

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF COLORADO**

Civil Action No. 10–CV–01546–REB–CBS

The Direct Marketing Association,

Plaintiff,

v.

Roxy Huber, in her capacity as Executive
Director, Colorado Department of Revenue,

Defendant.

EXPERT REPORT OF THOMAS J. ADLER, PHD.

I am **Thomas J. Adler, PhD.**, the President of Resource Systems Group, inc. (“RSG”). RSG was retained in May 2010 by Brann & Isaacson, as counsel to the Direct Marketing Association (“DMA”), to perform a survey of Colorado consumers (“Study”) to determine their reactions to the requirements of a new Colorado law, enacted in February 2010, and referred to as An Act Concerning the Collection of Sales and Use Taxes On Sales Made By Out-of-State Retailers, and Making an Appropriation Therefor (“the Act”).

I. STATEMENT OF OPINIONS.

Based upon my review and consideration of the data and information described in Section II, and applying my experience and expertise in designing, implementing, executing, and/or interpreting hundreds of consumer surveys, I have formed the

opinions and conclusions regarding the Study that are set forth in paragraphs 3, 4, and 6 through 10 of my declaration dated August 10, 2010 (“Declaration”), a copy of which is attached hereto as Exhibit 1, and on page 4 of the *Final Results* of the Study dated August 9, 2010 (“*Final Results*”), a copy of which is attached as Exhibit B to my Declaration. I have also formed the opinions and conclusions regarding the results of the Study set forth in paragraph 5 of my Declaration and on pages 2, 5 and 6 of the *Final Results*.

II. DATA AND INFORMATION CONSIDERED IN FORMING OPINIONS.

The data or other information I considered in forming my opinions includes:

- A. A copy of the Act;
- B. A copy of Emergency Regulation 39-21-112.3.5, which I understand was adopted to implement certain requirements of the Act regarding notices by retailers that do not collect Colorado sales tax;
- C. A copy of Regulation 39-21-112.3.5, which I understand was adopted by the Colorado Department of Revenue to implement all of the notice and reporting provisions the Act;
- D. Data regarding the demographics of the survey panel of Colorado residents used in the Study;
- E. Data regarding the responses of the participants in the Study to the Study questionnaire;

- F. The outcome/results of Study, including the information set forth in the *Final Results*;
- G. KnowledgeNetworks, “*KnowledgePanel Calibrationsm, Using KnowledgePanel[®] to Improve the Sample Representativeness and Accuracy of Opt-In Panel Data*” (February 26, 2010); and
- H. KnowledgeNetworks, Project Statement, CO Tax Policy (May 27, 2010).

III. EXHIBITS.

The Exhibits that may be used to summarize or support my opinions include the documents identified in Section II.

IV. QUALIFICATIONS AND PUBLICATIONS.

Attached hereto as Exhibit 2 is a current copy of my current *curriculum vitae*, which reflects certain updates as compared to the copy attached to my Declaration, and includes a list of publications I have authored in the previous ten years.

V. RECENT TESTIMONY.

I have not testified as an expert at trial or at deposition in a litigation matter during the past four years.

VI. STATEMENT OF COMPENSATION.

RSG's fee for work done through completion of the *Final Results* was \$39,900. Additional compensation will be at RSG's standard hourly rates for the professionals involved. My hourly rate for this matter is \$ 340.44 / hr.

Dated: September 23, 2010

s/ Thomas J. Adler
Thomas J. Adler, PhD.

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DECLARATION OF THOMAS J. ADLER, PHD.

I, Thomas J. Adler, PhD., pursuant to 28 U.S.C. § 1746, do depose and state as follows:

1. I am the President of Resource Systems Group, Inc. (“RSG”), a professional research and consulting firm with offices in White River Junction and Burlington Vermont, Salt Lake City, Utah and Chicago, Illinois. I make this declaration upon my personal knowledge.

2. I have worked in the field of complex data collection and analysis, including specifically consumer choice modeling and research, for more than thirty (30) years. I hold a BS in Civil and Environmental Engineering from Cornell University and a Master of Science and PhD. in Transportation Systems from the Massachusetts Institute of Technology. From 1976 to 1986, I was a professor at Dartmouth College, where I

taught courses in consumer choice modeling, statistics, operations research, computer science, and engineering. While at Dartmouth, I served as director of the graduate program in Resource Policy and was principal investigator for several large, federally sponsored research projects. In 1986, I co-founded RSG and have served as its President for the last 24 years. In connection with my work both prior to and since founding RSG, I have developed a particular expertise in designing, conducting and analyzing the results of sophisticated market research studies and consumer surveys. While at RSG, I have directed over 200 major projects, including market strategy studies for numerous Global 1000 firms, as well as detailed planning studies for both public and private sector initiatives. Our work at RSG involves the design of sophisticated approaches to collecting, modeling, and communicating meaningful, nuanced data that organizations and government agencies can use to make informed policy and operational decisions. A copy of my current *curriculum vitae* is attached hereto as Exhibit A.

3. RSG was retained in May 2010 by Brann & Isaacson, as counsel to the Direct Marketing Association (“DMA”), to perform a survey of Colorado consumers to determine their reactions to the requirements of a new Colorado law, enacted in February 2010, and referred to as As Act Concerning the Collection of Sales and Use Taxes On Sales Made By Out-of-State Retailers, and Making an Appropriation Therefor (“the Act”). The Act and the regulations adopted by the Colorado Department of Revenue (“Department”) to implement it impose certain notice and reporting obligations on out-of-state retailers that do not collect Colorado sales tax. Among other things, the

law requires out-of-state retailers that do not collect Colorado sales tax to report to the Department the name and total amount of purchases of each Colorado customer of the retailer. The survey, which was fielded in June 2010, had two primary objectives: (1) to determine whether Colorado consumers consider the requirement that out-of-state retailers must report their purchasing information to Department to be an invasion of their privacy or, instead, if Colorado consumers do not mind the disclosure of such information to the Department; and (2) to determine whether the reporting requirement will affect, in any way, Colorado consumers' future purchases from out-of-state retailers who are required to provide such information to the Department.

4. As described in more detail, below, RSG designed the survey, took appropriate steps to ensure its objectivity, oversaw its administration, ensured that the data were accurately gathered and reported, processed and analyzed the data in accordance with accepted statistical principles, and tabulated the results. In sum, the survey of Colorado consumers conducted by RSG was in all respects consistent with generally-accepted survey principles and produced statistically valid results regarding the survey objectives.

5. RSG produced a document entitled Colorado Consumer Survey, *Final Results*, dated August 9, 2010 ("*Final Results*"), setting forth the results of the full survey. A copy of the *Final Results* is attached hereto as Exhibit B. The results demonstrate that more than two-thirds (69%) of Colorado Internet and catalog shoppers either agree or strongly agree that the requirement of the law that retailers must report their purchase information to the Department constitutes an invasion of their privacy. [Ex. B., pp. 2, 5.] Furthermore, the results show that a substantial majority of Colorado consumers state

the disclosure requirement will cause them not to make purchases from out-of-state retailers who must report their customers' purchase information to the Department. Two-thirds of Colorado Internet and catalog shoppers (67%) will decrease their purchases from such retailers in the coming year, while sixty-three percent (63%) would most likely not make a similar purchase again from the affected the out-of-state retailer from whom they most recently purchased. [Ex. B, pp. 2, 6.] Forty-three percent (43%) of catalog/online purchasers would instead buy from Colorado retailer that is not required to disclose such information to the Department. [Ex. B, p. 6.]

6. In designing and implementing the survey, RSG followed accepted survey principles, techniques and methodologies. While the new Colorado law potentially affects all Colorado purchasers who might shop via mail order, telephone, or online from an out-of-state retailer that does not collect Colorado sales tax, RSG recommended and adopted certain adjustments and safeguards in designing the survey to establish the appropriate universe of potential respondents in light of the law's requirements, the objectives of the survey, and other factors. First, based on a variety of different considerations, we elected to exclude minors under the age of 18 from the survey population. Next, although the notice and reporting requirements of the new law will in some cases impact residents of states other than Colorado who request that goods be shipped into Colorado, the purpose of the survey was to evaluate the reactions of Colorado consumers, so we excluded residents of other states. In addition, RSG recommended that the survey should seek to identify those individuals who have made a recent purchase (*i.e.*, within the last 6 months) from a catalog or Internet retailer

because such individuals are likely to be more representative of the existing customers of the out-of-state sellers who are subject to the Act and regulations, and thus a more reliable population for evaluating the affect of the new law's requirements on consumer attitudes and behavior. Finally, consistent with good survey practice, we determined to exclude potential respondents working in either the market research field or in Internet or catalog sales since there is a higher likelihood that their responses would be influenced by external factors. These adjustments establish a proper universe of potential respondents for the survey.

7. In light of the target population, subject matter, survey objectives, timing, and other factors, including those listed in the prior paragraph, RSG recommended that the survey be conducted using a survey panel of Colorado residents (age 18 and over) obtained through a third-party firm (KnowledgeNetworks) specializing in supporting consumer surveys. RSG has used such panels in the past on many occasions and their use represents generally-accepted survey methodology and principles. Moreover, to ensure that the population did not include individuals that RSG recommended be excluded, the survey questionnaire itself included three screening/eligibility questions. Thus, individuals who began the survey but who responded that (1) they worked in either market research or Internet or catalog sales [see Ex B., p. 13], or (2) resided in a state other than Colorado [see Ex B., p. 14], or (3) had not made a purchase from a catalog or Internet retailer (expressly excluding purchases from individuals on auction-type sites like Craig's List or eBay), in the past six months [see Ex B., p. 15] were not permitted to complete the survey.

8. RSG further recommended, in light of all the factors, that the sample size should be one-thousand (1,000) completed survey responses. A sample of that size is more than adequate to generate statistically valid results regarding the reactions, preferences, and behavior of Colorado consumers. In the end, the survey ultimately encompassed the responses of 1,019 Colorado consumers selected and screened in the manner described above. I am confident that the sample obtained was representative of the relevant universe of Colorado consumers and more than adequate to produce statistically valid results regarding the survey objectives.

9. I drafted and revised the survey questionnaire myself, working with others at RSG and with Brann & Isaacson, as well as Professor Kevin Lane Keller. A complete set of the final survey questions as presented to respondents is included within the *Final Results*, at pages 10 – 21. In preparing the questionnaire, I reviewed the Act and regulations published by the Department. The questions were designed to be clear and not to suggest any particular response. So, for example, the survey was administered so that, for the question asking the respondents to “agree or disagree with each of the following statements” [Ex. B, p. 18], the order of the statements was randomized, so for some respondents the statement asking if the respondent considers the disclosure requirement “an invasion of my privacy” would be first, and for some respondents the statement “I do not mind the State of Colorado knowing” the respondent’s purchase information would be first. Likewise, for the question asking how the respondent’s catalog and Internet purchases would likely be affected in the coming year, the order of the possible responses was randomized, as well. [Ex. B, p. 20.] The final questionnaire

presented to respondents is entirely consistent with generally-accepted survey principles and properly designed to collect the necessary information for the study.

10. Finally, I am confident that the survey data were gathered properly and accurately reported in the results. RSG has frequently confirmed the reliability of the systems we use to record the results of similarly-administered surveys. In addition, RSG maintains the source data and has verified the accuracy of the results.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on this 10th day of August, 2010

/s/ Thomas J. Adler
Thomas J. Adler, PhD.

Thomas J. Adler, President Resource Systems Group

Biographical Summary

Dr. Adler serves as a consultant and technical expert on market research methods and applications of discrete choice modeling. He is a co-founder of RSG and has over 30 years of related consulting experience working on nationally and internationally-prominent projects in more than 30 U.S. states, five Canadian provinces and 20 other countries. He has published more than 50 papers on travel demand modeling and, for ten years, was a professor and director of the graduate program in transportation at Dartmouth College.



Education

- Ph.D. Transportation and Management, Massachusetts Institute of Technology, MA (1976)
- S.M. Transportation and Management, Massachusetts Institute of Technology, MA (1975)
- B.S. Civil & Environmental Engineering, Cornell University, NY (1972)

Experience

1986 - present President, Resource Systems Group, Inc.; Principal-in-Charge for transportation projects.
1984 - 1986 Research Associate Professor of Engineering, Thayer School of Engineering, Dartmouth College.
Coordinator of Master of Science Program at Resource Policy Center.
1982 - 1984 Director, Resource Policy Center, and Associate Professor of Engineering, Dartmouth College;
Adjunct Associate Professor of Policy Studies, Dartmouth College.
1976 - 1982 Assistant Professor of Engineering, Thayer School of Engineering, Dartmouth College.
1975 - 1986 Independent transportation consultant for state, regional and local agencies.
1975 - 1976 Research Fellow, Joint Center for Urban Studies of Harvard and M.I.T.
1972 - 1976 Research/teaching, Transportation Systems Division, M.I.T.

Selected Responsibilities and Relevant Engagements

Research

Principal Investigator and researcher for numerous national research projects, including:

- *Interactions Between Energy Supply and Transportation-Related Energy Use* (US DOT)
- ACRP 3-23: *Integrating Aviation and Passenger Rail Planning*
- ACRP 3-19: *Passenger Value of Time, Benefit-Cost Analysis, and Airport Capital Investment Decisions*
- ACRP 3-10: *Innovative Approaches to Addressing Aviation Capacity Issues in Coastal Mega-Regions*
- ACRP 10-02: *Planning Guide for Offsite Terminals*
- ACRP 10-06: *A Handbook to Assess Impacts of Constrained Airport Parking*
- TCRP H-37: *Characteristics of Premium Transit Services that Affect Choice of Mode*
- TCRP H-31: *Understanding How Individuals Make Travel and Location Decisions: Implications for Public Transportation*
- NCHRP 08-57: *Improved Framework and Tools for Highway Pricing*
- SHRP 2 C04: *Improving Our Understanding of How Highway Congestion and Pricing Affect Travel Demand*

Travel Demand Modeling

Various projects conducted for over 150 clients including: U. S. DOT (FHWA, FTA, FRA), New York MTA, Chicago Regional Transportation Authority, New Jersey Transit, the Tampa Bay region, New York Thruway Authority, California Private Transportation Corporation, Massachusetts Turnpike Authority, Florida DOT, Texas DOT, Ohio DOT, Wisconsin DOT; Georgia DOT and Illinois DOT, CP Rail Canada, Ontario Ministry of Transportation, Government of Singapore, Hong Kong Transport Dept, Trenes de Buenos Aires.

- Directed development of travel demand models for major transportation projects including air transport, toll roads, high speed passenger rail systems, urban transit systems, highway projects and ride-sharing programs, using advanced self-administered computer-based stated preference survey techniques and nested logit model forms. Developed implementation procedures for travel demand forecasting systems.

Market Research

Various projects conducted for Fortune 500 clients including: American Airlines, Motorola, Ford, John Deere and Time Warner.

- Conducted quantitative market research consisting of large-scale stated preference/conjoint surveys of markets and development of market simulation models for major products and services. Provided general market strategy consulting services.

Transportation Planning

Over 200 projects for diverse private and public sector clients

- Directed studies providing transportation planning services to regions throughout the U.S. and traffic impact analyses for major retail, commercial, industrial, residential, recreational and institutional development projects throughout the Northeast.

Selected Publications

- "A Joint Model for Vehicle Type and Fuel Type," with S. Hess, M. Fowler and A. Bahreinian, presented at the World Conference on Transport Research, Lisbon, Portugal, July 2010.
- "Tool for Estimating Managed Lane Traffic and Variable Toll Rates," with J. Klodzinski and W. Olsen, presented at the Innovations in Pricing of Transportation Systems Conference, May 2010.
- "Improving Quality of Demand Forecasts Through Cross-Nested Logit: Stated-Choice Case Study of Airport, Airline, and Access Mode Choice," with S. Hess, T. Ryley and S. Davison, presented at the Annual Meeting of the Transportation Research Board, January 2010.
- "Experimental Designs for the Real World," with S. Hess, presented at the Annual Meeting of the Transportation Research Board, January 2010.
- "Application for Post-Processing of Travel Demand Forecasts for Estimating Express-Lane Traffic and Variable Toll Rates," with J. Klodzinski and W. Olsen, presented at the Annual Meeting of the Transportation Research Board, January 2010.
- "The Use of Cross-nested Logit Models for Multi-Dimensional Choice Processes: The Case of the Demand for Alternative Fuel Vehicles," with S. Hess, M. Fowler and A. Bahreinian, *Proceedings of the 2009 European Transport Conference*, Leiden, Netherlands, 2009.
- "An Analysis of Trends in Air Travel Behaviour Using Four Related SP Datasets Collected Between 2000 and 2005," with S. Hess, *Proceedings of the 2009 European Transport Conference*, Leiden, Netherlands, 2009.
- "Optimizing Product Portfolios Using Discrete Choice Modeling and TURF," with C. Smith and J. Dumont, presented at the International Choice Modeling Conference, Harrogate, England, March 2009.
- "Evaluation of Time-of-Day Fare Changes for Washington State Ferries," with Y. Dehghani and C. Gehring, *Proceedings of the 21th TRB Application of Transportation Planning Methods Conference*, Houston, Texas, May 2009.

- “A Multimodal Approach to Aviation Capacity Planning in the Coastal Mega-regions,” with M. Coogan, presented at the Annual Meeting of the Transportation Research Board, January 2009.
- “Modelling Airport and Airline Choice Behaviour with the Use of Stated Preference Survey Data,” with S. Hess and J. Polak, *Transportation Research Part E*, 43, pp. 221-233, 2007.
- “Exploring Market Support for New Products and Services for Transit and Walking: A New Market Research Approach,” with K. Karash and M. Coogan, *Transportation Research Record 2034*, Washington DC 2007.
- “Design of Florida’s Turnpike’s State Integrated Land-Use Travel Demand Model,” with Y. Dehghani and M. Doherty, *Proceedings of the 11th TRB Application of Transportation Planning Methods Conference*, Daytona, 2007.
- “Health Promoting Community Design and Culture Change: The Role of Personal Values, Urban Form, and Auto Availability in the Analysis of Walking for Transportation,” with M. Coogan, K. Karash and J. Sallis, *Journal of Health Promotion*, Vol. 21, Number 4, 2007.
- “Exploring Market Support for New Products and Services for Transit and Walking: New Market Research Approach,” with K. Karash and M. Coogan, presented at the 86th Annual Meeting of the Transportation Research Board, Washington D. C., 2007.
- “Florida’s Turnpike State Model: Development and Validation of an Integrated Land Use and Travel Forecasting Model,” with Y. Dehghani, M. Doherty and W. Olsen, presented at the 86th Annual Meeting of the Transportation Research Board, Washington D. C., 2007.
- “Modeling Demographic and Unobserved Heterogeneity in Air Passengers’ Sensitivity to Service Attributes in Itinerary Choice,” with Chandra Bhat (University of Texas – Austin) and Valdemar Warburg (Technical University of Denmark), *Transportation Research Record 1951*, Transportation Research Board, Washington D. C., 2006.
- “Risk Averseness Regarding Short Connections in Airline Itinerary Choice,” with George Theis, John-Paul Clarke and Moshe Ben-Akiva (MIT), *Transportation Research Record 1951*, Transportation Research Board, Washington D. C., 2006.
- “Changing Travel Behavior in Environmental Strategies,” with M. Coogan and K. Karash, *Conference Proceedings, Volume 1, 2nd Conference on Environment and Transport*, INRETS, Reims, France, June 2006.
- “Computing Willingness-to-Pay Indicators for Air-Travelers from SP Survey Data,” with S. Hess and J. Polak, presented at Air Transport Research Society, 2005 World Conference, Rio de Janeiro, July 2005.
- “Modeling Service Trade-offs in Air Itinerary Choices,” with C. Falzarano and G. Spitz, *Transportation Research Record 1915*, Transportation Research Board, Washington D. C., 2005.
- “A Multi-Period Toll Mode Choice Model for Florida’s Turnpike Enterprise,” with Y. Dehghani, M. Doherty, J. Klodzinski and W. Olsen, *Proceedings of the 10th TRB Transportation Planning Applications Conference*, Portland, OR, April 2005.
- “Does Brand Play A Significant Role In Consumer Selection Of Handsets?” with N. Whipple and L. Rimmer, *Excellence in International Research*, ESOMAR, Amsterdam, ©2005.
- “A Facility-Level Model of Peak Spreading,” with W. Olsen and Y. Dehghani, presented at the 83rd Annual Meeting of the Transportation Research Board, Washington D. C., 2004.
- “Using Web-Based Longitudinal Panel to Measure Customer Satisfaction,” with G. Spitz, J. Pepper, V. Chakravarti and F. Niles, *Transportation Research Record 1887*, Transportation Research Board, Washington D. C., 2004.
- “Experimental Assessment of Incentives for Alternative Fuel Vehicles,” with L. Wargelin, L. Kostyniuk, C. Kavalec and G. Occhiuzzo, presented at the 83rd Annual Meeting of the Transportation Research Board, Washington D. C., 2004.
- “Incentives for Alternate Fuel Vehicles: A Large-Scale Stated Preference Experiment,” with L. Wargelin, L. Kostyniuk, C. Kavalec and G. Occhiuzzo, presented at the 10th International Conference on Travel Behaviour Research, Lucerne, August 2003.
- “Reducing the Effects of Item Nonresponse in Transport Surveys,” in *Transport Survey Quality and Innovation*, P. Stopher and P. Jones eds., Pergamon Press, Oxford, © 2003.

- “Mixed Mode Surveys,” with J. Morris, in *Transport Survey Quality and Innovation*, P. Stopher and P. Jones eds., Pergamon Press, Oxford, © 2003.
- “Estimating the Effects of a Commuter Fringe Benefit Program,” with S. Falzarano, R. Bergwall and S. Donovan, *Proceedings of the 9th TRB Application of Transportation Planning Methods Conference*, Baton Rouge, 2003.
- “Development of a New Toll Mode Choice Modeling System for Florida’s Turnpike Enterprise,” with Y. Dehghani, M. Doherty and R. Fox, *Transportation Research Record 1858*, Transportation Research Board, Washington D. C., 2003.
- “Customers’ Perspectives on Using Multilevel Coaches to Increase Rail System Capacity,” with J. Pepper and G. Spitz, *Transportation Research Record 1838*, Transportation Research Board, Washington D. C., 2003.
- “Use of an Internet-based Household Travel Diary Survey Instrument,” with L. Rimmer and D. Carpenter, *Transportation Research Record 1804*, Transportation Research Board, Washington D. C., 2002.
- Quantifying the Value of Transit Station and Access Improvements for Chicago’s Rapid Transit System, with S. Falzarano and R. Hazlett, presented at the Transportation Research Board’s 80th Annual Meeting, January 2001.
- “Evaluating the Effects of Transit Station and Access Improvements,” with R. Hazlett and C. Falzarano, *Proceedings of the 15th Annual Transport Chicago Conference*, Chicago, IL, 2000.
- “Use of Respondent Interactive Geocoding in the Baltimore Mode Choice Survey,” with L. Rimmer and G. Bandy, *Transportation Research Record 1719*, Transportation Research Board, Washington D. C., 2000.
- “Analysis of Congestion Pricing Concepts for New York’s Tappan Zee Bridge,” with C. Szeto, W. Ristau and C. Falzarano, presented at the 79th Annual Meeting of the Transportation Research Board, Washington D. C., 2000.
- “Development of a Computer-Based Intelligent Travel Survey System,” presented at the Travel Model Improvement IV conference, Philadelphia, 1999.
- “Traveler Reactions to Congestion Pricing Concepts for New York’s Tappan Zee Bridge,” with W. Ristau and C. Falzarano, *Transportation Research Record 1659*, Transportation Research Board, Washington D. C., 1999.
- “Traffic-Related Issues in Project Permitting,” presented at Vermont Bar Association Environmental Law Seminar, May 1996.
- “Multimodal Statewide Travel Demand Modeling with a GIS,” with S. Lawe and N. Marshall, presented at the 75th Annual Meeting of the Transportation Research Board, Washington D. C., 1996.
- “Sensitivity of the Hudson-Bergen Light Rail Transit System Forecast,” with B. Johnson, presented at the 75th Annual Meeting of the Transportation Research Board, Washington D. C., 1996.
- “Computer-Based Travel Data Collection for Statewide Transportation Planning,” with M. Anderson, in *Proceedings of the Institute of Transportation Engineers Annual Meeting*, ITE, Washington D. C., 1995.
- “A Comparison of Alternative Survey Approaches for Mode Choice Model Estimation,” with L. Saben and R. Pratt, *Proceedings of the TRB Fifth National Transportation Planning Methods Applications Conference*, Seattle, 1995.
- “A Quick Response Screening Model for Planning Statewide Origin Destination Surveys,” with S. Lawe, N. Brand and H. Wilson, *Proceedings of the TRB Fifth National Transportation Planning Methods Applications Conference*, Seattle, 1995.
- “Ridership Estimation for a Suburban PRT System,” with C. Szeto, R. North, L. Rimmer and R. Shimizu, *Proceedings of the TRB Fourth National Transportation Planning Applications Conference*, Daytona, 1993.
- “Household Survey for the Tampa Bay Regional Transportation Planning Model,” with D. Bredahl, D. Lamb and L. Rimmer, *Proceedings of the TRB Fourth National Transportation Planning Applications Conference*, Daytona, 1993.
- “Estimation and Testing of Alternative Approaches to Model Intercity Rail Ridership,” with F. S. Koppelman, C. Bhatt and B. Williams, *Proceedings of the ASCE International Conference on High Speed Ground Transportation Systems*, Orlando, 1992.

- “Traffic Effects of Creating a City Center in a Suburban Community,” with C. Leiner, in *Proceedings of the Institute of Transportation Engineers Annual Meeting*, ITE, Washington D. C., 1991.
- “Hillsborough County, Florida Rail Transit Study Mode Choice Model Estimation,” with Y. Dehghani, in *Proceedings of the Second Conference on Applications of Transportation Planning Methods*, National Academy of Science, 1989.
- “Modeling the Effects of Design and Operating Policies on Toll Road Volumes,” with R. C. Schaevitz, in *Paying the Toll: National Perspectives on Toll Road Development*, University of California, Irvine, 1989.
- *An Analysis of Wood Transport Systems: Costs and External Impacts*, USDA Forest Service Report 23-729, March 1985.
- “Review of Recent Advances in Travel Demand Analysis,” *Transportation Science*, V. 18, N. 3, August 1984.
- *Low Density Transit Planning Package*, with S. Tahmosh and M. Burton, turnkey PASCAL software system, distributed by U.S. DOT UMTA, February 1984.
- *Paratransit Planning System PARAS Cost Model Description*, with H. Hazard, DSD #495, U.S. DOT Report UMTA-NH-06-0002-1, January 1983.
- *Technical Review of the ORNL Highway Gasoline Demand Model*, report DE-AC01-81EI-11976, U.S. Dept of Energy, Energy Information Administration, February 1982.
- *Transportation of U.S. Coal Through Eastern Ports*, with F.W. Lipfert and others, Report prepared for U.S. DOE under contract DE-AC01-81FE-20036, September 1982.
- *Guide to Forecasting Travel Demand with Direct Utility Assessment*, with G.A. Kocur and others, U.S. DOT, Urban Mass Transit Administration, Report UMTA-NH-11-0001-82-1, September 1982.
- *Analysis of Transportation Energy Conservation Policies Using the ENTRANS Model*, with J.W. Ison, Solar Energy Research Institute report, January 1981.
- “Analysis of Long-Term Transportation Energy Use,” with J.W. Ison, *Transportation Research Record #801*, 1981.
- *Interactions Between Energy Supply and Transportation-Related Energy Use, Vol. II Technical Appendices*, with J. Ison and J. Geinzer, final report submitted to U.S. DOT under Contract DOT/RC/82003, DSD #183, 1980.
- *Interactions Between Energy Supply and Transportation-Related Energy Use, Vol. I*, with J. Ison and J. Geinzer, final report submitted to U.S. DOT under Contract DOT/RC/82003, DSD #182, January 1980.
- “Forecasting Experiments for Rural Transit Policymakers,” with Y. Stephanedes, *Transportation Research Record #718*, Transportation Research Board, Washington, D.C., 1979.
- “Disaggregate Models for Decisions Other Than Travel Mode Choice,” in *New Horizons in Travel-Behavior Research*, W. Brog and P. Stopher, eds., 1980.
- “ENTRANS: A Model of the Interactions Between Energy Supply and Transportation Energy Use,” in *Proceedings of the Summer Computer Simulation Conference*, 1979.
- *Techniques for Analyzing the Performance of Rural Transit Systems, Vols. I & II*, with S.R. Stearns and Y.J. Stephanedes, prepared for U.S. Dept of Transportation, Research and Special Project Administration under Contract DOT/OS/80006, September 1979.
- “Directions for Improvements in Urban Travel Forecasting Procedures”, with M. E. Ben-Akiva and S. Lerman; in *Conference Summary and White Papers*, U.S. Department of Transportation, 1979.
- *The Direct and Indirect Costs of Transporting Wood Chips to Supply a Wood-Fired Power Plant*, with M. Blakey and T. Meyer; report submitted to the U.S. Dept of Energy Solar/Biomass Division under Contract EG-77-C-0204487, DSD #103, February 1978.
- “A Theoretical and Empirical Model of Trip Chaining Behavior”, with M.E. Ben-Akiva, *Transportation Research, Series B, Methodology*, 13B, pp. 243 - 257, 1979.
- “Disaggregate Models of Trip Distribution”, with S.R. Lerman, in *Behavioral Travel-Demand Models*. Lexington Books, D.C. Heath and Co., Lexington, MA, 1976.
- “Joint-Choice Model for Frequency, Destination, and Travel Mode for Shopping Trips”, with M.E. Ben-Akiva. *Transportation Research Record #369*, Transportation Research Board, Washington, D.C., 1976.

- *Modeling Non Work Travel Patterns*. Center for Transportation Studies (CTS) Report, M.I.T., Cambridge, MA, 1976.
- *Experiments to Clarify Priorities in Urban Travel Forecasting Research and Development: Summary Report*, with M.E. Ben-Akiva and J. Jacobson. Prepared for U.S. DOT contract with M.I.T., DOT-OS-30120, 1976.

Courses Taught

Dartmouth College

- Transportation Systems Analysis
- Transportation Engineering
- Travel Demand Forecasting
- Models in the Policy Process
- Probability and Statistics
- Modeling Consumer Choices
- Resource Models
- Introduction to Computer Science
- Engineering Economics and Optimization
- Optimization Applied to Environmental Engineering
- Modeling Complex Systems

Massachusetts Institute of Technology

- Travel Demand Forecasting (Course for practicing professionals)

Resource Systems Group

- Network Models for Transportation Planning (Course for practicing professionals)
- Introduction to Conjoint Analysis (U. S. DOT Volpe Center Workshop for ITS Program Managers)

Memberships/Affiliations

- Member, Transportation Research Board Committee on Traveler Behavior and Values
- Member, Transportation Research Board Committee on Travel Demand Forecasting
- Member, Transportation Research Board Special Committee on Travel Demand Forecasting Resources
- Co-founder, New England Transportation Institute
- Advisory Board for University of Minnesota's Center of Excellence in Rural Transportation Safety and
- University of Vermont's Transportation Research Center
- Editorial Board for *Journal of Choice Modeling* and *American Journal of Health Promotion*
- Marketing Research Association Expert Level Professional Researcher Certification
- Past Chair, Travel Demand Modeling Committee, Institute of Transportation Engineers (ITE)

Awards and Honorary Societies

- Chi Epsilon, Civil Engineering Honorary Society
- Sigma Xi, Scientific Honorary Society
- Catherine Wurster Fellow, Joint Center for Urban Studies of Harvard/M.I.T.

EXHIBIT B



R | S | G INC.
RESOURCE SYSTEMS GROUP, INC.

Colorado Consumer Survey

Final Results

9 August 2010

Key Findings

- The Law Invades Consumers' Privacy
 - A clear 2/3 majority of Colorado online and catalog shoppers find the requirements to be an invasion of their privacy.
 - Only 14% agree that they do not mind if the State of Colorado knows details about their online purchases.
- The Law Is Damaging to Out-of-State Retailers
 - If making a similar purchase again, a 63% would not buy from the same seller, and 67% say their purchases from these retailers will decrease as a consequence of the law.

Objective and Project Approach

Objective

- Understand how a new Colorado law, and requirements imposed by the Colorado Department of Revenue under the law, will impact Colorado consumers' decisions about purchasing from Internet and catalog retailers that do not collect Colorado sales tax.

Project Approach

- 10-minute online survey with 1,019 current Colorado residents
- Respondents recruited via online panel with address-based sample (KnowledgePanel®), supplemented by external panel
- Survey was fielded between June 2 and June 21, 2010
- Questions focused on whether consumers believe the law is an invasion of their privacy and how it will impact their future purchases from out-of-state online and catalog retailers.

Survey Sample

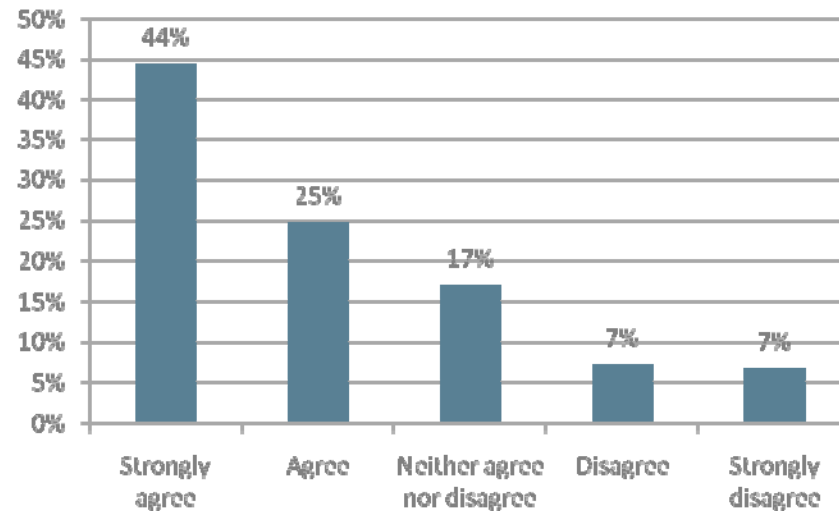
The respondents who compose the sample accurately represent Colorado consumers who are affected by this law.

- 1,019 completed surveys are more than enough for results to be conclusive.
- Sample is representative of the people who are affected by this law - adults in Colorado who are active in purchasing goods online or via catalog.
- Respondents had to pass a series of screening questions, and they qualified if they:
 - Currently reside in Colorado
 - Are age 18 or older
 - Made an online or catalog purchase in the 6 months prior to the survey
 - *Respondents who work in market research or in internet or catalog sales were disqualified.*
- Respondents were contacted to participate from an address-based sample (ABS) frame to ensure representativeness.
 - The key advantage of the ABS sample frame is that it allows sampling of almost all U.S. households.
 - An estimated 98% of households are “covered”.
 - Regardless of household telephone status, they can be reached and contacted via the mail.
 - Knowledge Network’s KnowledgePanel® was used and supplemented by an external provider.
- Sample results are weighted to population demographics to ensure that representativeness is maintained.

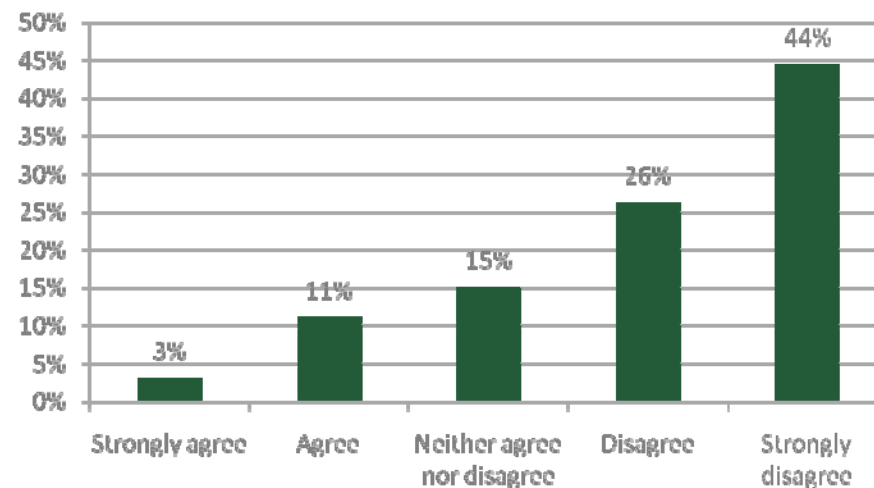
The Law Invades Consumers' Privacy

A clear 2/3 majority of Colorado online and catalog shoppers find the requirements to be an invasion of their privacy. Only 14% agree that they do not mind if the State of Colorado knows details about their online purchases.

Reporting my name, billing address, shipping address, and the amount of my purchases to the State is an invasion of my privacy.



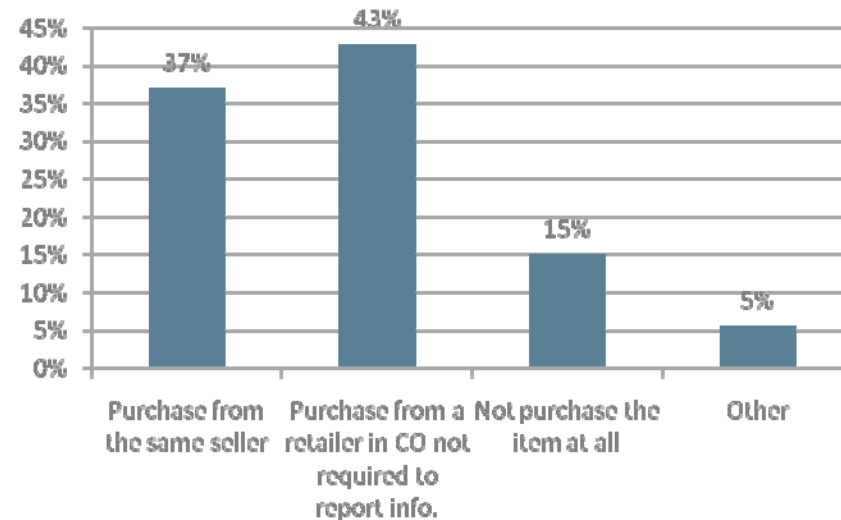
I do not mind the State of Colorado knowing the kinds of products I buy, from whom I buy them, where I have them shipped, and how much I spend.



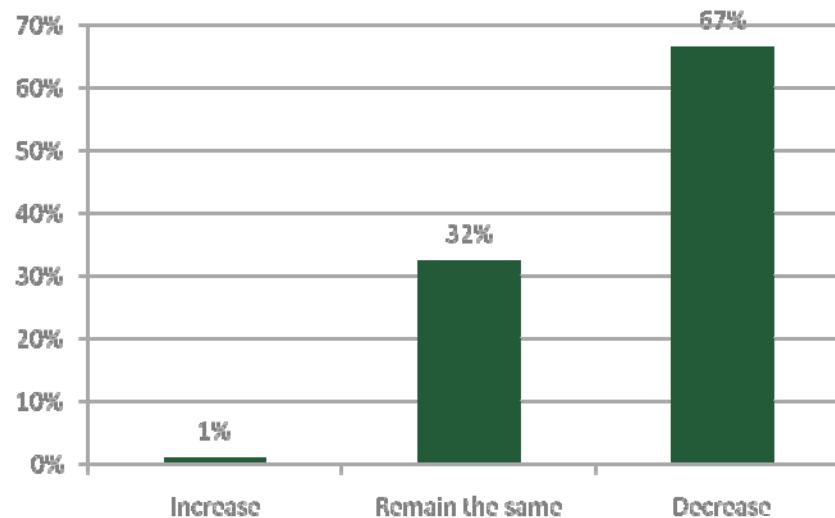
The Law Is Damaging to Out-of-State Retailers

If making a similar purchase again, 63% would not buy from the same seller, and 67% say their purchases from these retailers will decrease as a consequence of the law.

If you were to make a similar purchase in the future, but with this new disclosure requirement in place, what would you most likely do?



As a result of this law, how would your Internet and catalog purchases from those out-of-state retailers who must report your name, address and purchase amount to the Department of Revenue likely be affected over the coming year?



Sample Profile

Sample Profile - Demographics

Gender	%
Female	55%
Male	45%

Race	%
White	82%
Hispanic	8%
Black	2%
2+ Races	2%
Other	6%

Age	%
18-24	12%
25-34	16%
35-44	23%
45-54	20%
55 or older	29%

Employment	%
Work full/part-time	61%
Self-employed	11%
Unemployed	7%
Retired	12%
Disabled	2%
Other	7%

Sample Profile – Most Recent Purchase

Most Recent Product Purchased*	%
Books, music or video	44%
Clothing or accessories	35%
Consumer electronics	15%
Drugs or cosmetics	13%
Computers and computer accessories	13%
Software	10%
Outdoor/garden	8%
Furniture/homeware	6%
Office supplies	6%
Jewelry	5%
Tools/hardware	5%
Cooking/kitchenware	5%
Food or drinks	5%
Other	14%

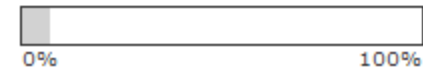
Age	%
Over the internet	94%
By phone	5%
By mail	1%

Survey Screenshots

Thank you for agreeing to participate in this survey. The purpose of the survey is to understand some of the factors that may affect your purchase decisions. The survey is being conducted by Resource Systems Group, Inc., an independent survey research firm. Please be assured that your answers will be kept strictly confidential and will not be associated with your name in any way. Absolutely no sales or marketing activity will result from your participation.

Please click "Next Question" to begin.

Next Question 

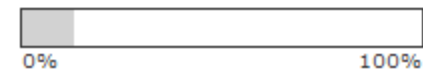


Please use the "Next Question" button in the lower left corner of the browser to go forward. If you back up to change an answer, please be sure to click "Next Question" to continue forward. It is important that you do NOT use your web browser's "forward" button because your new answers will not be recorded.

To review a previous question, use the browser's "back" button, which is the left-pointing arrow in the upper left corner of the browser.

Please click "Next Question" to continue.

Next Question 



Are you or any of your immediate family members currently employed in any of the following areas?

Please select all that apply.

- | | |
|--|---|
| <input type="checkbox"/> Advertising or public relations | <input type="checkbox"/> Manufacturing |
| <input type="checkbox"/> Agriculture or farming | <input type="checkbox"/> Public service or not-for-profit |
| <input type="checkbox"/> Construction | <input type="checkbox"/> Government agency |
| <input type="checkbox"/> Consulting | <input type="checkbox"/> Real estate |
| <input type="checkbox"/> Law or law enforcement | <input type="checkbox"/> Internet or catalog sales |
| <input type="checkbox"/> Financial services or banking | <input type="checkbox"/> Retailing |
| <input type="checkbox"/> Education | <input type="checkbox"/> Wholesaling |
| <input type="checkbox"/> Market research | <input type="checkbox"/> Other |
| <input type="checkbox"/> Media | <input type="checkbox"/> None of the above |

Respondents were disqualified if they worked in market research or in internet or catalog sales.

Next Question 



Respondents were disqualified if they did not live in Colorado at the time of the survey.

In what state do you currently live?

- Select State - ▼

Next Question ➔



Respondents were disqualified if they did not purchase any products from an internet or catalog retailer in the past 6 months.

Have you purchased any products from an Internet or catalog retailer at any time within the past 6 months?

Please do not include purchases from individuals, such as individual sellers on eBay or Craig's List.

- Yes
- No

Next Question 




For the next set of questions, please think about the MOST RECENT purchase that you made from an Internet or catalog retailer that did **not** charge sales tax on the transaction. Again, please do not include purchases from individuals, such as individual sellers on eBay or Craig's List.

Which of the following best describes the type of product you purchased?


Please select all types that you bought as part of that most recent purchase.

- Books, music or video
- Clothing or accessories
- Drugs or cosmetics
- Consumer electronics
- Computers and computer accessories
- Jewelry
- Tools/hardware
- Furniture/homeware
- Cooking/kitchenware
- Outdoor/garden
- Food or drinks
- Software
- Office Supplies
- Other, please specify:
- None of the above

Next Question 

How did you make this purchase?

- Over the Internet
- By telephone
- By mail

Next Question 



Assume that in the future, the seller of this item, along with other out-of-state retailers who do not collect Colorado sales tax, would be required to report your name, billing address, shipping address, the amount of your purchases, and the name of the retailer to the Colorado Department of Revenue.

Please indicate whether you agree or disagree with each of the following statements.


	Strongly disagree	Disagree	Neither agree nor disagree	Agree	Strongly agree
Reporting my name, billing address, shipping address, and the amount of my purchases to the State is an invasion of my privacy.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>
I do not mind the State of Colorado knowing the kinds of products I buy, from whom I buy them, where I have them shipped, and how much I spend.	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>	<input type="radio"/>

Next Question 



If you were to make a similar purchase in the future, but with this new disclosure requirement in place, what would you most likely do?

- Purchase the item from the same seller just as I did
- Purchase the same or similar item from a retailer in Colorado that is not required to report my name, billing address, shipping address, and the amount of my purchases to the Colorado Department of Revenue
- Not purchase the item at all
- Other, please specify:

Next Question 



A new Colorado law requires each Internet and catalog retailer that does not collect Colorado sales tax to file annually with the Colorado Department of Revenue a written statement identifying each Colorado consumer who made purchases from the retailer during the previous calendar year and showing the total amount paid by each purchaser.

Under this new law, the Colorado Department of Revenue requires each Internet and catalog retailer that does not collect Colorado sales tax to give the purchaser notice with each purchase that:

- The retailer does not collect Colorado sales tax.
- The purchase is not exempt from Colorado sales/use tax merely because it is made over the Internet or by other remote means.
- The retailer is required by law at the end of the year to report to the Colorado Department of Revenue the purchaser's name, billing address, shipping address, and total dollar amount of Colorado purchases made over the Internet or by other remote means on which no Colorado sales tax was collected.
- The State of Colorado requires that a Colorado purchaser must file a sales/use tax return at the end of the year reporting all taxable Colorado purchases that were not taxed and pay sales/use tax on those purchases.
- The retailer will send the purchaser an end-of-year summary of all Colorado purchases in order to assist in filing the sales/use tax return.

As a result of this law, how would your Internet and catalog purchases from those out-of-state retailers who must report your name, address and purchase amount to the Department of Revenue likely be affected over the coming year?

- Decrease as compared to the past year
- Remain the same as in the past year
- Increase as compared to the past year

Next Question 



Thank you for taking the time to complete this survey. All of your responses have been saved, so you may now exit your browser.