RESOLUTION NO. FL2014-05

A Resolution of the Washington Multi-City Business License and Tax Portal Agency Executive Board authorizing the chair to execute a letter of engagement for accounting services

Whereas, the Washington Multi-City Business License and Tax Portal Agency ("Portal Agency") Executive Board has determined that it is in the best interest of the Portal Agency to retain financial accounting expertise;

Whereas, the Portal Agency conducted a competitive selection process and determined that the firm, Francis & Company, best meets the needs of the Portal Agency, and

Whereas, the Portal Agency shall ensure that internal controls are consistent with sound fiscal and business practices; **Now Therefore,**

BE IT RESOLVED by the Executive Board of the Washington Multi-City Business License and Tax Portal Agency:

SECTION 1. The Executive Board approves the "Letter of Engagement for Accounting Services" attached to this resolution. The chair of the Executive Board is authorized to execute this agreement.

ADOPTED this 24 **day of** March **, 2014.**

ATTEST:

Washington Multi-City Business License and Tax Portal Agency Executive Board
Seattle, Washington

Board Secretary

Board Chair

FRANCIS & COMPANY PLLC

March 19, 2014

Jamie Carnell, Program Manager
Washington Multi-City Business License and Tax Portal Agency
700 5th Avenue, Suite 4350
Seattle, WA 98124-4669

We look forward to working with Washington Multi-City Business License and Tax Portal Agency in a consulting, financial management capacity, effective April 1, 2014, through calendar year 2015. During this period we will serve the financial management role, performing accounting and related financial management functions for Washington Multi-City Business License and Tax Portal Agency.

Our work for Washington Multi-City Business License and Tax Portal Agency will include ongoing financial management service activities, review of internal accounting controls, procedures to help in preparation for the annual audit, and internal audit monitoring activities. Below is an outline of types of activities that could be performed:

Full Service Accounting

Accounting System and Financial Reporting

- Establish and maintain financial record keeping system.
- Identify internal control policies and procedures and prepare accounting manual.
- Track and verify revenues and expenditures.
- Conduct account reconciliations.
- Prepare monthly financial statements for internal reporting purposes.
- Work with Washington Multi-City Business License and Tax Portal Agency to properly adjust and close the accounting records for the fiscal year.
- Prepare year-end financial statements including management discussion and footnotes disclosure in accordance with generally accepted accounting principles (GASB) and state BARS manual.

Meetings with Internal Stakeholders

- Meet with the Program Manager and Washington Multi-City Business License and Tax Portal Agency's management staff regarding identification of accounting and/or compliance issues.
- Attend meetings with the Board, legal counsel, and State Auditor.

External Audit Preparation

- Prepare schedules and other documentation needed for annual audit by the State, or others.
- Be present to work with the state, during each annual audit on behalf of Washington Multi-City Business License and Tax Portal Agency.

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Seattle, Washington 98109

francis-company.com

- Fully represent Washington Multi-City Business License and Tax Portal Agency in financial management matters as its CFO.

On-going Consulting

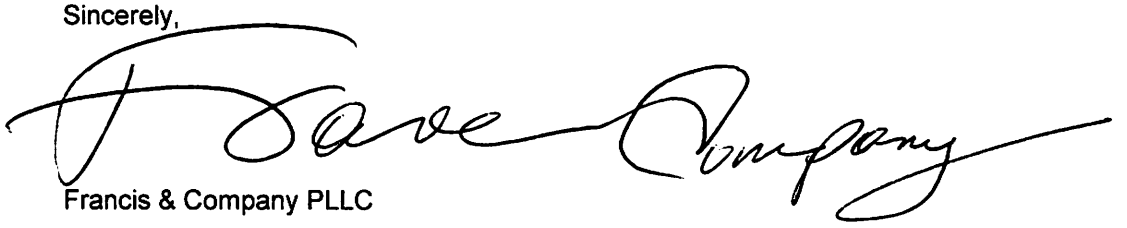
- Conduct compliance monitoring; advise Washington Multi-City Business License and Tax Portal Agency's management staff on financial compliance issues.
- Implement internal controls, accounting procedures and standards according to changes in operations and regulations.
- Assist with banking, budgeting, forecast, cash flow analysis.
- Conduct internal audits, as needed, to ensure effective controls.

All services will be consulting, management advisory. In performing these services, we will rely on the accuracy and reliability of financial transactions that you submit to us for recording, your forecast of future operations, and other financial data of Washington Multi-City Business License and Tax Portal Agency. We will not audit or review this financial information and will not express an opinion or any form of assurance on it. Please also note that our engagement cannot be relied on to disclose errors, fraud, or other illegal acts that may exist. However, we will inform you of any such matters that come to our attention, unless clearly inconsequential.

Our fees for these services will be based on the actual time spent at our standard hourly rates for consulting services, plus other out-of-pocket costs. Billing rates for this work will range from $120 to $200 per hour. We estimate total fees for the first months of service in 2014 not to exceed $20,000. For the full year of 2015, we estimate that the total monthly fees should be approximately $1,650 per month, not to exceed $20,000 in a 12 month period. We will bill Washington Multi-City Business License and Tax Portal Agency each month.

We sincerely appreciate this opportunity to be of service to you. If the foregoing is in accordance with your understanding, please sign the copy of this letter in the space provided and return the signed letter to us.

Sincerely,



Francis & Company PLLC

RESPONSE:

This letter correctly sets forth the understanding of Washington Multi-City Business License and Tax Portal Agency.

By: _____

Title: _____

Date: _____