, and quarantines in certain areas, and forced closures for certain types of public places and businesses. The coronavirus and actions taken to mitigate it have had and are expected to continue to have an adverse impact on the economies and financial markets of many countries. To date, it is unknown how long these conditions will last and what the complete financial effect will be to businesses and other affected organizations, including local governmental entities.

The City has evaluated subsequent events through December 16, 2020, the date the financial statements were available to be issued and concluded no other events have occurred that require disclosure or adjustments to the financial statements.



MELBA W. SIMPSON, CPA

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 Members of the City Council of the City of Torrance, California and the Los Angeles County Metropolitan Transit Authority

We have audited, in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States, the financial statements of the Measure R 20% Bus Operations Fund and Measure R Regional Clean Fuel Bus Fund (collectively, the Funds) of the City of Torrance, California (City), as of and for the year ended June 30, 2020, and the related notes to the financial statements, and have issued our report thereon dated December 16, 2020.

Internal Control over Financial Reporting

In planning and performing our audit of the Funds' financial statements, we considered the City's internal control over financial reporting (internal control) to determine the audit procedures that are appropriate in the circumstances for the purpose of expressing our opinions on the Funds' 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 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 R 20% Bus Operations Fund and Measure R Regional Clean Fuel Bus Fund 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 result 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.

Los Angeles, California December 16, 2020

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Independent Auditor's Report on Compliance

To the Honorable Members of the City Council of the City of Torrance, California and the Los Angeles County Metropolitan Transit Authority

Report on Compliance

We have audited the compliance of the City of Torrance, California (City) with the Measure R 20% Program Guidelines for Bus Operations, Measure R Program Guidelines to Municipal Operators for Regional Clean Fuel Bus Capital Facilities and Rolling Stock Program, and the City's Memorandum of Understanding with the Los Angeles Metropolitan Transit Authority (collectively, the Guidelines) for the year ended June 30, 2020.

Management's Responsibility

Management is responsible for the City's compliance with the Guidelines.

Auditor's Responsibility

Our responsibility is to express an opinion on the 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 Guidelines referred to in the preceding paragraph. Those standards and the Guidelines 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 Measure R 20% Bus Operations Program and Measure R Regional Clean Fuel Bus Program occurred. An audit includes examining, on a test basis, evidence about 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 with the Guidelines. However, our audit does not provide a legal determination of City's compliance with the Guidelines.

Opinion on Measure R 20% Bus Operations and Measure R Regional Clean Fuel Bus

In our opinion, the City complied, in all material respects, with the compliance requirements of the Guidelines for the year ended June 30, 2020.





Other Matters

The results of our auditing procedures disclosed an instance of noncompliance, which is required to be reported in accordance with the Guidelines and which is described in the accompanying Schedule of Findings and Recommendations as Finding No. 2020-001. Our opinion on the Measure R 20% Bus Operations Program and Measure R Regional Clean Fuel Bus Program is not modified with respect to this matter.

The City's response to the noncompliance finding identified in our audit is described in the accompanying Schedule of Findings and Recommendations. The City's response was not subjected to the auditing procedures applied in the audit of compliance and, accordingly, we express no opinion on the response.

Report on Internal Control Over Compliance

Management of the City is responsible for establishing and maintaining effective internal control over compliance with the Guidelines 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 no for the purpose of expressing an opinion on the effectiveness of internal control over compliance. Accordingly, we do not express an opinion on the effectiveness of the 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 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 under the Guidelines 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 the Guidelines 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 we consider to be material weaknesses or significant deficiencies. We did not identify any deficiencies in internal control over compliance that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

The purpose of this report on internal control over compliance is solely to describe the scope of our testing of internal control over compliance and the results of that testing based on the requirements of the Guidelines. Accordingly, this report is not suitable for any other purpose.

Los Angeles, California

Simpson & Simpson

December 16, 2020

COMPLIANCE MATRIX

For the Fiscal Year Ended June 30, 2020

	Compliance Requirement		pliance	Questioned Costs	If no, provide details and management response.
		Yes	No		•
Measu	re R 20% Bus Operations Fund				
1.	Timely use of funds.	X		None	
2.	Measure R 20% Improvement Plan (Expenditure Plan) was submitted to Metro.	X		None	
3.	Expenditures were approved before being incurred.	X		None	
4.	Funds were used on approved projects only.	X		None	
5.	Funds were not used to supplant any funds authorized by other provisions of law and allocated by Metro for public transit.	X		None	
6.	The Federal National Transit Database report has been provided to Metro.	X		None	
7.	A completed Transportation Performance Measurement (TPM) form was submitted to Metro on time.	X		None	
8.	An Annual Report has been provided to Metro.	X		None	
9.	Accounting procedures, record keeping and documentation are adequate.	X		None	

COMPLIANCE MATRIX

For the Fiscal Year Ended June 30, 2020 (Continued)

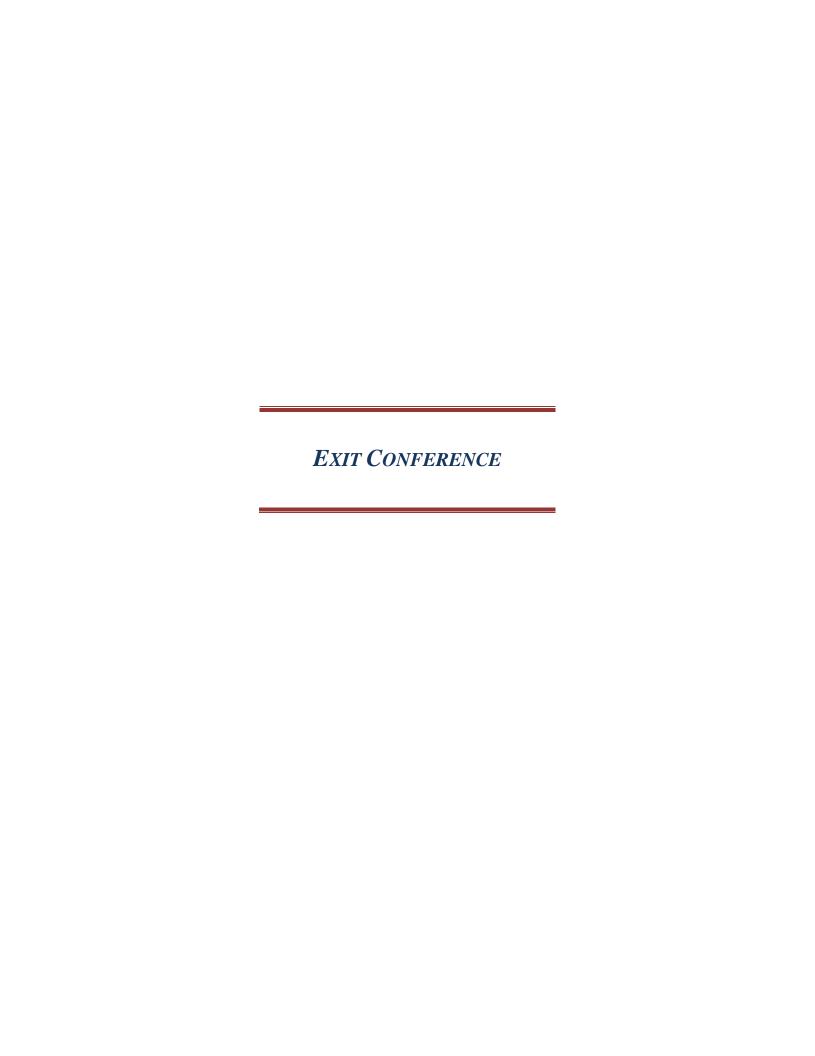
	Compliance Requirement		pliance	Questioned Costs	If no, provide details and management response.
		Yes	No		
Measu	re R Regional Clean Fuel Bus Fund		I		
1.	Timely use of funds.		X	None	See Finding #2020- 001 on the Schedule of Findings and Recommendations.
2.	Expenditure Plan was submitted to Metro.	X		None	
3.	Expenditures were approved before being incurred.	X		None	
4.	Funds were used on approved projects only.	X		None	
5.	An annual financial audit report was submitted on time.	X		None	
6.	An Annual Report has been provided to Metro.	X		None	
7.	Accounting procedures, record keeping, and documentation are adequate.	X		None	

SCHEDULE OF FINDINGS AND RECOMMENDATIONS

For the Fiscal Year Ended June 30, 2020

MRRCFBF: Finding #2020-001

Compliance Requirement	According to LACMTA's Memorandum of Understanding to Allocate Measure R Funds to Municipal Operators for Regional Clean Fuel Bus Capital Facilities and Rolling Stock Program (Article 3.4 – Use of Funds, page 3), "GRANTEE has five years, which is the year of allocation plus four years, to spend the Program FUNDS. LACMTA staff may grant extensions on a case-by-case basis, accompanied by adequate documentation of justification of the need for extension request."
Condition	At June 30, 2020, the City had lapsed funds of \$137,208 from the June 30, 2016 allocation of the Measure R Regional Clean Fuel Bus Funds.
Cause	Per City management, "The funds will be used as part of a pending order for 17 40' Alternative Fuel Buses that are scheduled to arrive in May and June of 2021. Funds will be drawn down once the vehicles arrive, and payment is issued."
Effect	Untimely review of the funding status from a prior year allocation could result in the loss of funding.
Recommendation	We recommend that the City implement internal control procedures to ensure that the Measure R Regional Clean Fuel Bus Funds are expended within the required timeline per the Measure R Regional Clean Fuel Bus Memorandum of Understanding.
Management's Response	The Transit Administration Manager will review the funding status of Measure R Regional Clean Fuel Bus Funds while preparing the annual budget and at each fiscal year end to ensure the funds are expended within the required timeline.
Finding Corrected During the Audit	On December 16, 2020, LACMTA subsequently approved an extension on the usage of lapsed funds until June 30, 2021.



MEAURE R 20% BUS OPERATIONS AND MEASURE R REGIONAL CLEAN FUEL BUS FUNDS EXIT CONFERENCE June 30, 2020

An exit conference was held on December 23, 2020 with the City of Torrance. Those in attendance were:

Simpson & Simpson Representative:

Austine Cho, Audit Manager

City's Representative(s):

Ian Dailey– Accounting Manager

James Lee – Transit Administration Manager

Christine Canlas – Senior Accountant

Clarissa Murillo - Accountant

Matters Discussed:

Results of the audit disclosed no significant deficiencies and one (1) non-compliance issue with Metro Guidelines.

A copy of this report was forwarded to the following City representative(s) for their comments prior to the issuance of the final report:

Ian Dailey – Accounting Manager

James Lee – Transit Administration Manager

Christine Canlas – Senior Accountant

Clarissa Murillo - Accountant

Simpson & Simpson, CPAs 633 West 5th Street, Suite 3320 Los Angeles, CA 90071

RE: CITY OF TORRANCE ANNUAL FINANCIAL REPORT OF THE MEASURE R 20% BUS OPERATIONS FUND AND MEASURE R REGIONAL CLEAN FUEL BUS FUND FOR THE FISCAL YEARS ENDED JUNE 30, 2020 AND 2019

I have received the annual financial report of the Measure R 20% Bus Operations Fund and Measure R Regional Clean Fuel Bus Fund for the years ended June 30, 2020 and 2019 for the City of Torrance and agree with the contents of the report except as indicated below:

(Attach additional pages if necessary)

Very truly yours,				
	Name			
	Title			
	Date.			