

## **EXHIBIT 9**



## Marilyn Brenneman

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**From:** Kubly, Scott  
**Sent:** Tuesday, March 10, 2015 8:01 AM  
**To:** Sutphin, Ann; Nunes-Ueno, Paulo  
**Subject:** RE: Pronto - 2015 & 2016 Cash Flow Projections

Can you send me the agreements for the original grant as well.



**Scott Kubly**  
Director, Department of Transportation  
O: 206.684.5000 | [scott.kubly@seattle.gov](mailto:scott.kubly@seattle.gov)

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**From:** Sutphin, Ann  
**Sent:** Tuesday, March 10, 2015 7:48 AM  
**To:** Kubly, Scott; Nunes-Ueno, Paulo  
**Subject:** RE: Pronto - 2015 & 2016 Cash Flow Projections

Scott and Paulo- Attached is an electronic version of the proposed agreement for 2015 expansion (and associated documents) awaiting SDOT concurrence to forward to FSA for signature.

This agreement includes local funds only; it does not include the "new" \$460,000 CMAQ grant; that grant is not yet obligated and funds are not yet available. The obligation date is June 1. That new grant includes capital costs (only) for "at least" 4 additional stations to provide low-income access. It also has \$140,000 for programmatic work to expand low income access.

I can also email a copy of the 2014 agreement regarding the city advance purchase and FTA grant related to launch.



Ann B. Sutphin, AICP  
Travel Options Lead, Transit & Mobility Division  
City of Seattle Department of Transportation  
O: 206.684.8374 | M: 206.423.1001 | F: 206.684.3238 | [ann.sutphin@seattle.gov](mailto:ann.sutphin@seattle.gov)



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**From:** Kubly, Scott  
**Sent:** Tuesday, March 10, 2015 6:47 AM  
**To:** Nunes-Ueno, Paulo  
**Cc:** Sutphin, Ann  
**Subject:** RE: Pronto - 2015 & 2016 Cash Flow Projections

Thanks Paulo

I would like to get a copy of our grant agreement with pronto.

I think asking them to provide financial projections is perfectly reasonable.

1. They have expressed concerns about their ability to operate the equipment they are proposing to purchase with the grant funds. My understanding is they asked if they could keep stations in storage.
2. They have provided a year end balance that shows them out of cash by the end of the year. They show an

even greater deficit in 2016.

3. They are also (per the latest I heard) having compliance issues with their most recent federal grant.

Sent with Good ([www.good.com](http://www.good.com))

-----Original Message-----

**From:** Nunes-Ueno, Paulo  
**Sent:** Monday, March 09, 2015 04:50 PM Pacific Standard Time  
**To:** Kubly, Scott  
**Subject:** FW: Pronto - 2015 & 2016 Cash Flow Projections

Check out our cashflow analysis. We sent it out to Pronto for some ground trothing. But they're being protective of the data...

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**From:** Makhani, Nicholas  
**Sent:** Monday, March 09, 2015 10:29 AM  
**To:** Nunes-Ueno, Paulo; Ruffini, Chris  
**Subject:** RE: Pronto - 2015 & 2016 Cash Flow Projections

Paulo,

Please see attached.

Note significant assumptions to make from our side include:

- Current cash on hand
- Expected timeframe of sponsorships received
- Membership and casual growth projections
- Corresponding low-income introduction and subsequent impact on membership/casual growth
- Confirmation of dock maintenance required and subsequent new stations on line
- Confirmation of any debt and other expenses

These assumptions without Pronto`s input renders the cash flow projections unreliable at this stage in my opinion.

Nick

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**From:** Nunes-Ueno, Paulo  
**Sent:** Monday, March 09, 2015 10:04 AM  
**To:** Makhani, Nicholas; Ruffini, Chris  
**Subject:** RE: Pronto - 2015 & 2016 Cash Flow Projections

Hmmm...Can you plug in your best guess so we can move forward today?

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**From:** Makhani, Nicholas  
**Sent:** Monday, March 09, 2015 9:49 AM  
**To:** Ruffini, Chris; Nunes-Ueno, Paulo  
**Subject:** RE: Pronto - 2015 & 2016 Cash Flow Projections

Thoughts?

Note Ann Sutphin is on Pronto's Executive Committee – is this now a conflict of interest?

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**From:** Holly Houser [<mailto:holly@prontocycleshare.com>]  
**Sent:** Saturday, March 07, 2015 8:48 AM  
**To:** Makhani, Nicholas  
**Cc:** Ruffini, Chris; Nunes-Ueno, Paulo  
**Subject:** RE: Pronto - 2015 & 2016 Cash Flow Projections

Hi Nicholas,

Our Treasurer is concerned regarding the level of detail the City is requesting from an independent 501(c)3 and is not currently comfortable sending these financial projections to a 3<sup>rd</sup> party without further discussion with our Executive Committee. Unfortunately, the deadline of noon on Monday will not be achievable.

At this point, we feel we have provided a level of financial data appropriate to address the City's concerns regarding the vendor service agreement for purchase of bike share stations and would encourage the City to move forward with approval in order to assure a late-Summer delivery.

Best,  
Holly

HOLLY HOUSER  
EXECUTIVE DIRECTOR

[Holly@ProntoCycleShare.com](mailto:Holly@ProntoCycleShare.com)  
206.607.8816  
[www.prontocycleshare.com](http://www.prontocycleshare.com)

[Twitter](#) | [Facebook](#)

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**From:** Makhani, Nicholas [<mailto:Nicholas.Makhani@seattle.gov>]  
**Sent:** Friday, March 06, 2015 3:02 PM  
**To:** Holly Houser ([holly@prontocycleshare.com](mailto:holly@prontocycleshare.com))  
**Cc:** Ruffini, Chris; Nunes-Ueno, Paulo  
**Subject:** Pronto - 2015 & 2016 Cash Flow Projections

Hi Holly,

Please see attached for a two-year, monthly cash flow template we would like you to complete as soon as possible; ideally, by Noon Monday. As our vendor, the intent of this request is to get the best possible understanding of Pronto's financial situation. We also want to have a better understanding of the impact our low-income expansion request will have on your operations over the next two years. We will not be able to really understand this without monthly information.

We recognize we have been putting you through a number of data requests as of late. Your ongoing help and support is much appreciated.

We are trying to break the cash flow into two separate analyses—one for your ongoing operation ("BASE CASE"-tab 1) and the other for financing any expansion ("LOW INCOME GROWTH CASE"-tab 2). Please complete both tabs, and note the section on the bottom of the "LI GROWTH CASE" tab which has an area for expected station purchases. Here,

incorporate any deposit and amounts due upon delivery by updating total units projected on the “New Stations Installed” line (note how this also impacts the subsequent maintenance costs – if there are time lags in purchase/installation, and subsequent maintenance, please adjust the maintenance quantity accordingly). Also, please confirm the pre-entered unit costs and deposit/delivery assumptions.

On the attached template, please make sure you complete monthly information *for any item highlighted in yellow*. For all expenses, if you know the annual cost, enter that next to the expense type. Otherwise, please enter a specific amount in a particular month. For Maintenance Costs, adjust the Dock Units to properly reflect any Motivate per unit costs. For Liabilities, please list any loans or other liabilities that need monthly paybacks. For any consultants, studies, or other substantial costs, please add a brief sentence or two detailing the item and desired objective, and how this expenditure will help increase revenues, ridership, and/or the effect on the operations of Pronto.

For sponsorship revenue, we need your very best guess for when secured sponsorship dollars will hit Pronto’s bank account. Please enter those directly into the month cells. If any funds have already posted, please reflect that accordingly in the Cash on Hand box. We also need your best estimate as to when you will secure any future sponsorships.

Note the line to start the cash flow with your cash balance. As mentioned above, please include any and all revenues received to date.

For growth rates, please consider these as compared to the prior month. For example, July may increase x% over June, but August may in turn decrease y% to July. This would be depicted as 5% for July and -2% for August, still showing an overall growth, just not as big in the subsequent month. Please help us understand, too, the source of information you are using to come up with your annual and casual membership growth rates by month.

If you have any questions, please do not hesitate to contact me. I will be available this weekend if you need me at 206.854.1403.

Thank you very much!



Nicholas Makhani  
Senior Finance Analyst  
City of Seattle Department of Transportation  
206.615.1093 | [nicholas.makhani@seattle.gov](mailto:nicholas.makhani@seattle.gov)



## Marilyn Brenneman

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**From:** Makhani, Nicholas  
**Sent:** Thursday, March 19, 2015 9:35 AM  
**To:** Sutphin, Ann  
**Subject:** FW: Analysis Request  
**Attachments:** 2015-03-17 Divvy-BST-CaBi-Hubway Systems Usage.xlsx

**From:** Paulo Nunes-Ueno [<mailto:nunes.ueno@gmail.com>]  
**Sent:** Wednesday, March 18, 2015 4:12 PM  
**To:** Makhani, Nicholas  
**Subject:** Fwd: Analysis Request

----- Forwarded message -----

From: **Scott Kubly** <[skubly@gmail.com](mailto:skubly@gmail.com)>  
Date: Wed, Mar 18, 2015 at 3:57 PM  
Subject: Fwd: Analysis Request  
To: Paulo Nunes-Ueno <[nunes.ueno@gmail.com](mailto:nunes.ueno@gmail.com)>

Sent from my iPhone

Begin forwarded message:

**From:** Edward Inlow <[edwardinlow@motivateco.com](mailto:edwardinlow@motivateco.com)>  
**Date:** March 18, 2015 at 5:45:12 AM PDT  
**To:** Scott Kubly <[skubly@gmail.com](mailto:skubly@gmail.com)>  
**Subject:** Fwd: Analysis Request

I haven't vetted this yet but saw you called after I went to bed last night, so wanted to get this over quickly. Let me know if you need more or different...

Edward Inlow,  
Vice President - Operations  
**Motivate**  
443-799-5607 cell  
5202 3rd Ave. Brooklyn, NY 11220  
[email](#) | [offices](#) | [vcard](#) | [websites](#)

----- Forwarded message -----

From: **Gideon Lachman** <[gideon@motivateco.com](mailto:gideon@motivateco.com)>  
Date: Tue, Mar 17, 2015 at 9:39 PM  
Subject: Re: Analysis Request  
To: Edward Inlow <[edwardinlow@motivateco.com](mailto:edwardinlow@motivateco.com)>

Does this work for you?





Hubway is a little problematic - because it wasn't open January of the first year and is contracted in January 2015.

Let me know if I can modify anything...

-Gideon

Gideon Lachman  
Senior Data Analyst

**Motivate**

202-656-3780

[gideon@motivateco.com](mailto:gideon@motivateco.com) | [www.motivateco.com](http://www.motivateco.com)

On Mon, Mar 16, 2015 at 10:19 AM, Edward Inlow <[edwardinlow@motivateco.com](mailto:edwardinlow@motivateco.com)> wrote:  
Hi Gideon,

Can you help pull together an analysis by Wednesday on the following:

**For Chicago and Toronto:**

Rides/bike/day (January and July)

Members per station (annual) launch, 6 months, 12 months

Members per station (casual) in first year November 1, January 1, March 1, July 1

Number of stations at each data point

**For DC and Boston:**

Rides/bike/day (January and July) - 1st year and now

Members per station (annual) 6 months after launch and January 1 2015

Members per station (casual) in July 1 - 1st year and July 1 - 2014

Number of stations at each data point.

Let me know if you have any questions...

Edward Inlow,  
Vice President - Operations

**Motivate**

443-799-5607 cell

5202 3rd Ave. Brooklyn, NY 11220

[email](#) | [offices](#) | [vcard](#) | [websites](#)



## Marilyn Brenneman

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**From:** Krawczyk, Tracy  
**Sent:** Friday, April 03, 2015 2:53 PM  
**To:** Kubly, Scott  
**Subject:** TIGER Consultant

Just wondering if anyone at Alta might be a good choice for the bike share cost-benefit analysis? Would they have good access to data from Motivate?



Tracy Krawczyk  
Policy and Planning Director  
City of Seattle Department of Transportation  
O: 206.733.9329 | M: 206.255.7351 | [TracyKrawczyk@seattle.gov](mailto:TracyKrawczyk@seattle.gov)





**From:** Freedman, Nicole  
**Sent:** 15 May 2015 15:23:40 +0000  
**To:** Justin Ginsburgh  
**Subject:** RE: Draft Term Sheet

Thanks Justin.



Nicole Freedman  
Chief of Active Transportation and Partnerships  
City of Seattle Department of Transportation  
O: 206.684.4690 M: 206.552.4085  
[Nicole.Freedman@seattle.gov](mailto:Nicole.Freedman@seattle.gov)



**From:** Justin Ginsburgh [mailto:[justinginsburgh@motivateco.com](mailto:justinginsburgh@motivateco.com)]  
**Sent:** Friday, May 15, 2015 4:09 AM  
**To:** Freedman, Nicole  
**Cc:** Kubly, Scott  
**Subject:** Re: Draft Term Sheet

Hi Nicole,

Thanks for sending. That time works well. I can send an invite.

Best,  
Justin

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Justin Ginsburgh  
VP of Business Development  
**Motivate**  
917-723-9259  
5202 Third Avenue, Brooklyn NY 11220  
[justin@motivateco.com](mailto:justin@motivateco.com) | [motivateco.com](http://motivateco.com)

On Thu, May 14, 2015 at 11:41 PM, Freedman, Nicole <[Nicole.Freedman@seattle.gov](mailto:Nicole.Freedman@seattle.gov)> wrote:  
Hi Justin,

Please see the City of Seattle's responses and comments to your initial term sheet. Please note that Scott has not fully reviewed this version, but in the interest of time, we are sending the document now. We reserve the right to make changes based on Scott's input. **Would you be available at 3:15 PST on Monday to discuss?** We are still working on a schedule to have a term sheet confirmed by June 5<sup>th</sup> in time to apply for TIGER funding.



Nicole Freedman  
Chief of Active Transportation and Partnerships  
City of Seattle Department of Transportation  
O: 206.684.4690 M: 206.552.4085  
[Nicole.Freedman@seattle.gov](mailto:Nicole.Freedman@seattle.gov)



## Seattle Bike Share Term Sheet

This term sheet is intended to be used to facilitate discussions between the City of Seattle ("City") and Motivate International, Inc. ("Motivate") in order to develop the terms and conditions for an agreement providing the terms for Motivate to launch and operate a bike share system for the City. This term sheet is not legally binding, and all terms are subject to further negotiations and conditions.

Due to the uncertainty in funding, technology and adoption and their impact on operations, the contract will be negotiated in two phases. Motivate and the City will negotiate a future amendment to the contract during or after the development phase, in order to add detail related to operations. This term sheet is divided into two phases. The "Development Phase Agreement" will be negotiated immediately after term sheet signing and governs the vendor selection, testing, procurement and operation of a pilot system for up to 6-15 months. The "Operating Phase Agreement" governs the full-scale launch and operation of the system and will be updated during the operation of the pilot system. Information on capital costs, revenues, operating expenses, system size, public funding and service levels will be gathered during the Development Phase to inform the terms Operating Phase Agreement becomes available.

### Development Phase Agreement Part 1

Contact Topic	Contract Terms
Scope of Service	<ul style="list-style-type: none"> <li>Launch and operate a <u>minimum</u> 100 bike, 10 station e-bike pilot in the City of Seattle. Motivate must launch and operate a larger sized system by request by the City, if equipment is available.</li> </ul>
Responsibilities of Motivate	<ul style="list-style-type: none"> <li>Vendor due diligence and selection <u>via competitive process</u></li> <li>Software load testing and functional testing</li> <li>Hardware reliability and destructive testing</li> <li>Site planning and design</li> <li>Community engagement</li> <li>Inspection of equipment and software</li> <li>Installation of bikes and stations for pilot system</li> <li>Operations and maintenance of pilot system</li> <li>Customer service</li> <li>Marketing of pilot system</li> </ul>
Responsibilities of City (in collaboration with Motivate)	<ul style="list-style-type: none"> <li>Vendor due diligence and selection</li> <li>Purchase of equipment</li> <li>Site <u>planning</u></li> <li>Community engagement</li> </ul>

**Comment [FN1]:** The term sheet and contract do need to cover both phases – development and operations with a minimum level of detail. However, given the need to gather information, SDOT can allow for a second negotiation phase/contract amendment based on the development phase findings.

Please update language throughout.

**Comment [FN2]:** Update language so 1 agreement.

Technology Due Diligence Costs	<ul style="list-style-type: none"> <li>Motivate will invest its own funding for the purposes of vendor due diligence, software testing, and hardware testing. Motivate will dedicate staff from its technology, product development and operations teams to review no fewer than two vendors and make a recommendation to SDOT on a preferred vendor.</li> </ul>
Vendor Selection	A vendor selection process and timeline will be determined by the City with input from Motivate.
Failure to Identify a Vendor	<p>If Motivate and SDOT does not proceed with installation and operation of at least 10 e-bicycle stations by December 31, 2016, are unable to identify an e-bike technology provider that meets the Key Milestones, cost and/or functional requirements for the system, Motivate will be reimbursed by SDOT for 50% of actual direct costs, less full time labor costs and overhead, related to its technology due diligence expenses.</p>
Failure to Launch a Full-Scale System	If SDOT does not to move forward with an e-bike system of at least 1,000 bikes and 100 stations by 2017, Motivate may terminate this agreement at its discretion and be reimbursed for 50% of its actual direct costs, less full time labor costs and overhead, related to the technology due diligence expenses process.
Exclusivity	Motivate will be the exclusive operator a bike share system within the municipal boundaries of Seattle. Exclusivity does not apply to private bike share systems and/or scooter share systems.
Term	<p>Development Agreement termPhase will begin at signing of the Development Agreement and will extend through 6-15 months after launch of the pilot system. This may be extended as needed by mutual agreement.</p> <ul style="list-style-type: none"> <li>The City of Seattle reserves the right to terminate for convenience at any time, per city rules, but must pay back Motivate 50% of its actual direct costs, less full time labor costs and overhead, related to the technology due diligence process direct investment plus 10%</li> <li>Motivate reserves the right to terminate at</li> <li>By the conclusion of the pilot period's term, both parties must mutually agree to move forward to an Operating Agreement or the Development Agreement terminates and the project will be ended and return all equipment returned to the City of Seattle in like-new</li> </ul>

Comment [FN3]: Per Scott. Mutual investment



	<p><u>condition, and pay the City 6 months operations costs.</u></p> <ul style="list-style-type: none"> <li>•</li> </ul>
Equipment	<p>The system will consist of a smart-dock <u>and/or smart-bike</u> system with electric bicycles.</p> <p>The City of Seattle has final decision on equipment and software manufacturer, with input by Motivate.</p>
Capital Funding	<p>The pilot equipment will be purchased solely through funds provided by the City of Seattle.</p>
Key Milestones – Pilot Program	<p>-Motivate will make an equipment recommendation to SDOT by November 30, 2015.</p> <ul style="list-style-type: none"> <li>• If no suitable equipment is identified, this deadline will be extended and future deadlines adjusted accordingly.</li> <li>• SDOT will order equipment by December 15, 2015</li> <li>• At least 10 stations with electric bikes will be operational no later than April 30, 2016 in a soft launch pilot to test equipment.</li> <li>• These deadlines will be extended for: <ul style="list-style-type: none"> <li>○ Community and siting issues outside of Motivate’s control</li> <li>○ Lack of available technology solution</li> <li>○ Failure of hardware and software to pass QA/QC regime</li> <li>○ Delays in shipment due to vendor’s fault</li> <li>○ Vendor lead times that exceed 20 weeks</li> </ul> </li> </ul> <p><u>SDOT can extend deadlines at any time at its discretion.</u></p>
Ownership of Pilot System Bike Share Assets	<ul style="list-style-type: none"> <li>• City shall own all physical assets that are purchased, <del>with funds from the following:</del></li> <li>• <del>Government and public agency funds</del></li> <li>• <del>Philanthropic and service organization grants or loans, such as foundations and non-profit organizations.</del></li> <li>• <del>Any funding specifically granted to the City</del></li> <li>• <del>Funds provided by private or public bodies in lieu of City, State or Federal laws, codes or administrative rules, such as funding a bike share station in lieu of off-site parking code requirements.</del></li> <li>•</li> </ul>

Station Location Siting, Design, and Permitting	City will provide support for site planning with a single, <u>or minimal points of contact</u> for the permit review process.
	<p>SDOT will not require permits on bikes, stations, kiosks, etc. City will facilitate siting of such assets. City will waive all permit fees and provide expedited permitting approvals.</p> <p>Motivate staff will be available to attend up to three (3) public meetings in advance of the pilot system as requested.</p> <p>The City of Seattle will make the final decision on station location for the pilot system.</p> <p>For installation of the pilot system <u>in Seattle</u>, Motivate will be paid installation fees of <u>\$335-2500 per docking pointstation</u> - as specified in the PSBS contract. <u>Additional direct costs will be paid to Motivate for direct costs to hardwire any stations.</u></p>
Pilot Pricing	Pilot system will be available to Pronto members as part of their existing membership
Operations and Maintenance	<p>Motivate will operate the system at a minimum from 6:00am to 10:00pm to allow for testing and maintenance overnight. Hours will be adjusted to allow for more hours of availability if maintenance and testing requirements can be done in shorter windows.</p> <p>Motivate will move up to 3 stations for free during the pilot phase.</p> <p>Motivate will be paid <u>for operations of pilot stations in Seattle</u> on a per-dock basis. <u>Fee is for the pilot program equal to \$125 per docking point per month, which is equivalent to the existing PSBS contract.</u></p>
Call Center	Customer service will be provided through the existing Pronto customer service channels.
Parking Meter Revenue	Motivate is not responsible for replacement of lost parking meter revenue for stations in the pilot system.
Data	All data generated by the Program will be <u>jointly owned by the City of Seattle and subject to city privacy policy.</u>
Liability	Motivate shall defend, indemnify, and hold the City of Seattle and its officers and employees harmless to the fullest extent permitted by law.

Comment [FN4]: Nf confirm with Alysa if this is possible.

Termination	<p>The City has the right to declare Motivate in default under material circumstances, as well as cure period, outlined in the contract.</p> <p>Upon expiration or termination of this agreement, Motivate will remove all equipment owned by Motivate and restore City property, deliver all records and final financial statements, and re-assign permits, as needed. Equipment purchased with public funds will be returned to the City in good order.</p> <p>The City reserves the right to terminate for convenience per City rules but <u>must pay back Motivate 50% of its actual direct costs, less full time labor costs and overhead, related to the technology due diligence process</u> obligated to compensate Motivate as discussed in the "term" section above by paying back Motivate's investment plus 10%.</p>
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**Operating Phase Agreement Part II**

Contact Topic	Contract Terms
Scope of Service	Launch, installation, operation, and maintenance of e-bike share system with at least 1,000 bikes and 100 stations in the municipal boundaries of Seattle.
Responsibilities of Motivate	<ul style="list-style-type: none"> <li>• Brand development</li> <li>• Station location siting, design, and permitting <u>(by request of City)</u></li> <li>• Purchase and inspection of equipment and software</li> <li>• Installation of bikes and stations</li> <li>• Marketing, membership sales, and sponsorship</li> <li>• Operations and maintenance of bike share system</li> <li>• Customer service</li> <li>• Ongoing operations activities</li> <li>• <u>Maintain operating reserve equal to 12 months operations cost</u></li> </ul>
Term	<p>Ten-year term <del>(with renewals upon mutual agreement of the City and Motivate of up to an additional 10 years total.</del> The city and Motivate agree to use mutual best efforts to make the system financially viable.</p> <ul style="list-style-type: none"> <li>• After 30 months, Motivate can serve notice to terminate the contract if operating at a financial loss. Motivate will continue to operate the system for at least 180 days from notice.</li> </ul>

**Comment [FN5]:** Don't believe City has option for 20 year contract. Will check.

	<p><u>Motivate must provide the city funding for 6 months operations, from contract termination, at \$125/dock month.</u></p> <ul style="list-style-type: none"> <li>The City of Seattle reserves the right to terminate for convenience but must pay back all outstanding equity to Motivate, Inc. <del>plus a 12% IRR since inception</del></li> </ul>
Revenue Share	<p>The detailed revenue share arrangement with SDOT will be determined in the Operating Phase Agreement following final decisions on system size, equipment, and pricing and pilot data on operating cost and usage. Revenue share will be set so that Motivate achieves at least a 12% IRR on its equity investment.</p> <p>Motivate will provide system level annual financials to the city in order for the city to review revenues and understand the financial health of the program. Financials will include: Revenue by source, total direct costs, corporate overhead.</p> <p><u>Revenue to the City will be reinvested into the system via a recapitalization fund, subsidized memberships, new stations or other.</u></p>
Full-Scale System Funding	<p>The City of Seattle intends to provide \$15m (\$10m federal funding and \$5m City funding) to purchase the bikes, stations and spare parts. Motivate will invest \$3m to <u>purchase equipment and/or cover launch costs (cover) technology due diligence, planning, installation and start-up costs in the pilot and full-launch phases.</u> The City of Seattle may proceed with less funding, as needed, but in no case is Motivate obligated to operate the system if it launches with fewer than 1,000 bikes. Motivate can reduce its equity commitment in a proportion equal to the proportion below \$15m that is funded by the City.</p> <p>Equipment order will be confirmed/adjusted based on equipment vendor's pricing and final amount of available funds.</p>
Expansion Funding	<p>The City of Seattle may purchase stations to expand up to 550 stations within Seattle, provided</p> <ul style="list-style-type: none"> <li>average system station density exceeds 3 stations per square mile and</li> <li>No station is more than 1 mile from another station.</li> <li>City maintains a minimum 1 bike: 2 docks ratio</li> </ul> <p>Motivate will install stations and operate the system at no additional costs</p>
Launch Date	<p>Full-system launch dates will be based on the outcome and experience during pilot phase <del>and will be included in the Operating</del></p>

**Comment [FN6]:** Unfortunately Scott is not comfortable with this. He does not want to be in a position of auditing finances and he is requiring more concrete terms how. He requested that you show a model for costs – how much would it cost if a standard bike share. What is best estimate of additional per dock fee for electric. Then provide 100% up to xx docks; 80% up to YY docks and 20% beyond YY docks.

**Comment [FN7]:** Need to keep initial language proposed to FTA.

	<p>Agreement but at least 50% of stations must be launched and operational by August 2017 with 100% of stations launched by December, 2017.</p>
Advertising and Sponsorships	<p>Motivate will work with the City to develop a mutually acceptable title sponsorship pricing package, including ranges for the primary sponsorship opportunities, and the City will actively cooperate with Motivate to assist with the solicitation of major sponsors. Naming rights will be priced at a premium of at least 10% over full benefits without naming rights and Motivate will have the right to sell the naming rights if a sponsor is willing to pay at least 10% greater than a package without naming rights.</p> <p>Sponsorship and advertising on digital assets can be done at Motivate's discretion but may not be in any "prohibited categories" as described above.</p> <p>Recognition of Sponsor and other sponsors on the Equipment shall be in accordance with local laws on outdoor advertising.</p> <p>The City of Seattle shall give consent to the title sponsor <u>has final decision over sponsors and may reject any sponsor</u>. If the City of Seattle declines to give consent to a proposed sponsor, it should give Motivate an opportunity to discuss with the City of Seattle and an opportunity to meet the City of Seattle's articulated objections.</p>
Ownership of Bike Share Assets	<p>City shall own all physical assets that are purchased <del>with funds from the following:</del></p> <ul style="list-style-type: none"> <li><del>Government and public agency funds</del></li> <li><del>Philanthropic and service organization grants or loans, such as foundations and non-profit organizations.</del></li> <li><del>Any funding specifically granted to the City</del></li> <li><del>Funds provided by private or public bodies in lieu of City, State or Federal laws, codes or administrative rules, such as funding a bike share station in lieu of off-site parking code requirements.</del></li> </ul> <p>During the term of the contract, City will provide Motivate with the right to use its equipment at no cost. Motivate is obligated to maintain the City's equipment in a state-of-good repair throughout the term.</p> <p>The City may request Motivate take ownership of stations at no cost at any time.</p>

Comment [FN8]: Talk in person on this. Scott has alternative ideas I need to share.

Brand Development	<p>Motivate will develop the system name, <u>in partnership with the City</u>, subject to approval by the City, not to be unreasonably withheld.</p> <p>Motivate color scheme, logo, and placement on system assets to be finalized within 8 weeks of identifying the sponsor. Once complete, Motivate will develop brand standards and design templates for all system elements, including, for example, keys, decals, webpage, and system map design. <u>Marketing will take place with strong city participation including approval of campaigns, etc.</u></p>
Station Location Siting, Design, and Permitting	<p>City will provide support for site planning with a single point of contact for the permit review <u>process</u>.</p> <p>SDOT will not require permits on bikes, stations, kiosks, etc. City will facilitate siting of such assets. City will waive all permit fees and provide expedited permitting approvals.</p> <p>Motivate staff will be available to attend up to ten (10) public meetings as requested.</p> <p>The City of Seattle will make the final decision on station location for 80% of the stations. Stations will be located within a service area and shared with Motivate prior to the signing of the Operating Phase Agreement.</p> <p>Motivate can select the approximate location of 20% of stations.</p>
Website and Smartphone Application	<p>Website and mobile application shall comply with the Payment Card Industry Data Security Standards.</p> <p>Motivate provide and maintain a website and smartphone application.</p> <p>Website includes the following: eligibility information, membership information, rates, and schedules, payment information and membership processing, methods for members to update their information, member agreement, map with available stations, Frequently Asked Questions, safety requirements, merchandise page, and news/blogs.</p> <p>The website shall include an open API that allows for development of third party applications, data visualizations and other tools to help enhance users' experience and to further the understanding of the System and bike share systems as a whole.</p>

Comment [FN9]: Nf to confirm internally with Alyse

	<p>Limited integration with ORCA card will be available by full system launch. ORCA card holders and bike share annual members will be able to use their ORCA card to rent a bicycle.</p>
Pricing	<p>Motivate must offer an annual membership with up to 30 minutes of daily ride time for a maximum of \$149/year paid annually or \$14.95/month based on a 12-month contract. Motivate can raise the price at CPI +2% at its discretion annually. Additional increases beyond this amount will only be granted if Motivate shows, as verified by a CPA, that the current pricing structure does not cover costs and a revised annual pricing scheme would address profitability issues. The price of the annual pass described above will be set at Motivate's discretion at launch based on a budget developed from the pilot phase operating experience.</p> <p>Motivate will create programs with SDOT to provide lower cost products for targeted low-income populations. Motivate will make available annual memberships to low-income residents who make less than 200% of the poverty line. The pricing will be set at \$5 per year month with 30 minutes free and be able to be increased by CPI + 2% at Motivate's discretion. The City will be responsible for validating people's eligibility for the program.</p> <p>Motivate may develop other products to meet these and other goals: a) increase system utilization; b) increase system revenue; c) low-carbon solution to system rebalancing; d) align trip pricing with the operational cost of that trip; e) reduce barriers to entry</p>
Operations and Maintenance	<p>Motivate will operate the system 24 hours/day, 7 days/week. .</p> <p>Motivate will provide station moves equal to 10% of total stations, per year at no cost, to the City of Seattle.</p> <p>Additional moves of stations required by the City will be charged at actual direct costs for the move. City not responsible for station moves requested by public or private utilities.</p> <p>Service levels will be developed during the pilot phase and be included in the Operating Agreement.</p>

Comment [FN10]: 30 minutes daily ride time or per trip?

Comment [FN11]: Scott needs to set maximum for annual members for trips, minutes 30-60 and 60-90.

Call Center	<p>Customer service available 24 hours per day, 7 days per week.</p> <p>Customer service available through phone and email in multiple languages designated by the City</p> <p>Operators are knowledgeable to answer questions and provide information concerning, among other things, membership process, membership prices, billing, crashes, comments, complaints, helmet rentals, malfunction problems, and location of stations.</p> <p>In addition to the call center hours for the public, Motivate will have a single point of contact available to the City by phone, 24 hours per day, seven days per week, 365 days per year.</p> <p>Call center SLAs to be developed for the Operating Agreement <u>based on standard retail call center requirements and more strict than in existing Motivate contract.</u></p>
Parking Meter Revenue	<p>Motivate is not responsible for replacement of lost parking meter revenue.</p> <p>Motivate will locate stations in parking spots only in absence of other options.</p>
Licensing and Intellectual Property	<p>City will license Motivate to use the City's trademarks, logos, and other intellectual property rights to create, market, promote, distribute, and sell goods and services to operate and promote the Program.</p> <p>Motivate will not claim any ownership over the City's Program Name or other trademarks.</p>
Community Programs	<p>At Motivate's cost, Motivate will implement a community internship/apprenticeship/job training program <u>for 10-15 people at an estimated 10-20 hours per week/ 52 weeks per year, modelled after programs in Chicago and other systems with effective programs.</u> I</p>
ADA	<p>Motivate will comply with all ADA requirements.</p>
Data	<p>All data generated by the Program will be owned by the City of Seattle and Motivate.</p>
Liability	<p>Motivate shall defend, indemnify, and hold the City of Seattle and its officers and employees harmless to the fullest extent permitted by law.</p>



Termination	<p>The City has the right to declare Motivate in default under material circumstances, as well as cure period, outlined in the contract.</p> <p>Upon expiration or termination of this agreement, Motivate will remove all equipment owned by Motivate and restore City property, deliver all records and final financial statements, and re-assign permits, as needed. Equipment purchased with public funds will be returned to the City in good order.</p> <p>The City reserves the right to terminate for convenience per City rules but is obligated to compensate Motivate as discussed in the "term" section above.</p>
<u>Dispute resolution</u>	<u>Motivate and SDOT agree to use a 3<sup>rd</sup> party for non-binding dispute resolution.</u>



**From:** Justin Ginsburgh  
**Sent:** 15 May 2015 11:11:14 +0000  
**To:** Justin Ginsburgh;Freedman, Nicole;Alex Vickers;Kubly, Scott  
**Subject:** Invitation: Seattle/Motivate Bike Share Term Sheet @ Mon May 18, 2015 6:15pm - 7:15pm (justinginsburgh@motivateco.com)  
**Attachments:** invite.ics

[more details »](#)

**Seattle/Motivate Bike Share Term Sheet**

*When* Mon May 18, 2015 6:15pm – 7:15pm Eastern Time

*Where* 866-528-2256; 6572908; 9272 ([map](#))

*Calendar* [justinginsburgh@motivateco.com](mailto:justinginsburgh@motivateco.com)

- Justin Ginsburgh - organizer
- [nicole.freedman@seattle.gov](mailto:nicole.freedman@seattle.gov)

*Who*

- Alex Vickers
- [scott.kubly@seattle.gov](mailto:scott.kubly@seattle.gov)

Going? [Yes](#) - [Maybe](#) - [No](#) [more options »](#)

Invitation from [Google Calendar](#)

You are receiving this courtesy email at the account [scott.kubly@seattle.gov](mailto:scott.kubly@seattle.gov) because you are an attendee of this event.

To stop receiving future updates for this event, decline this event. Alternatively you can sign up for a Google account at <https://www.google.com/calendar/> and control your notification settings for your entire calendar.



## Marilyn Brenneman

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**From:** Freedman, Nicole  
**Sent:** Thursday, May 21, 2015 1:06 PM  
**To:** Nunes-Ueno, Paulo; Kubly, Scott  
**Subject:** Term Sheet and NF Summary  
**Attachments:** Key Points Term Sheet.docx; Term Sheet, Motivate v3, Motivate response to SDOT's edits 2015.05.19docx.docx

Hi Scott and Paulo,

In prep for our Motivate call, please see the term sheet they sent as well as a summary with my recommendations. I will have hard copies for us.



Nicole Freedman  
Chief of Active Transportation and Partnerships  
City of Seattle [Department of Transportation](#)  
O: 206.684.4690 M: 206.552.4085  
[Nicole.Freedman@seattle.gov](mailto:Nicole.Freedman@seattle.gov)





## Mobility Division Weekly Report

DATE: June 15, 2015

TO: Scott Kubly, Director

FROM: Paulo Nunes-Ueno, Director, Transit and Mobility Division

RE: TRANSIT AND MOBILITY DIVISION WEEKLY REPORT

### Current Projects / Activities

PROJECT	Milestones This Week	Status	Project Manager
First Hill Streetcar	Car 7 Delivery; Car 4 Continuity Testing; Delivery of Car 4 Trucks; Delivery of Test Equipment		Ethan Melone
Center City Connector	Monthly FTA coordination meeting		Barbara Lee
Broadway Streetcar	Progress continuing toward 60% Design Milestone (July 8)		Ethan Melone
All Aboard campaign	On track		Christine Alar
C/D/40 extensions and reroute; Westlake red lanes	Design shifting to Project Dev Division		Reiner Blanco, Jeff Lundstrom
Prop. 1 service	New September service hour estimates received and on track with expectations		Bill Bryant
Pay by Phone Parking	Marketing, business plan under development		Mary Catherine Snyder

### **First Hill Streetcar, Ethan Melone (684-8066)**

- The start of qualification testing was further delayed, as the testing equipment has not been released from customs. Qualification testing is critical to our ability to establish and announce a start date for passenger service.
- Additional commissioning staff have arrived in Seattle; SDOT is pressing Inekon for a detailed commissioning plan as Cars 4, 5, and 7 could all be ready for commissioning the week of June 22. Car 7 was delivered to the South Lake Union facility on June 14.



- WSDOT Rail Safety completed its on-site Triennial Review of Seattle Streetcar, including pre-revenue service audit of First Hill Streetcar. They will submit a draft report in 30 days, SDOT and Metro will have 30 days to respond, and the final report will be submitted in a further 30 days. The auditors gave an oral report on their findings and recommendations at a de-briefing meeting on Jun 11. While there are a number of recommendations for improvement, the tone was largely positive and there are no major obstacles to addressing the recommendations/findings in advance of revenue service.
- SDOT has requested another schedule update from Inekon, including addressing the qualification testing delay. Currently the schedule for acceptance remains:
  - Car 001: July 9
  - Car 002: August 3
  - Car 003: July 30
  - Car 004: July 26
  - Car 005: July 1
  - Car 006: August 20
  - Car 007: July 6

### **Redmond Transit Planning Workshop (Candida Lorenzana, 684-5907)**

- City of Redmond hosted a planning workshop with Jarrett Walker. The goal of the workshop was to establish community priorities to inform Redmond's Transit Strategic Plan. Division management requested Candida attend, and Redmond was receptive.



- Much of the feedback heard in the Service Guidelines Task Force from Redmond officials was not echoed at the workshop. There was a focus on additional investment (up to 50% more than today) on Redmond to prepare for light rail in 2023.
- Redmond staff will review the transit connections developed by participants and incorporate those into the plan. The Redmond Transit Strategic Plan will also inform Metro’s long range plan.
- Apparent that Redmond views Metro long range plan as a tool to achieve service reallocation goals.

**Service Guidelines Task Force (Candida Lorenzana, 684-5907)**

- Task Force will meet next week on June 16<sup>th</sup> in Bellevue.
- Metro proposes a revised schedule for the task force to complete its work:
  - Cancel the July 7<sup>th</sup> meeting that was intended to finalize recommendations
  - August 2015: Technical workshop to share analysis on service types and outcomes
  - September/October 2015: Final two task force meetings that will focus on recommendations
- Metro responded to Director Kubly’s request for information on service investments that would have been made under the following scenarios:
  - No cuts
  - With 2014 cuts; and
  - As planned (with STBD funding)

Below is a table with Spring 2014 and Spring 2015 service hours by service type. Spring 2014 service hours account for service levels prior to the September 2014 service reductions. Spring 2015 service hours account for all service reductions that occurred as included in Metro’s budget.

<b>Hours and Percent of Service Hours by Service Type</b>				
Service Type	Spring 2014 Annualized Hours	Percent of Spring 2014 Hours	Spring 2015 Annualized Hours	Percent of Spring 2015 Hours
Non-Seattle Core	1,040,000	29%	970,000	29%
Seattle Core	2,490,000	71%	2,490,000	71%
Total	3,520,000	100%	3,370,000	100%

- Metro cannot provide accurate estimates for the number of service hours after the planned Exec-announced service investments (service quality improvements, Prop. 1 Contract, and University Link Restructures) for the following reasons:
  - The September 2015 and March 2016 service changes have not been scheduled; once service is scheduled, changes (including possible moving routes between bases) will impact the final hours
  - No approved or scheduled University Link restructure plan
- Parsons Brinckerhoff (PB) provided historical background relevant to the task force discussion:
  - In the initial 1996 vote for Sound Transit, Seattle took the position that none of the sales tax revenue from Sound Transit's North Subarea (Seattle, Shoreline, and Lake Forest Park) would be used to subsidize suburban regional express bus service into the City. This agreement is still true today – and none of the North tax revenues have been used for any bus service or commuter rail service from South King County or Snohomish County. ST's express regional bus services into Seattle have been and remain funded by all other subareas (SDOT points out that one unfortunate byproduct is limited ST bus stops in the 522 corridor)
  - In recent Sound Transit board meetings, Issaquah Mayor Fred Butler (also on the task force) has been arguing that some of the north subarea's tax revenues should be used to help pay for ST's cross-lake bus routes (Routes 550/545) since Seattle residents benefit from the services. Butler has also been the forefront of discussions about adding an express service type and equity of tax revenues and transit service at the task force.
- PB also responded to Director Kubly's request for information on boardings on Seattle, Non-Seattle and express routes and bus bases that will be shared with the Director and Councilmembers prior to Tuesday's meeting.

**WSTA/coordinated SDOT transit legislative strategy (Jeff Bender, 684-8837)**

On June 1 SDOT (PNU, LaBorde, Bryant, Swab, Bender) and OIR (Nick Harper, Jasmin Weaver, Scott Plusquellec, Lyset Cadena) met to discuss SDOT's new Washington State Transit Association (WSTA) board membership and the City's transit legislative strategy. Lyset, who recently joined OIR, used to work for former state Senator Mary Margaret Haugen as well as the Sound Cities Alliance.

WSTA is a non-profit corporation that represents all 30 state public transportation agencies, now including the City.

OIR contracts with Cody Arledge and Ron Main for state lobbying. Cody was invited to the meeting but could not attend.

SDOT legislative (state/local) priorities for transit discussed at this meeting were:

1. Bus Lane Camera Enforcement\* – Need state authority
2. City as Transit Agency – Possible change to federal formula funding allocation
3. PSRC--Need overall strategy

Transit will work Cheryl to schedule a legislative strategy session to develop Transit's response to OIR's next legislative agenda request.

**UW may want to bargain in return for support of westbound Montlake bus stop move (Bill Bryant, 684-5470)**

UW appears poised to ask SDOT for concessions (possible example: Allowing UW Health Sciences Express buses to use regular bus stops) in return for supporting removal of the parking pullout on NE Pacific Street far side Montlake Blvd.

Removal of the parking pullout will likely be needed if the westbound stop is to move closer to the station. There is inadequate space between the pullout and the intersection to accommodate multiple artic coaches.

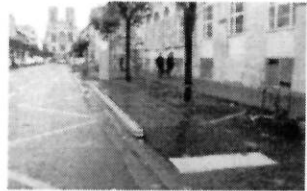
Potential concessions appear to be unrelated issues that would require some time to resolve. SDOT has DKS under contract to analyze traffic and design issues at both the east- and west-bound Montlake bus stops, and SDOT will request inclusion of a lot line analysis to determine who owns the pullout in question.

**Popup bus bulbs (Bill Bryant, 684-5470)**

One outcome of the recent NACTO Designing Transit Streets committee meeting is that SF Muni has done other cities a service by providing detailed information on plastic/rubber curb extensions. The units are built by Zicla of Barcelona. Promotional photos:

## Plataforma Bus

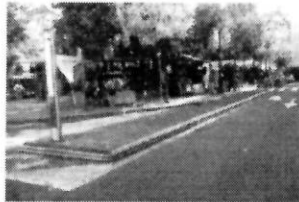
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Reims (Francia)



Santiago de Chile



Sevilla



Palma de Mallorca



T1 Aeropuerto de Barcelona



El Prat de Llobregat (Barcelona)

Muni's evaluation raised ADA concerns. SDOT will move forward with its own analysis. Material cost for a 180'x9' bulb is about \$55K.

### **South Lake Union Streetcar, Ayelet Ezran, x3-9032**

- The proposed final prototype for the new streetcar pay stations was delivered to the parking meter shop. We will review and determine if it's acceptable Tuesday and Wednesday.
- Streetcar will be tabling and providing a streetcar safety activity for children at the Yesler Terrace Juneteenth event tonight. An ORCA Lift rep will be present.

### **Commute Trip Reduction Program (Ann Sutphin, x4-8374)**

- **1<sup>st</sup> Annual Employer Bike Summit—Sponsored by Regence:** Close to 90 people attended an engaging workshop last Friday to share best practices on bike programs and amenities provided by property managers and employers.

Matt Griffin provided an opening keynote with a compelling numbers-based presentation on why providing bike parking and amenities for tenants is a “non-brainer”. Four workshop conducted by representatives from the business, development and bike advocacy community provided many best practices. A networking session at the end provided lots of energy among employers.

Regence was founded in Tacoma and has strong presence in NW. Company reps expressed interest in bike share and Summer Parkway sponsorships. Paulo will follow up and put them in touch with Nicole.

Staff will follow up with Starbucks managers who attending expressed interest in an area-wide TDM strategy for SODO. We'll also loop back to Children's about their employee on-boarding program.

- **Complete Inventory of Private Bike Parking Scheduled this summer:** Commute Seattle to update their [2010 private bike parking inventory](#) for Center City. The 2010 inventory was noted as the first complete inventory of downtown bike parking (both private and public). This week, we'll meet with their staff including Jeffery Linn who has been hired to conduct the survey to review any needed updates in method and follow up deliverable such as a web-based map. We'll also plan to brief the Seattle Bike Advisory Board on the upcoming update.
- **PSRC ORCA Data Project Underway:** At last week's TDM steering committee meeting, PSRC and Sound Transit staff announced that initial work is underway to conduct a “proof of concept” study on how ORCA and other data used to better understand trips making and ORCA use and potential TDM application. They are working with Mark Hallenbeck at UW. ORCA data from Feb 17-April 14, 2015 will be used. A technical working group will start up in July or August and an SDOT rep has been invited to participate.

### **Commute Trip Reduction, Bike to Work Month, Director's Challenge, (Eric Mamroth, x4-5420)**

- SDOT Director Scott Kubly challenged the Directors' of all City departments to encourage their employees to participate in the May Bike Month Challenge. At the end of the month, 504 employees had joined together on 65 teams. Here are the top five departments for the May Bike Month Challenge.

Department	# of Teams	# of participants
SCL	12	99
DOT	8	69
SPU	8	64
SPL	3	29
PKS	4	29

- Congratulations to Seattle City Light bicycle commuters - you win the Directors Challenge!

Individual Prize winners were chosen from numerous candidates in each category, requiring a raffle-style drawing to determine the winner. Winners received a \$50 REI gift card:

- Dongho Chang, SDOT – Highest number of trips
- Manochehr Nourizadeh, Library – Highest Commute rate
- Carrie May, Library – Top New Rider: highest number of trips
- Justin Roberge, Legislature – Top New Rider: highest commute average

Team Prize winners with the highest team commute average were chosen. Winning team receives a Bagel Breakfast or Pizza Lunch:

- Bikeweiser; DOT – center city team
- Spin, Pedal, and Ride; Parks – non center city team

#### **MAP 21 Reauthorization –Transit (Sara Walton, 386-4645)**

Transit agencies in the Seattle region will be submitting comments to be considered for the MAP-21 reauthorization. There are three specific issues that will be addressed:

- 50% of the Section 5337 High Intensity Fixed Guideway formula is tagged to 2009 service data (2011 appropriations). The year is fixed and not updated annually. This hurts new and growing fixed guideway systems.
- Bus service operated on HOV-to-HOT converted lanes does not qualify for Section 5337 High Intensity Motorbus allocations.
- The Section 5337 State of Good Repair program is much more restrictive in terms of which projects are eligible to use the funding. Only like for like replacement is allowed. Improvements, even for safety reasons, are not allowed.

Seattle will be joining other transit agencies in the Seattle region in advocating for an annual update to service data, the inclusion of BAT lanes and HOT lanes in the Section 5337 High Intensity Motorbus allocations, and more flexibility in Section 5337 State of Good Repair program.

#### **Bike Share (Nicole Freedman, 4-4690)**

1. Motivate - Outstanding Term Sheet Issues - Jay Walder reviewed updated term sheet. Final issues are:

a. *Naming Rights* – Motivate is most adamant on wanting to sell name/title. I have repeated that while Motivate believes naming rights will bring in extra money that may make the system financially viable, sponsor values from other cities do not (surprisingly) show a correlation between title and amount. I have offered naming rights only for a demonstrated premium. They say this is not doable.

b. *Pricing*

i. Motivate doesn't want to commit to a fixed annual price. They want price flexibility based on actual performance or costs.

ii. Motivate wants to allow for Uber like "surge" pricing to manage peak demand.

iii. Motivate does not want to offer \$5 annual memberships to low-income residents.

They would like us to pay the difference. I was adamant that this is a high priority.

Scott – Please advise on Department prioritization of and position on issues. I recommend further negotiation, without making these deal-breakers. I recommend prioritizing naming rights and low-income memberships.

2. Motivate - Revenue Distribution "Waterfall" - Motivate will send updated term sheet by 9/16. Goal is to finalize term sheet by 6/30 for spring launch. **Current waterfall is excellent deal for Seattle.**

Table 1: Recent Evolution of Revenue Distribution "Waterfalls"

	SDOT's proposal 5/28	Motivate offer 6/9	Current Waterfall – 6/15
	City puts in \$5M and \$3M for equipment	City puts in \$5M; Motivate puts in \$3M for equipment	City puts in \$5M; Motivate puts in \$3M for equipment
Level 1	First \$3M gross revenue to SDOT to repay \$3M capital investment	Motivate pays SDOT \$300k per year of gross revenue to lease equipment	Motivate pays SDOT \$300k per year of gross revenue to lease equipment
Level 2	Split 80% Seattle/ 20% Motivate until \$5M returned to SDOT	Motivate reimbursed operating costs, from gross revenue.	Motivate reimbursed ops costs, from gross revenue.
Level 3	Remaining revenue 50/50	Motivate reimbursed \$3M from net profit.	Motivate reimbursed \$3M from net profit to repay capital investment
		All remaining net profit split 80% Seattle/ 20% Motivate	Remaining net profit 80% Motivate/20% City until Motivate net profit totals \$2.3M.
Level 4			All remaining net profit split 50/50.
Description	Financial models all show negative profit to Motivate	Financial models show \$90k/yr total profit to Motivate	Projections show: \$2.8M Motivate profit





### **Summer Parkways (Nicole Freedman, 684-4690)**

1. Volunteers – *on track, no updates*
2. Route Logistics – *caught up, on track*
  - a. Special Events – Approved Ballard and CD routes last week.
  - b. Police – Confirmed costs embedded into permit fees.
  - c. SPU – Free water confirmed. Free waste removal pending with Tim Croll.
  - d. Parks – Partnership details pending, but Victoria Schonenberg committed on behalf of parks.
3. Activities – *catching up*
  - a. Outreaching new activity partners for Ballard and confirming activities Parks will host
4. Outreach – *on track*
  - a. PR consultant and “street team” contracts approved. Work now underway.

### **Closing the Loop (Nicole Freedman, 684-4690)**

- Saroja and Gregg – No questions since term sheet walk through. Weekly meeting scheduled.
- Expedia sponsorship – Per Andrew, Expedia proposal not yet submitted to Expedia.
- Vidcie – Not worth pursuing at this time. Their app is duplicative with existing Find It Fix It app, with additional value add for public safety only. Interesting features: live stream/live talk with constituent, and ability to aggregate among multiple incoming channels. They will likely reach out to public safety.

### **2015 Performance-Based Parking Pricing Program Recommendations (Mary Catherine Snyder, 4-8110)**

- **Staff has developed our list of recommended rate and other paid parking changes as part of the Performance-Based Parking Pricing Program.** The 2015 Annual Paid Parking Study showed higher occupancy and more parking activity compared to last year. Using the Seattle Municipal Code and our data driven rate-setting methodology, we have a list of 20 changes to make this Fall. Highlights are:
  - Morning and evening rate decreases by \$.50/hour in 4 areas
  - All-day rate and Time of Day rate increases by \$.50/hour in 12 areas, including Capitol Hill, Pike-Pine and South Lake Union
  - First Hill, Roosevelt and Chinatown/ID – Add evening paid parking, which may be controversial with community members
  - Parts of the U-District– Remove evening paid parking (until 8 PM) that was put in 2011 because occupancy continues to drop (now at 30% at 7 PM)
  - South Lake Union – Increase rates and convert some blocks to 2-hour based upon changed retail/residential land uses

- Next steps are to review with the Director’s Office and talk with the Mayor’s Office and CBO, and then City Council. This work will be presented to the July 16<sup>th</sup> meeting of the Parking Sounding Board to gather their feedback. Staff will coordinate announcements with Roosevelt Access Management Strategy and Dearborn PBL projects, since the rate changes below are near to those area projects. The detailed implementation schedule and budget analysis are under development.

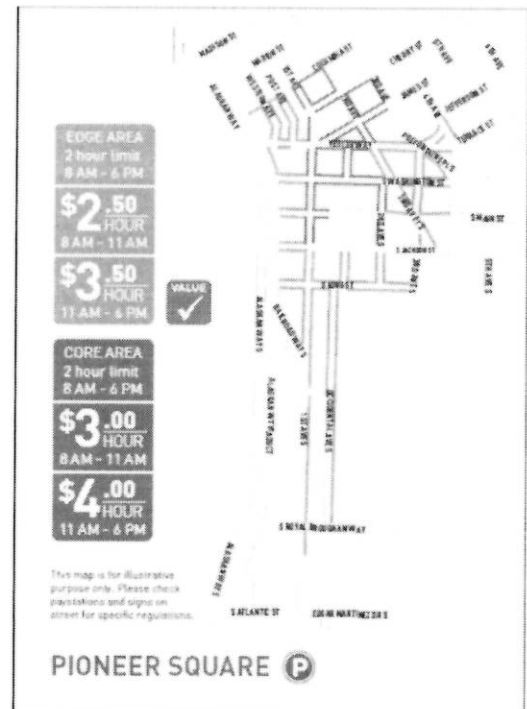
**2015 Recommended Performance-Based Parking Pricing Program Changes (\*)**

Area	Current Hourly Rate	New Time of Day Rates			All-Day Rates	Add Evening Hours	DROP Evening Hours
		AM	MID	EVE			
12 <sup>th</sup> Ave	\$1.50				UP		
Capitol Hill North	\$3.50	DOWN	-	UP			
Capitol Hill South	\$2.50	-	-	UP			
Cherry Hill	\$1.50				UP		
Chinatown/ID Core	\$3.00	DOWN	UP	UP			
Chinatown/ID Edge	\$1.50	DOWN				Until 8 PM	
Commercial Core Retail	\$4.00	-	-	DOWN			
First Hill	\$4.00					Until 8 PM	
Pike-Pine	\$2.50				UP		
Roosevelt	\$1.00					Until 8 PM	
South Lake Union – 2 hour	\$2.00	-	UP	-			
South Lake Union – Hourly	\$2.00	UP	UP	-			
South Lake Union NW	\$1.00	UP	UP				
University District Edge	\$1.00						Until 6 PM
* Rates change \$0.50/hour up or down							

## Accomplishments

### Pioneer Square Parking Pay Station Installation Complete (Margo Polley, 4-8329)

- SDOT vendor IPS Group, Inc. has completed installation of the new MS1 pay stations in Pioneer Square. Units continue to work well.
- Time of day rates are live, with a lower morning rate from 8am to 11am, and a higher rate after 11am, as dictated by occupancy data
- A 60 to 90 day monitoring period has begun, where staff will closely watch operations of the new equipment including reliability of wireless communications. Staff will also gain expertise in the back office system, will configure the data systems for technician alerts and financial analysis, and monitor customer service calls.
- Following the monitoring period, rollout is planned for the Commercial Core, Chinatown-International District, Capitol Hill, and South Lake Union this year
- Our public education campaign also rolled out, with the small poster (below) put up near each new pay station



### Downtown visitors poised to get more real-time parking information (Meghan Shepard, 4-4208 and Michael Solheim, 3-9956)

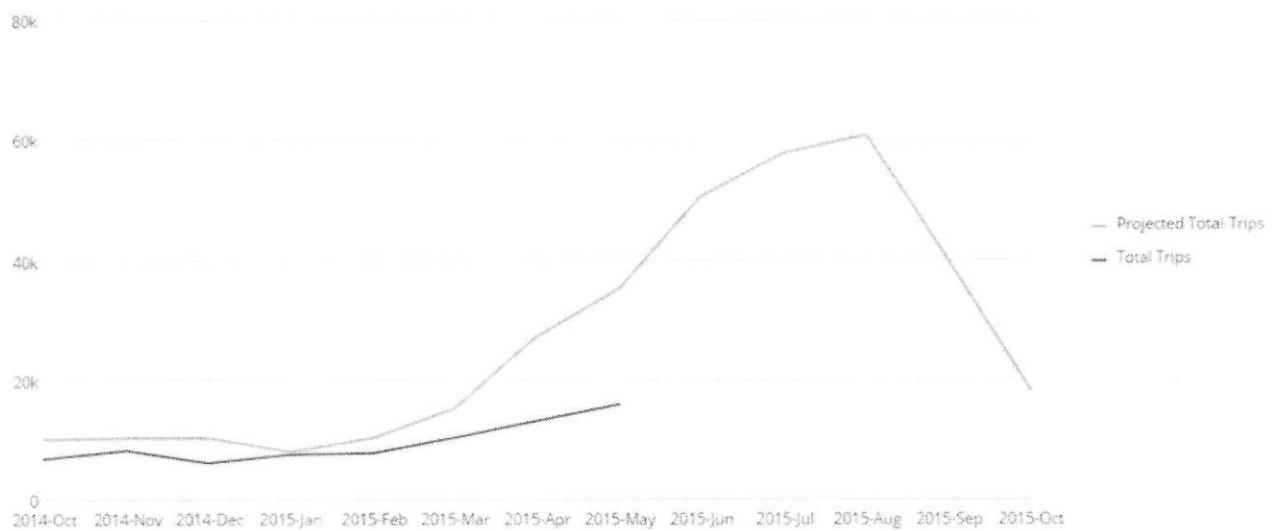
- There is soon to be more real-time parking information for downtown motorists heading to the waterfront, Pioneer Square or the retail area. This past weekend, the newest dynamic message sign was installed next to City Hall on James Street between 4<sup>th</sup> and 5<sup>th</sup> Avenues.

- SDOT crews are working to provide power to the sign. Within the next two to three weeks, it is expected to begin providing real-time parking information to motorists.
- As a part of the Phase II expansion of e-Park, one more dynamic signage is scheduled to be installed later this summer at 4<sup>th</sup> Avenue and Madison Street.

## Performance Data

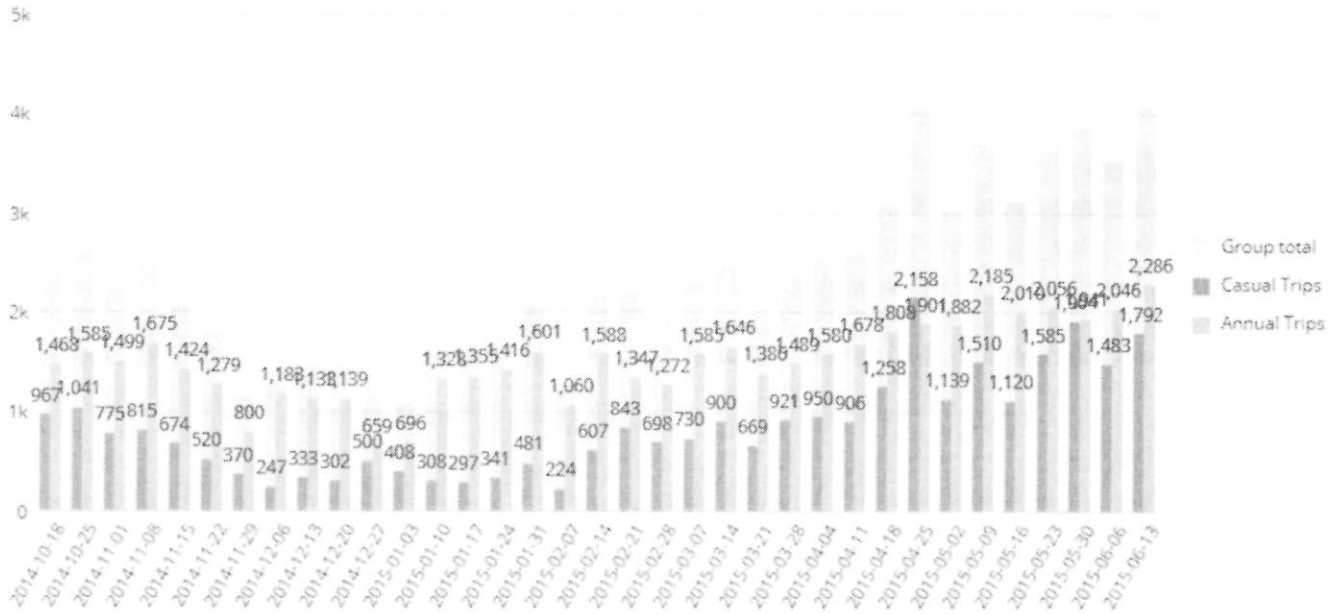
### Pronto Dashboard (Nicole Freedman, 4-4690)

Pronto Trips by Month with Projections 🌐 Oct 1, 2014 - Oct 1, 2015, by Month ▼



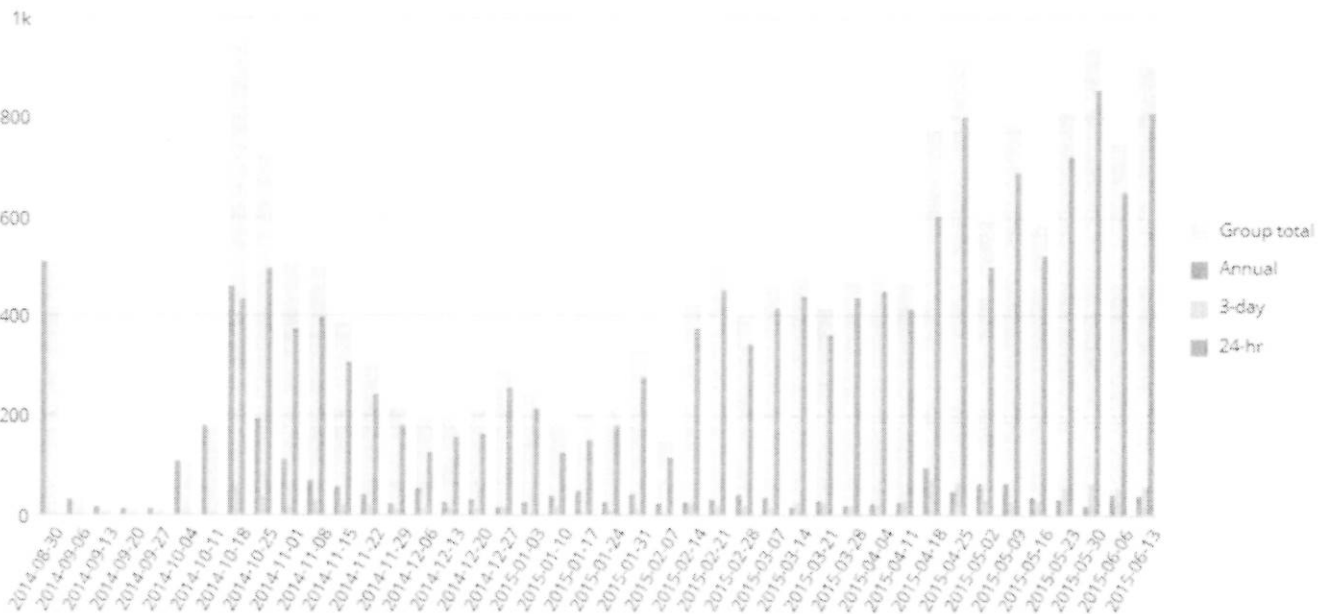
Pronto Trips by Subscription Type by Week 📍 All Time (08/25/2014 - 06/13/2015) ▾

**82,762** Total Trips



Pronto Subscription Sales by Week 📍 All Time (08/01/2014 - 05/01/2015) ▾

**17,875** Total Subscriptions



**Streetcar Performance: Week of Saturday, June 6 through Friday, June 12, 2015 (Ayelet Ezran, 733-9032)**

Ridership:

- Avg weekday: 2,278 (2216-2438)
- Avg weekend: 1,079

Daily OTP:

- Avg weekday: 53% (36-58)
- Avg weekend: 93%\*
- PM (3-7pm) avg weekday: 18% (5-26)

\* Car replacement due to faulty AC caused delay on Saturday, June 6. Confirming data for Sunday, June 7.

**From:** Kubly, Scott  
**Sent:** 14 Jul 2015 23:28:41 +0000  
**To:** Kubly, Scott;Freedman,  
Nicole;'jaywalder@motivateco.com';'justinginsburgh@motivateco.com'  
**Cc:** 'ea@reqxventures.com';Demi Allen  
**Subject:** FW: SDOT/Motivate (Term Sheet Discussion)

-----Original Appointment-----

**From:** Cawaling, Cindy **On Behalf Of** Kubly, Scott  
**Sent:** Friday, July 10, 2015 10:13 AM  
**To:** Kubly, Scott; 'jaywalder@motivateco.com'; 'justinginsburgh@motivateco.com'; Freedman,  
Nicole  
**Cc:** 'ea@reqxventures.com'; Demi Allen  
**Subject:** SDOT/Motivate (Term Sheet Discussion)  
**When:** Wednesday, July 15, 2015 2:00 PM-5:15 PM (UTC-08:00) Pacific Time (US & Canada).  
**Where:** SDOT Director's Office: Seattle Municipal Tower-38th floor (700 5th Avenue Seattle,  
38th floor)

CONTACTS:

Jay Walder  
President and CEO  
Motivate  
5202 3rd Ave. Brooklyn, NY 11220  
347-916-0723 office  
[jaywalder@motivateco.com](mailto:jaywalder@motivateco.com)

Natasha Bakir  
[ea@reqxventures.com](mailto:ea@reqxventures.com)





## Transit & Mobility Division Weekly Report

DATE: June 29, 2015

TO: Scott Kubly, Director

FROM: Paulo Nunes-Ueno, Director, Transit and Mobility Division

RE: TRANSIT AND MOBILITY DIVISION WEEKLY REPORT

### Current Projects / Activities

PROJECT	Milestones This Week	Status	Project Manager
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Pay by Phone Parking	Marketing, business plan under development		Mary Catherine Snyder

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- Inekon will be working with systems suppliers to fine tune the vehicle control software this week, based on the results of night testing last week.
- There was significant progress in the testing the week of July 22, including rollback prevention successfully implemented on a loaded car, but there is a concern about Inekon's ability to get timely on-site support from suppliers to complete the tuning and testing.
- Carter MacNichol will be in Seattle June 29-July 1 to support our vehicle oversight program.

- High-Level Schedule (Inekon updated schedule on June 24):

Car 001: July 9  
 Car 002: August 14  
 Car 003: July 31 \*  
 Car 004: July 20  
 Car 005: July 6  
 Car 006: August 13\*  
 Car 007: July 22

*Please include write up on blue cars incident*

→ WHAT IS THE CAUSE OF THE CHANGE

\* Pre-Revenue Service could begin at July 31 milestone if Car 7 is transferred from SLU to FHS, or approximately August 7 concurrent with burn-in testing of cars 2 and 6. Qualification testing now appears to be the critical path/high schedule risk given Inekon's challenges with its systems suppliers.

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DKS Consulting is under contract and working on design alternatives for the eastbound and westbound bus stops on Pacific Street adjacent to the Link station. Updated cost estimates are expected before the July 4 weekend. The range of cost estimates will represent solar-lit-shelter-only bus stops on the low end and electrically lit shelters and RTIS signs on the high end.

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See table:

**Hours and Percent of Service Hours by Historical Planning Subarea**

Planning	Spring 2014	Percent of	Spring 2015	Percent of	Spring 2016	Percent of
----------	-------------	------------	-------------	------------	-------------	------------

Subregion	Annualized Hours	Spring 2014 Hours	Annualized Hours	Spring 2015 Hours	Annualized Hours	Spring 2016 Hours
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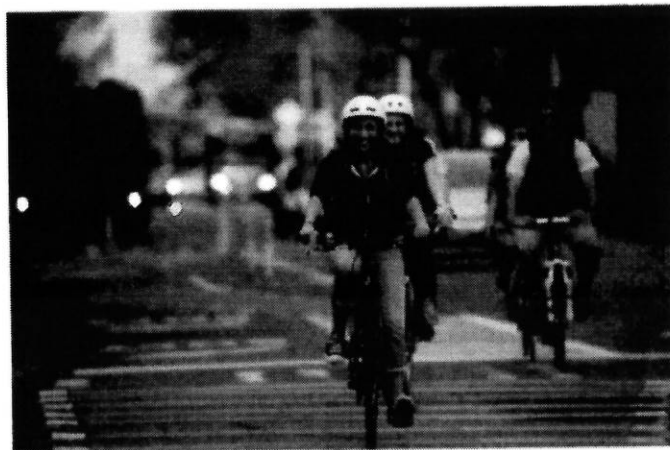
During the last week, representatives of the Duwamish TMA, including former Seattle CTE Katherine Casseday, have contacted SDOT and Metro to encourage the return of service to First Avenue between Lander Street and Downtown.

Prior to 2011, Ballard to West Seattle service operated robust 10-minute all-day headways on First from Spokane to Mercer. Those routes were shifted to Third Avenue to prepare for RapidRide and to add bus volumes to Third to strengthen the case for transit priority on Third.

Currently, a through-route from Greenwood to 35<sup>th</sup> Ave. SW (routes 5 and 21) runs 15-minute headways on the short section of First from Lander to Spokane. The TMA might continue to push for SDOT to use our influence to convince Metro to shift more service to First. Stadium traffic and Waterfront-related construction are major barriers to adding buses to First.

**SDOT helps facilitate, procures access to transportation photo library (Bill Bryant, 684-5470)**

Transit contributed about \$200 to a UW Transportation Services project to hire photographer Dan Lamont to shoot thousands of transportation-related photos. Most focus on walking, biking, transit, and carpooling. About 100 of the best photos are available for SDOT use at: <https://goo.gl/photos/7G2NhdZMjhygUFFm8>. There are some pretty good ones. About 2,300 more are also available to us. Example below.



↓  
PLEASE  
SHARE  
WITH THE  
REST OF  
ORGANIZATION

\* **Downtown Seattle Transit Coordination (Candida Lorenzana, 4-5907)**

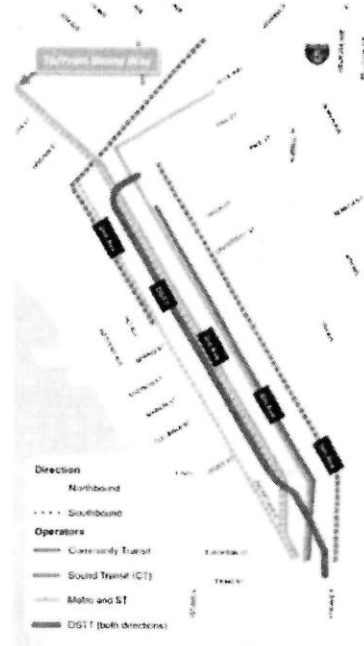
- Management team met last week to get an update on status of performance reporting, surface street improvements and changes to operations in the Downtown Seattle Transit Tunnel.
- Management team also discussed a one-day workshop focused on big ideas to solve transit delay issues with the upcoming changes in the downtown area, per Paulo's request. The workshop will take place in July.
- As part of this effort, the group developed a Transit Performance Measures Dashboard that will be used to track transit travel times in key transit corridors in downtown Seattle to help identify issues as they arise once additional buses come out of the tunnel.
- Below are two examples of the dashboard:
  - Example of the summary page that will provide travel speed and passenger information for all corridors.

## Transit Performance Measures Dashboard

Downtown Seattle Transit Construction | June 2015 | Provided by TriMet Group

In April 2015, the **124,000** passengers in downtown Seattle moved at an average of **6 mph**. Transit passengers experienced **improved travel times** as compared to March 2015.

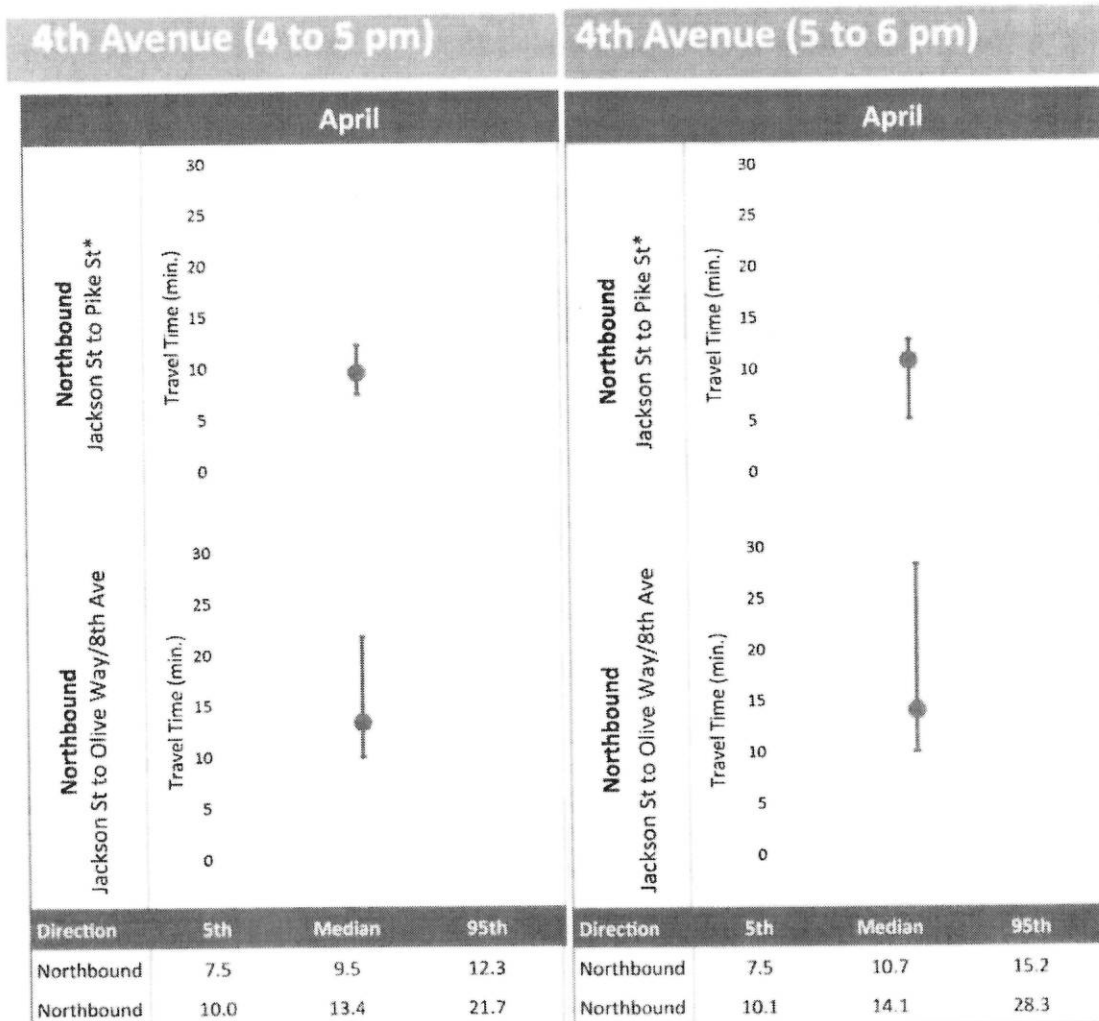
Corridor	Average Travel Speeds		Passengers	
All Corridors	↑	6 mph +1%	↑	124,000 +1%
2nd Avenue		4 mph		
Transit Tunnel		8 mph		
3rd Avenue		5 mph		
4th Avenue		5 mph		
5th Avenue		5 mph		



2015-06-24 DRAFT 1

- Examples of the travel time data that will be shown for PM peak, both the 4-5pm and 5-6pm time periods. This illustrates the variance in travel time and travel times at the 5<sup>th</sup> percentile, median and 95<sup>th</sup> percentile.

*THIS IS COOL. MAKE SURE TO COORDINATE WITH TERRY MARTIN SO IT IS PART OF THE SPOT PERFORMANCE DASHBOARD*



\* October 2014

Notes: Data collected during weekdays from 4 to 5 p.m.

\* October 2014

Notes: Data collected during weekdays from 5 to 6 p.m.

- Executives meet on July 13<sup>th</sup> to receive an update on our progress for 2015 and to discuss potential solutions to cover improvements for 2016.

**Metro leading quick SE Seattle route restructure process (Jonathan Dong, 233-8564)**

During the past month, Metro has been conducting a very fast process to identify potential restructures in the Rainier Valley. The process is a continuation of Metro's reaction to the Asian Counseling and Referral Service's ongoing call to reinstate Route 42, which duplicated Link on MLK.

The Route 42 was replaced with Link and frequent crosstown service shortly after Link started running. ACRS has continued to agitate for direct bus service from their front door to Downtown, despite the tremendously improved service of Link and Route 8. ACRS is also served by Routes 7, 14, and 48 a few blocks away. By the time Route 42 was deleted in 2012, it was the lowest performing route in Seattle.

THIS IS ANOTHER  
THING WE NEED TO  
ADDRESS IN TMP AMENDMENT  
- HAS WHAT POLICIES  
DO WE HAVE FOR  
ADDING SERVICE

Each of the two leading options includes deleting crosstown Route 9 between Rainier Valley, First Hill, and Broadway, would require significant new hours, and would leave other areas underserved. It is somewhat likely that SDOT will be asked to support use of Prop. 1 hours to supplement the network in the area.

### City-wide Commute Trip Reduction Programming (Mark Melnyk, 4-5017)

#### *Rideshare Meetup! Event*

- SDOT staff, in partnership with King County Metro Rideshare Operations, hosted a Rideshare Meetup! event on Thursday morning, June 25, at F-5 Networks located along the Elliott Corridor. The goal is to increase commuting by vanpool or carpool.
- Rideshare Meetup! events are hosted in an "open house" style so individuals can get information about ridesharing while meeting other commuters in their neighborhood. A series of 14 events are being hosted near Seattle employers from May - July.
- This was the largest Meetup! event ever hosted in King County. It featured the Seattle Biscuit Company Food Truck serving up hot biscuits sandwiches to over 66 attendees interested in learning about joining vanpools, vanshares, and carpools traveling to large employers such as F-5 Networks, Big Fish Games and Holland America.



### DriveNow Update (Kiersten Grove, 4-4653)

- Staff met with DriveNow representatives last week to discuss their Seattle launch plans
- BMW is no longer planning to partner with Sixt, which will push their Seattle launch date to November/December, possibly early 2016
- DriveNow has amended their service area to include SDOT's suggested changes, simplifying borders, and including all neighborhoods (except Magnolia) between 125th and McClellan. They have also included a very large portion of West Seattle.

4 Drive Now in early 2016?

- DriveNow staff are looking at workspaces and relocation housing for the upcoming move.
- SDOT staff will coordinate on media and press on the move and launch.

### **Bike Share (Nicole Freedman, 4-4690)**

#### Response to Comments from 6/15/15 report:

- a. *Naming Rights* –
  - i. 6/15 Nicole's weekly reported that Motivate is adamant about having naming rights.
  - ii. 6/17 Scott requested the financial model. Commented, we are putting in 80% of capital.
  - iii. 6/22, Nicole responds, please see financial model on next page
- b. *Pricing*
  - i. 6/15 Nicole's weekly reported that Motivate doesn't want to commit to a fixed annual price and that they want UBER like "surge" pricing.
  - ii. 6/17 Scott responded, they need an upper limit. Investors and economists like surge pricing but it is bad for customers/customer experience.
  - iii. 6/22, Nicole responds, Got it. I will report back to Motivate
- c. *Low-income Memberships*
  - i. 6/15 Nicole reported Motivate wouldn't support \$5 annual memberships for low-income.
  - ii. 6/17 Scott responded - Let them do the math. It is likely  $16\% \times 15,000 \times 80 = \$192,000$ .
  - iii. 6/22 Nicole responds – Got it. I will continue to strongly emphasize importance.
- d. *Reserve Fund*
  - i. 6/17 Scott initiates – "Motivate needs cash reserve for lean times"
  - ii. 6/22 Nicole responds that it is in the term sheet. Multiple versions of previous term sheet call for a 1 year operating reserve. Motivate has not commented on this requirement.
- e. *Backup rebid*
  - i. 6/17 Scott initiates – if we don't get TIGER we will want to rebid for a lower ops cost
  - ii. 6/22 Nicole responds – Understood. I think there are three ways we can tackle this backup plan (possibly simultaneously)
    1. The most up to date Motivate term sheet allows for the same conditions down to 100 stations.
    2. Prior to rebidding, we have the option to try to negotiate a lower fixed fee price
    3. Rebid – If we rebid, the new price/operator would likely not start until spring/summer 2016 requiring interim payments at the current fee
- f. *Expedia proposal*



- i. 6/15 Nicole wrote that Expedia proposal not yet submitted per Andrew
  - ii. 6/17 Scott responded – work with Hannah to get it sent
  - iii. 6/22 Nicole responds – will do.
- g. Trips: Actual vs. projected
- i. 6/15 Nicole included Pronto trips chart showing actual trips about 50% of projected
  - ii. 6/17 Scott asked “what’s going on”
  - iii. 6/22 Nicole reports, per Demi, projections were done by Alta and were based on minimal data at the time. More current projections would have been more realistic.

Motivate - Revenue Distribution “Waterfall” - Despite Jay’s review and comment on the 6/9 term sheet, Motivate has come back with further and new requests to change the waterfall to their benefit to reflect decreased revenues due to accommodating our requests for subsidized memberships, student memberships and a max \$120 annual memberships. Changes would: 1. Increase Motivates profit/ reduce revenue and repayment. 2. Expedite payback to Motivate/Delay payback to Seattle thereby transferring risk of non-repayment from Motivate to Seattle. I am requesting an immediate meeting with Motivate.

Pronto – Term sheet -

Legal has suggested a local lawyer. We will follow up immediately and continue to move the project forward

TDM 2.0 (Nicole Freedman, 684-4690)

Work to start soon.

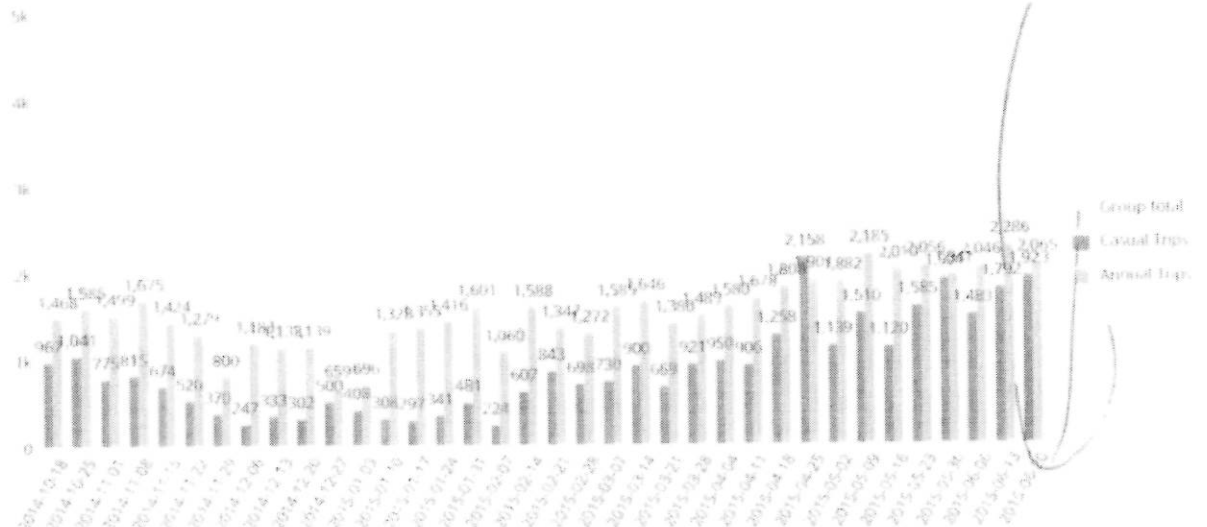
## Pronto Dashboard (Nicole Freedman, 4-4690)

Pronto Trips by Month with Projection



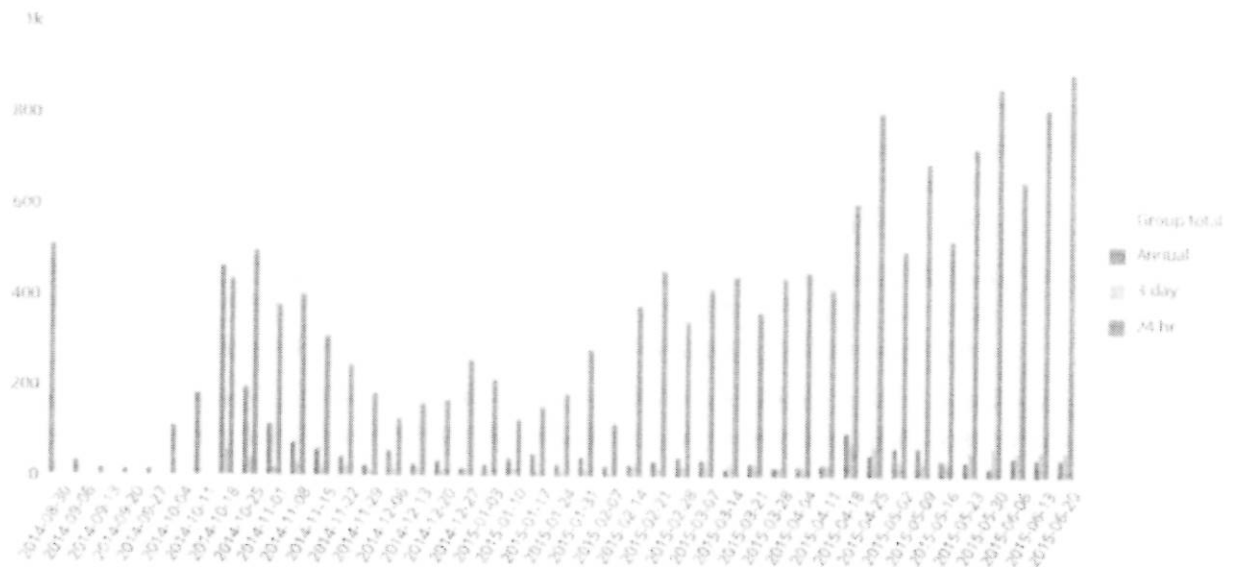
Pronto Trips by Subscription Type by Week

**86,750** Total Trips



8  
 $500 / 4000$   
 $= \frac{8}{7} = 1.14 / \text{day} ?$   
 rides

**18,854** Total Subscriptions



## Accomplishments

### Wayfinding signage installed in Rainier Valley (Jonathan Dong, 233-8564)

As part of the Route 7 Enhancements project, SDOT completed installation of wayfinding signs as recommended to improve the transit/pedestrian environment for Rainier Avenue. The signs will help navigate bus riders as they travel to different locations of interest from their bus zone locations and include distance information. The signs are consistent with SDOT’s branding and colors and will be maintained by SDOT Traffic Operations.

### Parking PayByPhone (Mary Catherine Snyder, 4-8110)

Staff developed a draft PayByPhone growth and pay station asset light plan for Director’s Office consideration. We are working to set up a briefing via Cindy. Our goal would be to increase PBP use to 30% of transactions by end of 2016 (at ~9% now). This will be an aggressive goal that ameliorates risks from potential negative impacts of not having as many pay stations.

The plan includes actions that SDOT can take this fall with a consensus approach and those that, while important, need 2015 or 2016 funding:

- Replace 20% fewer pay stations in South Lake Union as a pilot (criteria are high PayByPhone use, low coins, nearby pay stations, and short blocks); effort would continue through the 2016 pay station capitol project.

- Reduce customer fee to zero by absorbing fees at 15 cents/transaction paid to PayByPhone along with credit card fees; would be \$350K needed for the year if adopted in January 2016
- As a step towards no user fee, SDOT could immediately lower user fee to 25 cents by paying credit card fees (instead of PBP), which can be absorbed in the Parking credit card fees budget
- Public education campaign with online advertising, improved SEO/SEM to promote app awareness and encourage people to download and register account; would be \$210K for the campaign advertising design and placement
- Discount promotions where we can offer 50% off parking with the app; while a 2-week promo would cost ~80K, it is not a budget need and rather SDOT would want to work with CBO on their comfort level in bringing in less paid parking revenue

The asset light pilot in South Lake Union, lower 25 cents fee, and focused marketing can start this summer if there is consensus around this approach. The larger marketing campaign and no user fee elements will need funding. Eliminating the fee can address RSJ concerns and reduce concerns that SDOT is requiring a new fee on top of having to pay for parking. DOIT's survey found that seniors (21%) and underrepresented populations (4 in 10) have fewer smartphones compared to overall Seattle population at 2/3 having smartphones and 9 in 10 with cell phone. Staff concern is that if it seems that we are forcing people to pay an extra fee instead of the "free" pay station, we turn a very positive PayByPhone story into a negative one.

In our research we found that only a few US cities have adopted an asset light strategy:

- Miami in one new paid parking area with limited number of pay stations and no fee
- Galveston TX with small amount of paid parking, PayByPhone only and no fee

- Would like to understand how much we would save on parking meters source?  
definition?
- ~~Would~~ Pay-by-phone / meter price parity
- ~~App~~ Est. cost of rate changes
  - new signs
  - orange signs
  - marketing
  - etc

**e-Park grows to 14 garages (Meghan Shepard, 4-4208; Michael Solheim, 3-9956)**



The West Edge Garage has joined the e-Park guidance system, bringing to 14 the number of garages that real-time information for over 7,500 downtown parking spaces.

The West Edge garage is the first of DSA’s flat-rate \$7 evenings and weekends garages, promoted at DowntownSeattleParking.com to join e-Park. It’s a key step in integrating garages into both e-Park and the flat rate effort.

The garage has over 300 parking spaces and is located at 200 Pike Street, with its primary entrance off of 2<sup>nd</sup> Avenue. It’s operated by Republic Parking NW; Unico Properties LLC is the property manager. Installation of the e-Park sign and counting software will occur in 3Q.

Photo compilation of e-Park sign at West Edge entrance on Second Avenue

**Performance Data**

**SLU Streetcar Weekly Performance Summary (Saturday – Friday, June 20-26)**

**Daily Ridership**

	Week of June 20-26, 2015	Month to Date (June 2015)	Historical (June 2014)
Average Weekday	2,450	2,316	2,500
Average Weekend/Holiday	1,134	1,013	1,062

**Daily Percent On-Time (<5 min delay)**

	Week of June 20-26, 2015	Month to Date (June 2015)	Historical (June 2014)
Average Weekday (Range)	72% (66% - 79%)	63% (36% - 79%)	82% (69%-100%)
Average Weekend/Holiday	96%	95% *	99%

\* Performance statistics for Saturday and Sunday, June 13-14, not available due to NextBus system issue.

**PM Peak Period (3-7 pm) Percent On-Time (<5 min delay)**

	<b>Week of June 20-26, 2015</b>	<b>Month to Date (June 2015)</b>	<b>Historical (June 2014)</b>
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FROM: Paulo Nunes-Ueno, Director, Transit and Mobility Division

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Parsons Brinckerhoff (PB) is developing information for the Director including boardings on Seattle, Non-Seattle and express routes and bus bases for a July 15 briefing. On July 22, Director Kubly and Councilmembers Rasmussen and Burgess will meet with John Howell, Kevin Desmond, and Victor Obeso. A pre-briefing is being scheduled to discuss key messages.

**Duwamish TMA/MIC interest in First Avenue bus service (Bill Bryant, 684-5470)**

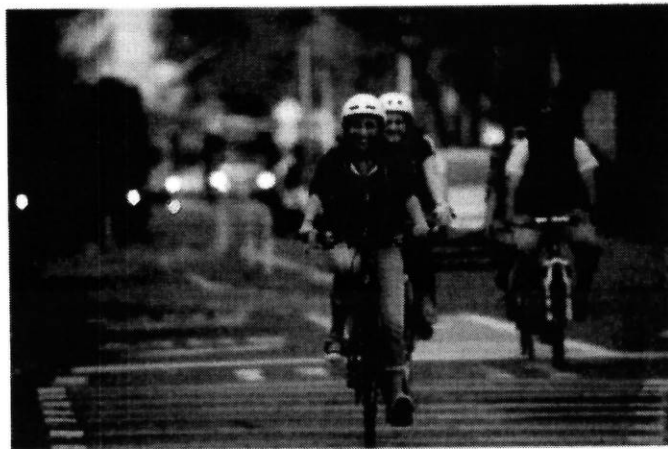
During the last week, representatives of the Duwamish TMA, including former Seattle CTE Katherine Casseday, have contacted SDOT and Metro to encourage the return of service to First Avenue between Lander Street and Downtown.

Prior to 2011, Ballard to West Seattle service operated robust 10-minute all-day headways on First from Spokane to Mercer. Those routes were shifted to Third Avenue to prepare for RapidRide and to add bus volumes to Third to strengthen the case for transit priority on Third.

Currently, a through-route from Greenwood to 35<sup>th</sup> Ave. SW (routes 5 and 21) runs 15-minute headways on the short section of First from Lander to Spokane. The TMA might continue to push for SDOT to use our influence to convince Metro to shift more service to First. Stadium traffic and Waterfront-related construction are major barriers to adding buses to First.

**SDOT helps facilitate, procures access to transportation photo library (Bill Bryant, 684-5470)**

Transit contributed about \$200 to a UW Transportation Services project to hire photographer Dan Lamont to shoot thousands of transportation-related photos. Most focus on walking, biking, transit, and carpooling. About 100 of the best photos are available for SDOT use at: <https://goo.gl/photos/7G2NhdZMjhygUFFm8>. There are some pretty good ones. About 2,300 more are also available to us. Example below.



↓  
PLEASE  
SHARE  
WITH THE  
REST OF  
ORGANIZATION



**Downtown Seattle Transit Coordination (Candida Lorenzana, 4-5907)**

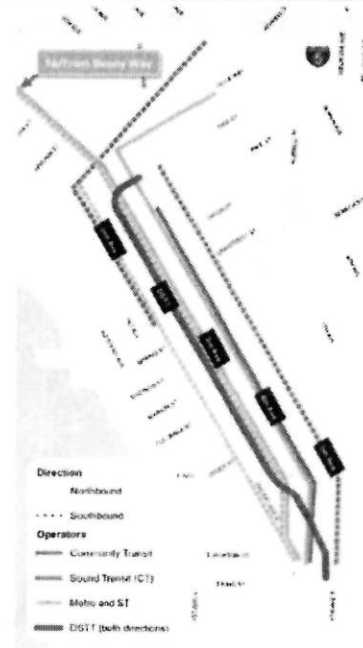
- Management team met last week to get an update on status of performance reporting, surface street improvements and changes to operations in the Downtown Seattle Transit Tunnel.
- Management team also discussed a one-day workshop focused on big ideas to solve transit delay issues with the upcoming changes in the downtown area, per Paulo's request. The workshop will take place in July.
- As part of this effort, the group developed a Transit Performance Measures Dashboard that will be used to track transit travel times in key transit corridors in downtown Seattle to help identify issues as they arise once additional buses come out of the tunnel.
- Below are two examples of the dashboard:
  - Example of the summary page that will provide travel speed and passenger information for all corridors.

## Transit Performance Measures Dashboard

Downtown Seattle Transit Coordination | June 2015 | Prepared by Trumpo Group

In April 2015, the **124,000** passengers in downtown Seattle moved at an average of **6 mph**. Transit passengers experienced **improved travel times** as compared to March 2015.

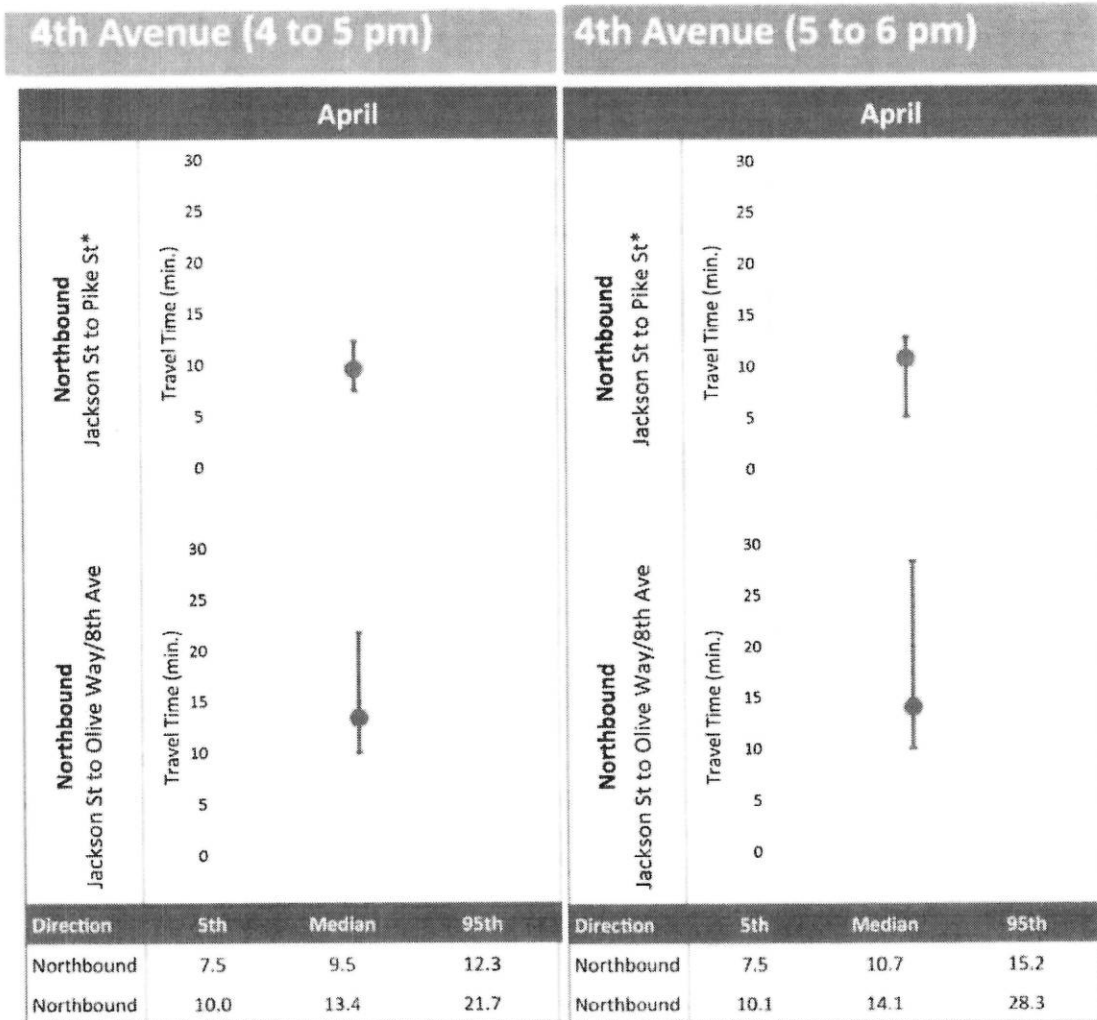
Corridor	Average Travel Speeds		Passengers	
All Corridors	↑	6 mph +1%	↑	124,000 +1%
2nd Avenue		4 mph		
Transit Tunnel		8 mph		
3rd Avenue		5 mph		
4th Avenue		5 mph		
5th Avenue		5 mph		



2015-06-24 DRAFT 1

- Examples of the travel time data that will be shown for PM peak, both the 4-5pm and 5-6pm time periods. This illustrates the variance in travel time and travel times at the 5<sup>th</sup> percentile, median and 95<sup>th</sup> percentile.

THIS IS COOL. MAKE SURE TO COORDINATE WITH TERRY MARTIN SO IT IS PART OF THE SPOT PERFORMANCE DASHBOARD



\* October 2014

Notes: Data collected during weekdays from 4 to 5 p.m.

\* October 2014

Notes: Data collected during weekdays from 5 to 6 p.m.

- Executives meet on July 13<sup>th</sup> to receive an update on our progress for 2015 and to discuss potential solutions to cover improvements for 2016.

**Metro leading quick SE Seattle route restructure process (Jonathan Dong, 233-8564)**

During the past month, Metro has been conducting a very fast process to identify potential restructures in the Rainier Valley. The process is a continuation of Metro's reaction to the Asian Counseling and Referral Service's ongoing call to reinstate Route 42, which duplicated Link on MLK.

The Route 42 was replaced with Link and frequent crosstown service shortly after Link started running. ACRS has continued to agitate for direct bus service from their front door to Downtown, despite the tremendously improved service of Link and Route 8. ACRS is also served by Routes 7, 14, and 48 a few blocks away. By the time Route 42 was deleted in 2012, it was the lowest performing route in Seattle.

THIS IS ANOTHER  
THING WE NEED TO  
ADDRESS IN TMP AMENDMENT  
- HOW WHAT POLICIES  
DO WE HAVE FOR  
ADDING SERVICE

Each of the two leading options includes deleting crosstown Route 9 between Rainier Valley, First Hill, and Broadway, would require significant new hours, and would leave other areas underserved. It is somewhat likely that SDOT will be asked to support use of Prop. 1 hours to supplement the network in the area.

### City-wide Commute Trip Reduction Programming (Mark Melnyk, 4-5017)

#### *Rideshare Meetup! Event*

- SDOT staff, in partnership with King County Metro Rideshare Operations, hosted a Rideshare Meetup! event on Thursday morning, June 25, at F-5 Networks located along the Elliott Corridor. The goal is to increase commuting by vanpool or carpool.
- Rideshare Meetup! events are hosted in an "open house" style so individuals can get information about ridesharing while meeting other commuters in their neighborhood. A series of 14 events are being hosted near Seattle employers from May - July.
- This was the largest Meetup! event ever hosted in King County. It featured the Seattle Biscuit Company Food Truck serving up hot biscuits sandwiches to over 66 attendees interested in learning about joining vanpools, vanshares, and carpools traveling to large employers such as F-5 Networks, Big Fish Games and Holland America.



### DriveNow Update (Kiersten Grove, 4-4653)

- Staff met with DriveNow representatives last week to discuss their Seattle launch plans
- BMW is no longer planning to partner with Sixt, which will push their Seattle launch date to November/December, possibly early 2016
- DriveNow has amended their service area to include SDOT's suggested changes, simplifying borders, and including all neighborhoods (except Magnolia) between 125th and McClellan. They have also included a very large portion of West Seattle.

Drive Now in early 2016?

- DriveNow staff are looking at workspaces and relocation housing for the upcoming move.
- SDOT staff will coordinate on media and press on the move and launch.

### **Bike Share (Nicole Freedman, 4-4690)**

#### Response to Comments from 6/15/15 report:

- a. *Naming Rights* –
  - i. 6/15 Nicole’s weekly reported that Motivate is adamant about having naming rights.
  - ii. 6/17 Scott requested the financial model. Commented, we are putting in 80% of capital.
  - iii. 6/22, Nicole responds, please see financial model on next page
- b. *Pricing*
  - i. 6/15 Nicole’s weekly reported that Motivate doesn’t want to commit to a fixed annual price and that they want UBER like “surge” pricing.
  - ii. 6/17 Scott responded, they need an upper limit. Investors and economists like surge pricing but it is bad for customers/customer experience.
  - iii. 6/22, Nicole responds, Got it. I will report back to Motivate
- c. *Low-income Memberships*
  - i. 6/15 Nicole reported Motivate wouldn’t support \$5 annual memberships for low-income.
  - ii. 6/17 Scott responded - Let them do the math. It is likely  $16\% \times 15,000 \times 80 = \$192,000$ .
  - iii. 6/22 Nicole responds – Got it. I will continue to strongly emphasize importance.
- d. *Reserve Fund*
  - i. 6/17 Scott initiates – “Motivate needs cash reserve for lean times”
  - ii. 6/22 Nicole responds that it is in the term sheet. Multiple versions of previous term sheet call for a 1 year operating reserve. Motivate has not commented on this requirement.
- e. *Backup rebid*
  - i. 6/17 Scott initiates – if we don’t get TIGER we will want to rebid for a lower ops cost
  - ii. 6/22 Nicole responds – Understood. I think there are three ways we can tackle this backup plan (possibly simultaneously)
    1. The most up to date Motivate term sheet allows for the same conditions down to 100 stations.
    2. Prior to rebidding, we have the option to try to negotiate a lower fixed fee price
    3. Rebid – If we rebid, the new price/operator would likely not start until spring/summer 2016 requiring interim payments at the current fee
- f. *Expedia proposal*

- i. 6/15 Nicole wrote that Expedia proposal not yet submitted per Andrew
  - ii. 6/17 Scott responded – work with Hannah to get it sent
  - iii. 6/22 Nicole responds – will do.
- g. Trips: Actual vs. projected
  - i. 6/15 Nicole included Pronto trips chart showing actual trips about 50% of projected
  - ii. 6/17 Scott asked “what’s going on”
  - iii. 6/22 Nicole reports, per Demi, projections were done by Alta and were based on minimal data at the time. More current projections would have been more realistic.

Motivate - Revenue Distribution “Waterfall” - Despite Jay’s review and comment on the 6/9 term sheet, Motivate has come back with further and new requests to change the waterfall to their benefit to reflect decreased revenues due to accommodating our requests for subsidized memberships, student memberships and a max \$120 annual memberships. Changes would: 1. Increase Motivates profit/ reduce revenue and repayment. 2. Expedite payback to Motivate/Delay payback to Seattle thereby transferring risk of non-repayment from Motivate to Seattle. I am requesting an immediate meeting with Motivate.

Pronto – Term sheet -

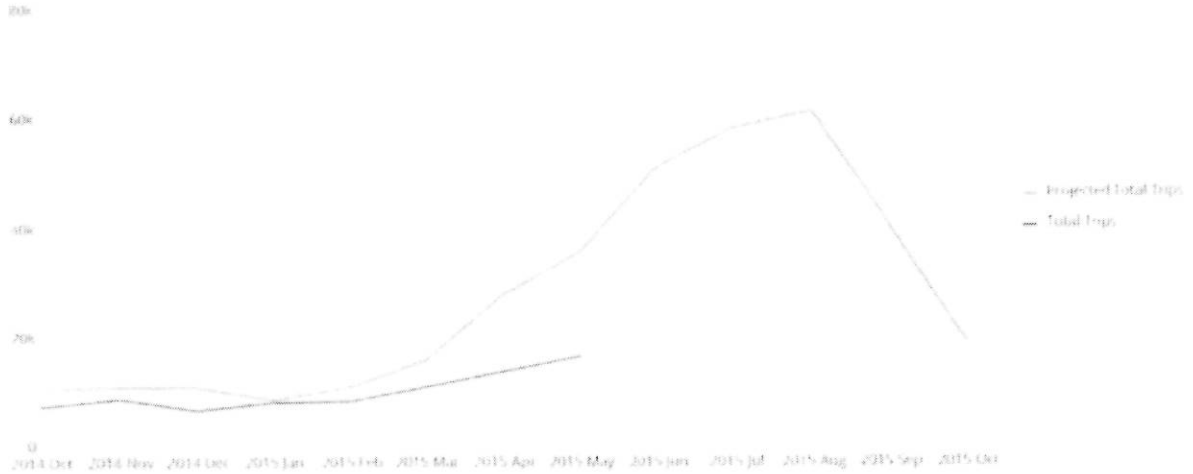
Legal has suggested a local lawyer. We will follow up immediately and continue to move the project forward

**TDM 2.0 (Nicole Freedman, 684-4690)**

Work to start soon.

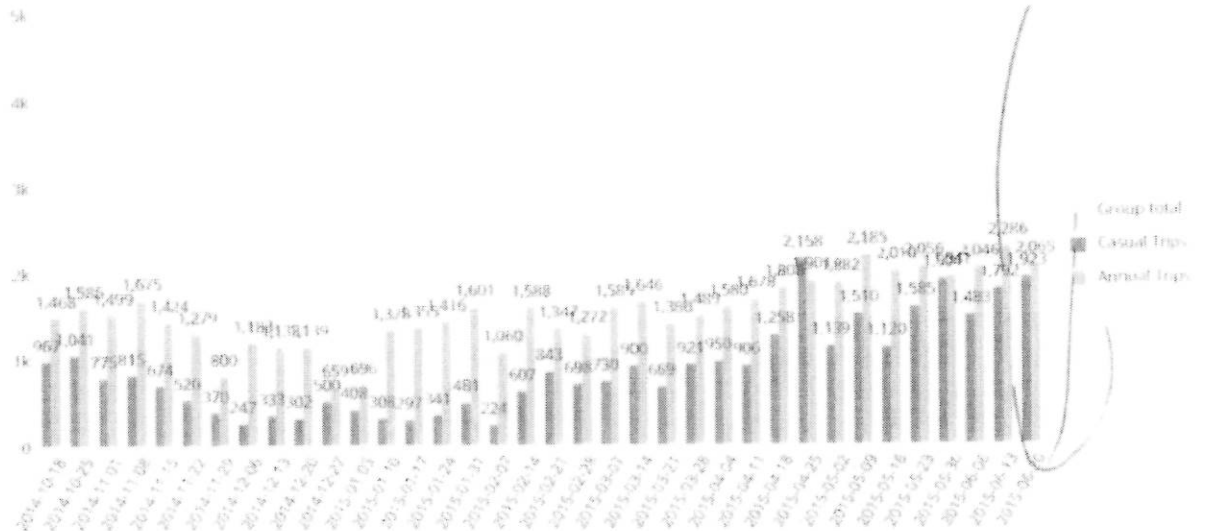
# Pronto Dashboard (Nicole Freedman, 4-4690)

Pronto Trips by Month with Projections



Pronto Trips by Subscription Type by Week

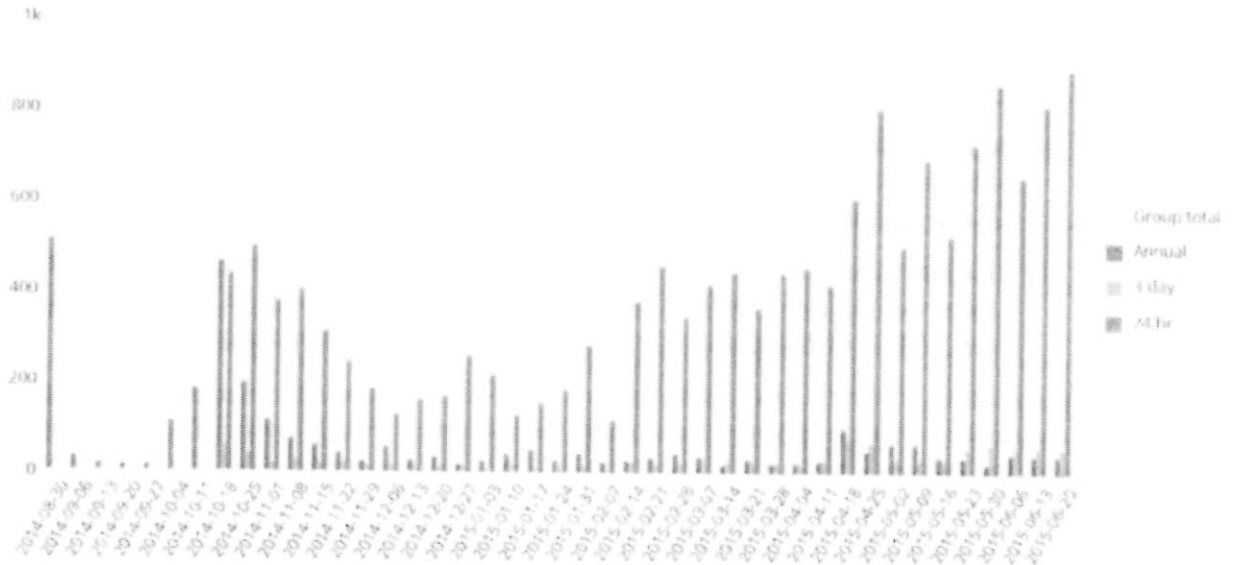
**86,750** Total Trips



$$500 / 4000 = \frac{8}{7} = 1.14/\text{day} ?$$
 rides



**18,854** Total Subscriptions



## Accomplishments

### Wayfinding signage installed in Rainier Valley (Jonathan Dong, 233-8564)

As part of the Route 7 Enhancements project, SDOT completed installation of wayfinding signs as recommended to improve the transit/pedestrian environment for Rainier Avenue. The signs will help navigate bus riders as they travel to different locations of interest from their bus zone locations and include distance information. The signs are consistent with SDOT’s branding and colors and will be maintained by SDOT Traffic Operations.

### Parking PayByPhone (Mary Catherine Snyder, 4-8110)

Staff developed a draft PayByPhone growth and pay station asset light plan for Director’s Office consideration. We are working to set up a briefing via Cindy. Our goal would be to increase PBP use to 30% of transactions by end of 2016 (at ~9% now). This will be an aggressive goal that ameliorates risks from potential negative impacts of not having as many pay stations.

The plan includes actions that SDOT can take this fall with a consensus approach and those that, while important, need 2015 or 2016 funding:

- Replace 20% fewer pay stations in South Lake Union as a pilot (criteria are high PayByPhone use, low coins, nearby pay stations, and short blocks); effort would continue through the 2016 pay station capitol project.

- Reduce customer fee to zero by absorbing fees at 15 cents/transaction paid to PayByPhone along with credit card fees; would be \$350K needed for the year if adopted in January 2016
- As a step towards no user fee, SDOT could immediately lower user fee to 25 cents by paying credit card fees (instead of PBP), which can be absorbed in the Parking credit card fees budget
- Public education campaign with online advertising, improved SEO/SEM to promote app awareness and encourage people to download and register account; would be \$210K for the campaign advertising design and placement
- Discount promotions where we can offer 50% off parking with the app; while a 2-week promo would cost ~80K, it is not a budget need and rather SDOT would want to work with CBO on their comfort level in bringing in less paid parking revenue

The asset light pilot in South Lake Union, lower 25 cents fee, and focused marketing can start this summer if there is consensus around this approach. The larger marketing campaign and no user fee elements will need funding. Eliminating the fee can address RSJ concerns and reduce concerns that SDOT is requiring a new fee on top of having to pay for parking. DOIT's survey found that seniors (21%) and underrepresented populations (4 in 10) have fewer smartphones compared to overall Seattle population at 2/3 having smartphones and 9 in 10 with cell phone. Staff concern is that if it seems that we are forcing people to pay an extra fee instead of the "free" pay station, we turn a very positive PayByPhone story into a negative one.

In our research we found that only a few US cities have adopted an asset light strategy:

- Miami in one new paid parking area with limited number of pay stations and no fee
- Galveston TX with small amount of paid parking, PayByPhone only and no fee

- Would like to understand how much we would save on parking meters source?  
definition?
- ~~Would~~ Pay-by-phone / meter price parity
- ~~App~~ Est. cost of rate changes
  - new signs
  - orange signs
  - marketing
  - etc

**e-Park grows to 14 garages (Meghan Shepard, 4-4208; Michael Solheim, 3-9956)**



The West Edge Garage has joined the e-Park guidance system, bringing to 14 the number of garages that real-time information for over 7,500 downtown parking spaces.

The West Edge garage is the first of DSA's flat-rate \$7 evenings and weekends garages, promoted at DowntownSeattleParking.com to join e-Park. It's a key step in integrating garages into both e-Park and the flat rate effort.

The garage has over 300 parking spaces and is located at 200 Pike Street, with its primary entrance off of 2<sup>nd</sup> Avenue. It's operated by Republic Parking NW; Unico Properties LLC is the property manager. Installation of the e-Park sign and counting software will occur in 3Q.

Photo compilation of e-Park sign at West Edge entrance on Second Avenue

**Performance Data**

**SLU Streetcar Weekly Performance Summary (Saturday – Friday, June 20-26)**

**Daily Ridership**

	Week of June 20-26, 2015	Month to Date (June 2015)	Historical (June 2014)
Average Weekday	2,450	2,316	2,500
Average Weekend/Holiday	1,134	1,013	1,062

**Daily Percent On-Time (<5 min delay)**

	Week of June 20-26, 2015	Month to Date (June 2015)	Historical (June 2014)
Average Weekday (Range)	72% (66% - 79%)	63% (36% - 79%)	82% (69%-100%)
Average Weekend/Holiday	96%	95% *	99%

\* Performance statistics for Saturday and Sunday, June 13-14, not available due to NextBus system issue.

**PM Peak Period (3-7 pm) Percent On-Time (<5 min delay)**

	<b>Week of June 20-26, 2015</b>	<b>Month to Date (June 2015)</b>	<b>Historical (June 2014)</b>
<b>Average Weekday (Range)</b>	30% (15% - 42%)	22% (1% - 42%)	39%

## Marilyn Brenneman

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**From:** Freedman, Nicole  
**Sent:** Thursday, July 02, 2015 11:21 AM  
**To:** Kubly, Scott  
**Cc:** Nunes-Ueno, Paulo  
**Subject:** Motivate- report back on Motivate's response  
**Attachments:** Term Sheet, Motivate v10, Motivate new w NF 2015.07.01.docx

Hi Scott,

Please see updated term sheet that I sent back to Motivate incorporating your comments from our conversation Tuesday night. Justin shared with Jay and feels we are going in the wrong direction. **Jay would like to come out to visit which I will schedule.** Key comments were as follows:

1. Pg 2, Failure to Identify a Vendor and Failure to Launch a full sized system (pilot agreement) – They are okay with being reimbursed 50% if pilot fails, but this reimbursement needs to include FT labor costs and overhead, which we said should not be included.
2. Pg 3, Ops Reserve 12 months (primary agreement) – We requested they maintain a 12 months operating reserve at all times. They said this is not possible, but they are amenable to \$250k which was done in SF.
3. Pg 6, Term (primary agreement)– We wrote that if Motivate terminates the contract, they must provide the city funding for 6 months of operations at \$125/dock month. Justin said paying the city any amount in the event of a financial failure is a non-starter.

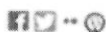
One other discussion point that was mine, not yours was as follows:

1. Two contracts/Term sheets – They would like to do 2 term sheets and contracts so as to not lock them into something that does not potentially work. I said we prefer to have 1 so we do not preclude other options, but purposely wrote in the ability to terminate after the pilot if either party does not feel the system is going in the correct direction.

I will send their marked up term sheet as soon as I get it.



Nicole Freedman  
Chief of Active Transportation and Partnerships  
City of Seattle Department of Transportation  
O: 206.684.4690 M: 206.552.4085  
[Nicole.Freedman@seattle.gov](mailto:Nicole.Freedman@seattle.gov)





## Marilyn Brenneman

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**From:** Jay Walder <jaywalder@motivateco.com>  
**Sent:** Monday, July 06, 2015 8:55 AM  
**To:** Kubly, Scott  
**Subject:** Term Sheet

Scott,

I hope that you had a nice holiday.

I thought our phone discussion a week or so ago was productive, and there was a mutual understanding about collaboration on key issues like sponsorship, pricing and technology.

However, I received an update from my team about the latest term sheet negotiations. We are very committed and excited about the opportunity to work together on a bold approach to bike share technology, but it appears that our teams are at an impasse on the terms of the arrangement.

I think in order to get through this hurdle, I should come out to Seattle next week and we should meet face-to-face. If it works for you, I can be in Seattle on the 15th, 16th or 17th. Please let me know if there is a preferred day on your end.

Regards,

Jay

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Jay Walder  
President and CEO  
Motive  
347-916-0723 office  
5202 3rd Ave. Brooklyn, NY 11220  
[email](#) | [offices](#) | [website](#)

