PORT OF SEATTLE - ENTERPRISE RENT-A-CAR

INDEPENDENT ACCOUNTANTS' REPORT ON AGREED-UPON PROCEDURES RELATING TO ENTERPRISE RENT-A-CAR AGREEMENT FOR THE TWO TWELVE-MONTH PERIODS ENDED OCTOBER 31,2006 AND 2005

BRANCH, RICHARDS & CO., P.S.

Incorporated in 1972
Certified Public Accountants

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INDEPENDENT ACCOUNTANTS' REPORT ON AGREED-UPON PROCEDURES

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August 30, 2008

To: Applicable Management of Port of Seattle

We have performed procedures requested by you with respect to the calculation and payment of concessionable revenue and audit requirements included in the Rental Car Lease and Concession Agreement (the Agreement) dated November 1, 2004 between the Port of Seattle (POS) and Enterprise Rent-A-Car (ERAC) for the two twelve month periods ended October 31, 2006 and 2005. This report is solely for your information and is not to be used for any other purpose. It is intended to assist POS in evaluating compliance with the lease requirements. This agreed-upon procedures engagement was performed in accordance with standards established by the American Institute of Certified Public Accountants. The sufficiency of these procedures is solely the responsibility of the specified users of the report. Following is a listing of the procedures that we performed with respect to the above noted lease periods and the results and conclusions we formed as a result of such procedures.

General Description of Procedures Performed

The majority of our fieldwork was performed with the assistance of ERAC's accounting personnel in Seattle, Washington. ERAC has a counter location at the Airport which serves customers and another location within a 3 mile radius of the Airport's boundary line which serves airport and non-airport customers and is the main location for rental activity at the airport. Customers are also able to rent from the off airport location without going to the airport counter if they choose. Local customers also rent from both airport and off airport locations. Upon arrival of a customer at the airport or off-airport location, an agent creates a rental agreement or accesses a reservation from which a rental agreement is created. It excludes individual tickets from concessionable revenue if the customer has not flown into the airport within 12 hours or has a local address.

ERAC utilizes the Peoplesoft accounting program. At the end of each month a Tickets Charged report and a Tickets Not Charged report are generated from the accounting system. These list the income on tickets that had airport access fees on them and a listing of the tickets and totals for tickets where airport access fees were waived for local customers. These two reports are used as the basis for the ,calculation of concessionable revenues and remittance of concession fee to the Port of Seattle.

The Tickets Charged and Tickets Not Charged reports list all rental agreements during the month based on closing date. The reports are in order of numerical sequence and breaks down the revenue by type. The Tickets Charged report list all customers that were assessed a concession recovery fee. The Tickets Not Charged report supports revenue from non-airport customers. The Tickets Not Charged report is reviewed in detail each month for customers that have a long

distance address outside of local Washington State. Each customer contract that has not been charged a concession recovery fee needs to state in notes that customer did not come in through the airport. If no notes are available, ERAC self assesses a concession recovery fee of 10% of applicable income and applicable \$4 /day for Customer Facility Charge (CFC) Tickets.

As discussed above, ERAC uses these two reports as a basis for the calculation of concessionable revenues and remittance of concession fee to the Port of Seattle. These reports are in excel format and are included in a file referred to as the Airport Access report (AA). Worksheets included in the AA report reconcile the revenue amounts used to calculate the amount due to the Port and the general ledger, from which revenue rolls into a detail spreadsheet that includes other locations that airport customers have accessed to rent vehicles (see Exhibit B for an example of the Revenue reconciliation for the Airport location). The detailed spreadsheet shows revenue by category and totals the revenues from each location (see Exhibit A for an example of the detailed worksheet in the AA report). This detailed spreadsheet supports the amounts included in the letter to the Port which shows revenue by category and calculates the amount due to the Port.

We obtained the AA report for all of the months included in the two twelve-month periods ended October 31,2006 and 2005.

Following is a listing of procedures performed during this engagement.

- I. Detailed Sample selections from the 2005 and 2006 Tickets Charged and Tickets not Charged report We selected a total sample size of 87 closed rental agreement from the months of December '04, June '05, March '06, September '06 and October '06 from the Tickets Charged report and the Tickets Not Charged report. In selecting this sample, we analyzed the revenue collected on each agreement, recalculated the concession recovery fee and agreed supporting information per the agreements to the postings in the Tickets Charged report and Tickets not Charged report. We noted no exceptions. Additionally, we were able to summarize the totals of the Tickets Charged and Tickets not Charged report and agree the totals to the amounts in the excel spreadsheets included in the AA report without exception.
- 2. Agreed Tickets Charged Report and Tickets not Charged Report to AAReport The Tickets Charged report and Tickets not Charged report shows revenue totals by the following accounts; Time and Mileage, PAI, SLP, Drop, LDW, Fuel, GPS charges and Concession Recovery Charges. For the months of December '04, June '05, March '06, September '06 and October '06, we agreed totals in the Tickets Charged and Tickets not Charged report to the amounts in the excel spreadsheets included in the AA report without exception. For the Tickets not Charged report, we selected individual tickets and checked to ensure that they were adequately self assessed or adequately excluded based on proper documentation, without exception.

The Agreement defines Gross Revenue as to what must be included and what is excluded from concessionable revenue. Based on that definition, we reviewed all revenue sources and deductions to determine whether ERAC was properly including or excluding all appropriate revenue. The following are descriptions of the findings resulting from this analysis, which we have included in our Schedule of Findings at the end of this report.

We noted *unreported revenue* totaling \$2,509 for the twelve months ended October 31, 2006 and \$8,252 for the twelve months ended October 31, 2005. Based on our testing and discussions with ERAC personal, amounts were not included due to report set up errors and manual input errors. *Accordingly, we have included this difference as an addition to concessionable revenues in the Schedule of Findings.*

Testing for Contract Compliance Items – Contract compliance items of the Agreement that we tested included Article 5.1 Concession Fees; 5.2.4 Recovery of Percentage Fee; 5.2.2 Annual Report and 5.25 Customer Facility Charges (CFC). The following are the results of our compliance testing.

Concession Fee and Recovery of Percentage Fee – We agreed the total monthly Concessionable Revenue for each month of the twelve-month periods ended October 31, 2006 and 2005 per the AA Report to the monthly concession payments received by the Port of Seattle. We were able to verify that amounts paid were ten percent (10%) of total concessionable revenue per the AA report for the months that concessionable revenues exceeded the monthly minimum guarantee. In the months that concession revenue did not exceed the monthly minimum guarantee amount, we noted that ERAC paid the minimum guarantee.

Annual Report - Based on the Agreement, "Concessionaire shall submit, for the approval of the Port, an "Annual Report" for each Agreement year during the Term of this Agreement. Such Annual Report shall be submitted no later than ninety (90) calendar days following the last day of each Agreement Year. Concessionaire shall bear the entire cost of preparing and providing such reports. The Annual Report shall be prepared by Concessionaire and signed by its chief financial officer, or their designee, attesting to the amounts shown. The Annual Report shall also be audited by an independent certified public accounting firm in accordance with generally accepted auditing standards ("GAAS"), with a copy of the independent certified public accounting firm's audit report sent to the Port stating that in its professional opinion, based on the audit, the Concession Tickets paid by the Concessionaire during the previous Agreement Year were properly calculated and paid in accordance with the terms and conditions of the Agreement." Based on our review of the audit reports for the twelve-month periods ended October 31, 2006 and 2005, it appears that the audit reports were issued The audit report for October 31, 2005 was dated after the 90 calendar days as required by the agreement, thus out of compliance with requirements of the Agreement. The report for October 31, 2006 was dated within the 90 day requirement and we were able to verify through review of an e-mail from Port of Seattle personnel that the audit report was submitted to the Port of Seattle within the 90 day requirement.

Customer Facility Charge – The Port required ERAC to collect a Customer Facility Charge (CFC) of \$4/day on all vehicle rental transactions originating at the Airport starting February 1, 2006. For the rental agreements selected for testing in the months of March and September 2006 we were able to verify that ERAC is charging customers on the rental agreements. We attemped to agree the totals in the detailed CFC report to the amounts paid to the Port, but there were differences between the total CFC due and the total paid to the Port. Per discussion with ERAC personnel, they were unable to explain why the amounts differed. The differences were

immaterial and don't seem to be an issue, as the total amount of CFC paid to the Port in the months tested was higher than the amounts supported in ERAC detail CFC report. Based on our testing it appears that CFC's are being collected and paid to the Port as required in the Agreement.

Conclusion

Based upon our detailed testing, nothing came to our attention that rental agreement revenue per supporting rental agreements is not being captured by the systems summary reports used to report revenue. The reporting errors that were found were due to set up errors in the manual process of self assessing agreements that had not been charged a concession fee or accounting oversight. Included on the next page is a Schedule of Findings that quantifies the revenue items that we have added to total concessionable revenue. For the twelve months ended October 31, 2005, unreported revenue totaled \$8,252. For the twelve months ended October 31, 2006 unreported revenue totaled \$2,509. This is additional revenue that we believe is concessionable per terms of the Agreement. These additional revenues results in \$825 of additional concession rent for the twelve months ended October 31, 2005, and \$251 of additional concession rent for the twelve months ended October 31 2006, due to the POS.

Because the above described procedures were not sufficient to constitute an audit made in accordance with generally accepted auditing standards, we do not express an opinion on the overall financial position of the Port of Seattle, or ERAC.

An agreed-upon procedures engagement is one in which a practitioner is engaged by a client to issue a report of findings based on specific procedures performed on a subject matter. The specified parties and the practitioner agree upon the procedures to be performed by the practitioner that the specified parties believe are appropriate. In an engagement performed under this section, the practitioner does not perform an examination or a review, and does not provide an opinion or negative assurance. Instead, the practitioner's report on agreed-upon procedures is in the form of procedures and findings.

Branch, Richards & Co. P. S.

Certified Public Accountants

Seattle, Washington

Enterprise Rent-A-Car SCHEDULE OF FINDINGS FOR THE TWELVE MONTHS ENDED OCTOBER 31,2006

	Nov-05		Dec-05	Jan-06		Feb-06		Mar-06	Α	Apr-06		May-06		Jun-06	Jo	l-06	Aug	g-06		Sep-06		Oct-06		Total
ERAC Reported Gross Revenue	\$ 1,072,43	38 \$	1,148,546	S 1,088,765	S	910,560	S	1,178,965	S 1	1,161,620	S	1,146,695	S	1,250,063 S	1,	603,210 \$	1,7	08,828	S	1,313,301	S	1,309,750	S	14,892,740
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Concession Fee Payable - 10%	107,2	68	114,883	108,97	1	91,080		117,955		116,162		114,675		125,006		160,321		170,898		131,330		130,975		1,489,525
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EXHIBIT A DETAILED WORKSHEET IN THE AA REPORT

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