

Memorandum

To: TJPA Board of Directors
From: Maria Ayerdi-Kaplan, Executive Director
Date: For the Board Meeting of March 8, 2012
Re: Transbay Joint Powers Authority Quarterly Reports

The following reports have been prepared as information items for the TJPA Board:

1. FY 2011-2012 Ugeqpf Quarter Budget vs. Actual Financial Report (Unaudited)
2. Status of Purchase Orders and Contracts Greater than \$25,000 as of December 31, 2011
3. Quarterly Investment & Earnings Report as of December 31, 2011
4. Inception to December 31, 2011 Expenditures and Revenues (Unaudited)
5. Project Labor Agreement Status Report

This memorandum describes the reports.

1. FY 2011-12 Second Quarter Budget vs. Actual Financial Report

The TJPA Board approved the FY 2011-12 TJPA budget in June 2011. Two amendments to the capital budget have been approved, by the Executive Director at September 20 and December 20. The overall budget did not increase through these amendments; amounts were just transferred between line items.

Accounting reports have been summarized to show budget versus actual amounts for expenditures and revenues through the second quarter of fiscal year 2011-12 (July 1, 2011 through December 31, 2011) unaudited for both the capital and operating budgets. The FY 2011-12 second quarter budget versus actual financial report is Attachment 1. This report indicates that expenditures to date are within the available budget.

2. Status of Purchase Orders and Contracts Greater than \$25,000 as of December 31, 2011

TJPA staff periodically reports to the Board on the status of contracts greater than \$25,000. As shown in Attachment 2, expenditures as of December 31, 2011 are within the contract certification amounts. In general, procurement activities are proceeding as planned. Additional details for each contract are noted in the report.

Data on Disadvantaged and Small Business Enterprise (DBE/SBE) utilization is also included for each contract. The TJPA Annual Anticipated DBE Participation Level (AADPL) for the three Federal Fiscal Years begun October 1, 2010, which was calculated based on contracts planned to be awarded during the three year time period, is 18.5%. The actual DBE commitment for contracts awarded thus far is 15% and the actual SBE commitment is 39%. Actual payments to DBEs and SBEs through the first quarter of Federal Fiscal Year 2011-12 (October 1, 2011 – December 31, 2011) were \$32.5 million.

3. Quarterly Investment & Earnings Report as of December 31, 2011

The primary objectives, in priority order, for the TJPA's investment activities are safety, liquidity, and return on investment. The TJPA's permitted investment instruments are governed by California Government Code and the TJPA Board-approved Investment Policy. All cash, other than cash held in escrow for contractor retention, is currently held in one of three accounts: 1) an insured/collateralized checking account with U.S. Bank, 2) the City & County of San Francisco Treasurer's investment pool, or 3) a trust account with Deutsche Bank National Trust. The Investment & Earnings report (Attachment 3) from the TJPA Chief Financial Officer identifies the balance in each of these accounts at the end of the quarter.

For the quarter ending December 31, 2011, interest earnings from the City Treasurer's Pool were \$5,723. The annualized rate of return for the quarter was 0.90% with an ending cash balance in the pool of \$2,539,291.

Due to the low interest rate environment, the U.S. Bank account is currently set up with an earnings credit rate, meaning that any earnings offset bank fees. Thus no interest earnings are reported in the investment report for the bank account. TJPA holds only the amount necessary for upcoming cash disbursements in the bank account.

The first deposit into the Deutsche Bank trust account TJPA has established for Gross Sales Proceeds from former state parcels was made on October 12, 2011. Under the Cooperative Agreement between the TJPA, the State, and the City, the City acquired "Parcel B" and in turn transferred the parcel to the Redevelopment Agency for construction of a very low-income supportive housing development. Prior to the transfer, the City swapped a corner of Parcel B for a corner of the abutting 515 Folsom property with the private landowner of 515 Folsom, to square off each parcel. As the City received a smaller portion of land than the owner of 515 Folsom, the owner of 515 Folsom also paid the City an additional fee. This additional fee was Gross Sales Proceeds under the Cooperative Agreement, and thus deposited into the TJPA's trust account to be used for future construction costs. TJPA has purchased \$68,000 of U.S. Treasury Notes due December 31, 2012 with these proceeds. Further details on this investment position are shown in Attachment 3.

4. Inception to December 31, 2011 Capital Expenditures and Revenues

The Inception to Date Expenditures and Revenues (unaudited) report (Attachment 4) provides an overview of the TJPA's capital expenditures and revenues from the beginning of the program through December 31, 2011. Summary level information is provided by major expenditure category and revenue source.

5. Project Labor Agreement Status

The Project Labor Agreement (PLA) for the Transbay Transit Center was approved on November 10, 2011. The PLA is designed to ensure labor peace and equal opportunity for small, local, disadvantaged, union, and non-union businesses throughout the construction of the Transit Center, providing standard working conditions and wages. Staff will report to the TJPA Board on a quarterly basis regarding the administration of the PLA, including information on topics such as the meetings of the Joint Administrative Committee and outreach to youth and veterans for apprenticeships and other project opportunities. This status report is Attachment 5.

Information only.

Transbay Joint Powers Authority
Fiscal Year 2011-12 Budget vs. Actual (Unaudited)
2nd Quarter (July 2011 through December 2011)
As of February 17, 2011

	FY 2011-12 Budget Amendment 2 ³	FY 2011-12 1st-2nd Quarter Capital Outlay & Revenues	Remaining FY 2011-12 Balance	Percent Expended through 2nd Quarter
EXPENDITURES ¹				
Salaries & Benefits				
Salaries	2,023,000	739,876	1,283,124	37%
Benefits	681,000	221,511	459,489	33%
Subtotal, Salaries & Benefits	2,704,000	961,388	1,742,612	36%
Administration				
Rent	670,000	319,189	350,811	48%
Insurance	114,000	85,633	28,367	75%
Interest Expense	25,000	-	25,000	0%
Office Expenses	86,000	29,259	56,741	34%
Communications	87,000	18,338	68,662	21%
Information Technology Support	34,000	7,194	26,806	21%
Travel/Conferences	40,000	16,028	23,972	40%
Professional Development	24,000	6,447	17,553	27%
Board Expenses	10,000	2,236	7,764	22%
Meeting Expenses	7,000	2,424	4,576	35%
Miscellaneous	33,000	1,607	31,393	5%
Subtotal, Administration	1,130,000	488,357	641,643	43%
Professional & Specialized Services				
Engineering & Design Services				
Program Management / Program Controls	10,400,000	3,960,238	6,439,762	38%
Downtown Extension Preliminary Engineering & Design	2,533,000	262,750	2,270,250	10%
Downtown Extension Interagency Coordination	165,000	-	165,000	0%
Transit Center & Ramps Engineering & Design	14,750,000	8,177,163	6,572,837	55%
Transit Center Traffic Signals	295,000	-	295,000	0%
Transit Center Overhead Lines	680,000	14,248	665,752	2%
Transit Center Commissioning Agent	127,000	33,078	93,922	26%
Bus Ramps Design Reviews	200,000	3,653	196,347	2%
Temporary Terminal Engineering & Design	15,000	-	15,000	0%
Temporary Terminal Security Plan	50,000	15,000	35,000	30%
Bus Storage Engineering & Design	1,733,000	331,761	1,401,239	19%
Utility Relocation Engineering & Design	1,275,000	54,947	1,220,053	4%
Environmental Consultant / Building and Soil Haz. Mat.	433,000	71,219	361,781	16%
Archaeological Support Services	100,000	-	100,000	0%
Public Art Program	790,000	36,826	753,174	5%
Other Engineering & Design Services	1,677,000	-	1,677,000	0%
Permits and Fees				
Transit Center Building & Ramps Permits & Fees	4,328,000	2,528,640	1,799,360	58%
Bus Storage Permits & Fees	200,000	-	200,000	0%
Utility Relocation Permits & Fees	20,000	13,093	6,907	65%
DTX Permits & Fees	10,000	1,638	8,362	16%
Other Plan Checks / Permit Fees	228,000	-	228,000	0%
Real Estate Services				
Property Management / Boarding	25,000	4,500	20,500	18%
Appraisal Services	100,000	63,293	36,708	63%
ALTA / Design Surveys	322,000	61,261	260,739	19%
SF Redevelopment Successor Agency Administrative Fee	200,000	-	200,000	0%
Miscellaneous Real Estate Services	32,000	-	32,000	0%
Construction Management				
Construction Management for Utility Relocation	399,000	-	399,000	0%
Construction Management for Existing Terminal & Ramps Demo	91,000	90,049	951	99%
Construction Management for Transit Center	5,690,000	2,654,031	3,035,969	47%
Construction Management for Bus Storage	200,000	-	200,000	0%
Construction				
Transit Center & Ramps CM/GC Pre-Construction Services	2,846,000	2,048,556	797,444	72%
Existing Terminal & Ramps Demolition	2,525,000	2,521,429	3,571	100%
Transit Center Building & Ramps Construction	136,555,000	37,754,703	98,800,297	28%
Utility Relocation Construction	12,266,000	2,333,453	9,932,547	19%
Planning & Environmental Analysis				
Economic Analysis	350,000	85,995	264,005	25%
Environmental Review	500,000	-	500,000	0%
Other Planning Studies	118,000	-	118,000	0%

	FY 2011-12 Budget Amendment 2 ³	FY 2011-12 1st-2nd Quarter Capital Outlay & Revenues	Remaining FY 2011-12 Balance	Percent Expended through 2nd Quarter
Administration				
Benefits Administration / Payroll Services	161,000	52,266	108,734	32%
Outside Legal Counsel	2,522,000	1,308,426	1,213,574	52%
City Attorney	311,000	71,843	239,157	23%
Financial & Grant Management	860,000	254,301	605,699	30%
New Revenue Consultation	25,000	-	25,000	-
Accounting Software & Installation	20,000	12,888	7,112	64%
Audit Services	50,000	30,000	20,000	60%
Credit Rating Analysis	35,000	35,000	-	100%
Loan Servicing Fees	12,000	12,000	-	100%
TIFIA Project Monitoring	75,000	-	75,000	0%
Trustee Account Services	2,000	500	1,500	25%
Community & Public Relations	180,000	90,000	90,000	50%
Legislative Services	466,000	205,479	260,521	44%
Disadvantaged & Small Business Program	100,000	-	100,000	0%
Other Intergovernmental Agreements	30,000	-	30,000	0%
Other Consulting Assistance	50,000	6,800	43,200	14%
Subtotal, Professional & Specialized Services	207,127,000	65,201,027	141,925,973	31%
Right of Way Acquisition				
Property Acquisition	2,502,000	-	2,502,000	0%
Title/Closing Costs	155,000	-	155,000	0%
Relocation Services Consultation	132,000	60,238	71,763	46%
Relocation Services Assistance	1,900,000	283,352	1,616,648	15%
Goodwill Loss Assistance	500,000	15,000	485,000	3%
Other Right of Way Expenses	134,000	410	133,590	0%
Subtotal, Right of Way Acquisition	5,323,000	358,999	4,964,001	7%
Other				
Caltrans Attorney Parking	100,000	37,800	106,200	38%
Subtotal, Other	100,000	37,800	106,200	38%
Reserves				
Fiscal Reserve	3,412,000	-	3,412,000	0%
Emergency Reserve	500,000	-	500,000	0%
Subtotal, Reserves	3,912,000	-	3,912,000	0%
TOTAL EXPENDITURES + OTHER	220,296,000	67,047,570	153,248,430	30%
	FY 2011-12 Budget Amendment 2 ³	FY 2011-12 1st-2nd Quarter Capital Outlay & Revenues	Remaining FY 2011-12 Balance	Percent Expended through 2nd Quarter
CAPITAL REVENUE²				
Committed Revenue				
Federal Bus Facility & PNRS Grants	7,507,000	3,452,452	4,054,548	46%
Federal High Speed and Intercity Passenger Rail Program	172,996,500	50,207,986	122,788,514	29%
Federal Rail Line Relocation Grant	420,400	420,378	22	100%
Federal Homeland Security Transit Security Grant	50,000	15,000	35,000	30%
Regional Measure 2	3,100,000	445,983	2,654,017	14%
AB1171 Bridge Tolls	13,870,100	7,796,287	6,073,813	56%
Proposition K San Francisco Sales Tax	11,297,000	2,911,203	8,385,797	26%
San Mateo County Sales Tax	769,000	-	769,000	0%
Regional Transportation Improvement Program	1,700,000	1,557,613	142,387	92%
Lease Income	102,000	30,838	71,162	30%
Interest Income	43,000	8,477	34,523	20%
Subtotal, Committed Revenue	211,855,000	66,846,217	145,008,783	32%
Planned Revenue				
AC Transit Capital Contribution	2,148,000	-	2,148,000	0%
Federal Alternatives Analysis Grant	1,240,000	-	1,240,000	0%
Subtotal, Planned Revenue	3,388,000	-	3,388,000	0%

	FY 2011-12 Budget Amendment 2 ³	FY 2011-12 1st-2nd Quarter Capital Outlay & Revenues	Remaining FY 2011-12 Balance	Percent Expended through 2nd Quarter
Other				
Redevelopment Agency Loan Repayment	35,000	35,394	(394)	101%
Fund Balance from Previous Year	4,258,000	165,959	4,092,041	4%
<i>Subtotal, Other</i>	4,293,000	201,353	4,091,647	5%
New Revenues to be Identified				
Revenue Source to be Determined	760,000	-	760,000	0%
<i>Subtotal, Revenue Source to be Determined</i>	760,000	-	760,000	0%
TOTAL REVENUE + OTHER	220,296,000	67,047,570	153,248,430	36%

	FY 2011-12 Operating Budget	FY 2011-12 1st-2nd Quarter Operating Expenses	Remaining FY 2011-12 Balance	Percent Expended through 2nd Quarter
OPERATING EXPENDITURES				
Professional & Specialized Services				
Temporary Terminal Facility Management & Security	1,080,000	451,135	628,865	42%
Police Services as Needed	50,000	-	50,000	0%
AC Transit Additional Operating Support	1,553,000	-	1,553,000	0%
Parking Control Officers	140,000	-	140,000	0%
Utilities	42,000	15,859	26,141	38%
Operating Contingency	287,000	-	287,000	-
<i>Subtotal, Professional & Specialized Services</i>	3,152,000	466,994	2,685,006	15%
Reserves				
Operating Reserve	1,087,000	172,176	914,824	16%
<i>Subtotal, Reserves</i>	1,087,000	172,176	914,824	16%
TOTAL OPERATING EXPENDITURES	4,239,000	639,170	3,599,830	15%

	FY 2011-12 Operating Budget	FY 2011-12 1st-2nd Quarter Operating Expenses	Remaining FY 2011-12 Balance	Percent Expended through 2nd Quarter
OPERATING REVENUE				
Regional Measure 2	3,951,000	466,994	3,484,006	12%
Rents, Interest, Other	288,000	172,176	115,824	0%
Advertising, Interest, Other	TBD			
<i>Subtotal, Operating Revenue</i>	4,239,000	639,170	3,599,830	15%
TOTAL OPERATING REVENUE	4,239,000	639,170	3,599,830	15%

1: Italics indicate those line items for which the approval of the expenditure amount provides expenditure authorization from the Board. Other line items are generally authorized through contract approvals.

2: TJPA's capital grant revenues are multi-year, and do not lapse at the end of a fiscal year. Revenues that are budgeted in one fiscal year, but not utilized, will carry forward into the following year.

3: Capital Budget Amendment 1 dated September 20, 2011, approved by Executive Director under TJPA Budget Policy.

Report to Transbay Joint Powers Authority Board
Status of Purchase Orders and Contracts greater than \$25,000
Fiscal Year 2011-12 through Second Quarter (July 2011 to December 2011)

as of February 22, 2012

Purpose	Vendor	Contract Value	Accrued to December 31, 2011	Term	Funding Source	DBE Advisory	DBE Actual through December 31, 2011	SBE Goal	SBE Actual through December 31, 2011
Professional & Specialized Services									
Program Management / Program Controls	URS Corporation	Authorized: \$7,100,000 Total: \$28,400,000	\$4,944,282	7/1/11-6/30/14	AB1171, FRA	30%	15%	0%	44%
Downtown Extension Preliminary Engineering	Parsons Transportation Group	Authorized: \$4,200,000 Total: \$400,000	\$262,750	7/1/11-6/30/14	Prop K	30%	0%	0%	0%
Temporary Terminal A&E Services	Jacobs (formerly Carter & Burgess)	\$1,910,000	\$1,910,000	4/19/07- Temp Terminal Warranty	RM-2, RTIP	16%	19%	0%	22%
Bus Storage A&E Services	Jacobs (formerly Carter & Burgess)	Authorized: \$3,843,202 Total: \$4,848,378	\$2,802,064	5/17/07- Bus Storage Warranty	RM-2, RTIP	16%	11%	0%	23%
Utility Relocation A&E Services	AECOM (formerly Metcalf & Eddy)	\$5,198,015	\$5,045,535	9/20/07- Utility Warranty	FRA, RM-2	20%	6%	0%	15%
Transit Center Bldg & Related Structures A&E Services	Pelli Clarke Pelli Architects	Authorized: \$100,589,778 Total: \$132,000,000	\$95,332,666	5/16/08- Transit Ctr Warranty	AC Transit, AB1171, FRA, Prop K, RM-2, RTIP	0%	0%	0%	8%
Commissioning Agent	Enovity Inc.	Authorized: \$211,585 Total: \$762,196	\$174,922	9/10/09-6/30/16	RM-2	5%	0%	90%	100%
Environmental Consulting Services During Construction	Langan Environmental (formerly Treadwell & Rollo)	Authorized: \$322,000 Total: \$650,000	\$226,406	6/10/10-6/9/17	Prop K	20%	45%	37%	58%
Artwork: Grand Hall Terrazzo Floor	Julie Chang Olcott	Authorized: \$62,500 Total: \$125,000	\$50,000	1/6/11-12/31/17	Prop K	n/a	n/a	n/a	n/a

Report to Transbay Joint Powers Authority Board
Status of Purchase Orders and Contracts greater than \$25,000
Fiscal Year 2011-12 through Second Quarter (July 2011 to December 2011)

as of February 22, 2012

Purpose	Vendor	Contract Value	Accrued to December 31, 2011	Term	Funding Source	DBE Advisory	DBE Actual through December 31, 2011	SBE Goal	SBE Actual through December 31, 2011
Artwork: CityPark Bus Jet Fountain	Ned Kahn Studios	Authorized: \$50,000 Total: \$1,000,000	\$40,000	1/6/11-12/31/17	Prop K	n/a	n/a	n/a	n/a
Artwork: Shaw Alley Pedestrian Passage	James Carpenter Design Associates	Authorized: \$62,100 Total: \$207,000	\$62,100	3/3/11-12/31/17	Prop K	n/a	n/a	n/a	n/a
Artwork: Landmark Entry Sculpture at Mission Square	Tim Hawkinson	Authorized: \$60,000 Total: \$200,000	\$30,000	3/5/11-12/31/17	Prop K	n/a	n/a	n/a	n/a
Lease Agreement	California Mission Street Partners	\$5,122,518	\$2,357,240	2003-2015	FTA, RTIP	n/a	n/a	n/a	n/a
Legal Counsel	Shute, Mihaly & Weinberger	Authorized: \$2,948,000 Total: \$4,000,000	\$2,634,327	9/9/10-9/8/15	FTA	0%	0%	75%	74%
Financial Consulting Services	Nancy Whelan Consulting	\$4,284,920	\$474,511	3/1/11-2/28/16	FTA	30%	71%	72%	71%
Federal Advocacy Services	Chambers, Conlon & Hartwell	Authorized: \$257,000 Total: \$403,500	\$155,732	10/1/10-9/30/13	unrestricted revenue	n/a	0%	0%	0%
Federal Advocacy Services	Manatt, Phelps & Phillips (formerly Holland + Knight)	Authorized: \$257,000 Total: \$403,500	\$150,000	10/1/10-9/30/13	unrestricted revenue	n/a	0%	0%	0%
State Advocacy Services	Mercury Public Affairs	\$198,000	\$138,500	8/1/10-7/31/12	unrestricted revenue	n/a	0%	0%	0%
State Advocacy Services	Townsend Public Affairs	\$198,000	\$138,500	8/1/10-7/31/12	unrestricted revenue	n/a	0%	0%	0%
HR Payroll & Benefits Administration	Local Government Services	\$585,000 (Administration Fee only)	\$489,432	10/18/07-10/17/12	FTA	n/a	n/a	n/a	n/a
Integrated Financial System	New World Systems	\$299,515	\$264,953	2/21/08-5/31/13	FTA, RM-2	0%	0%	0%	0%
Public Relations & Community Outreach	Singer Associates	Authorized: \$180,000 Total: \$900,000	\$135,000	4/1/11-3/31/16	FTA	18%	0%	40%	100%

Report to Transbay Joint Powers Authority Board
Status of Purchase Orders and Contracts greater than \$25,000
Fiscal Year 2011-12 through Second Quarter (July 2011 to December 2011)

as of February 22, 2012

Purpose	Vendor	Contract Value	Accrued to December 31, 2011	Term	Funding Source	DBE Advisory	DBE Actual through December 31, 2011	SBE Goal	SBE Actual through December 31, 2011
New Revenue/ Fundraising Consultation	CCS	\$67,000	\$42,000	12/2/08- 12/1/14	unrestricted revenue	0%	0%	0%	0%
Retail Counsel	Sheppard Mullin Hampton & Richter	\$200,000	\$33,891	9/09/10- 12/30/14	FTA	0%	0%	0%	0%
Security & Preparedness Planning Services (Temp Terminal/Bus Storage)	Risk and Strategic Management	\$100,000	\$100,000	11/30/10- 5/31/12	FEMA	0%	0%	0%	0%
Legal Counsel	Thompson Coburn	Authorized: \$200,000 Total: \$1,000,000	\$226,773	11/1/10- 10/31/15	FTA	0%	0%	0%	0%
Independent Auditor	Vavrinek, Trine, Day & Co	Authorized: \$48,000 Total: \$144,000	\$48,000	3/10/11- 3/9/14	FTA	0%	0%	10%	10%
Real Estate Related Professional Services									
Real Estate Appraiser	Carneghi-Blum & Partners	Authorized: \$138,350 Total: \$425,000	\$122,810	4/17/09- 4/16/12	FTA, Prop K, RTIP	0%	0%	0%	0%
Real Estate Review Appraiser	David Tattersall & Company	Authorized: \$14,975 Total: \$75,000	\$13,175	10/27/09- 10/26/12	FTA, Prop K	0%	0%	0%	0%
Machinery & Equipment Appraisers	Desmond, Marcello & Amster	Authorized: \$23,000 Total: \$62,500	\$19,980	1/25/08- 1/24/13	RTIP	0%	0%	0%	0%
Machinery & Equipment Appraisers	Neale & Sons Inc.	Authorized: \$29,000 Total: \$62,500	\$29,000	1/25/08- 1/24/13	RTIP	0%	0%	0%	0%
Goodwill Loss Appraisers	Desmond, Marcello & Amster	Authorized: \$25,000 Total: \$75,000	\$24,611	2/20/08- 2/19/13	RTIP	0%	0%	0%	0%
Goodwill Loss Appraisers	Donna Desmond Associates	Authorized: \$61,833 Total: \$75,000	\$34,333	2/20/08- 2/19/13	FTA, RTIP	0%	1%	0%	100%
Real Estate Transaction Title and Escrow Services	Chicago Title	\$300,000	\$151,162	5/17/07- 5/16/12	Prop K, RM-2, RTIP	0%	0%	0%	0%
Real Estate Economics Advisory Services	The Concord Group	Authorized: \$35,000 Total: \$100,000	\$25,000	8/1/11- 7/31/16	FTA	0%	0%	0%	0%

Report to Transbay Joint Powers Authority Board
Status of Purchase Orders and Contracts greater than \$25,000
Fiscal Year 2011-12 through Second Quarter (July 2011 to December 2011)

as of February 22, 2012

Purpose	Vendor	Contract Value	Accrued to December 31, 2011	Term	Funding Source	DBE Advisory	DBE Actual through December 31, 2011	SBE Goal	SBE Actual through December 31, 2011
Real Estate Economics Advisory Services	Seifel Consulting	\$100,000	\$50,866	8/1/11-7/31/16	FTA, Prop K	0%	0%	100%	100%
Real Estate Economics Advisory Services	Keyser Marston Associates	Authorized: \$100,000 Total: \$125,000	\$87,884	5/22/09-5/31/12	FTA	0%	0%	0%	0%
Planning & Advisory Services	Dean Macris	\$80,000	\$63,700	4/13/10-4/12/12	Prop K	n/a	0%	0%	0%
Relocation Assistance Services	Associated Right of Way Services	\$600,000	\$520,206	9/30/08-9/29/13	Prop K	0%	0%	0%	0%
On-Call Survey & Mapping Services	F3 & Associates	Authorized: \$99,693 Total: \$390,000	\$78,446	1/20/11-1/19/18	FRA, Prop K	15%	0%	100%	100%
On-Call Survey & Mapping Services	Luk and Associates	Authorized: \$12,950 Total: \$390,000	\$7,683	5/11/11-5/10/18	FRA, RM-2	15%	0%	100%	100%
Construction & Construction Management									
Construction Management Oversight	Turner Construction Company	Authorized: \$8,340,000 Total: \$38,500,000	\$4,796,493	6/10/10-6/9/16	AB1171, FRA, Prop K	35%	19%	35%	23%
Construction Manager/ General Contractor - TTC & Ramps	Webcor/Obayashi	Authorized Pre-Construction: \$15,926,575 of \$19,520,000 Authorized Construction: \$265,426,163	\$93,326,281	3/12/09-Completion	AB1171, FRA, PG&E, Prop K, RM-2	17%	<1%	17%	24%
Demolition - Transbay Terminal & Ramps	Evans Brothers Inc.	\$15,602,608	\$15,602,608	1/4/10-9/4/11	AB1171, Prop K	8%	closeout in process; final % TBD	8%	closeout in process; final % TBD
Construction Labor Compliance Software	Elation Systems	Authorized: \$41,000 Total: \$57,500	\$41,000	9/15/08-9/14/12	FRA, Prop K, RM-2	0%	0%	0%	0%

Report to Transbay Joint Powers Authority Board
Status of Purchase Orders and Contracts greater than \$25,000
Fiscal Year 2011-12 through Second Quarter (July 2011 to December 2011)

as of February 22, 2012

Purpose	Vendor	Contract Value	Accrued to December 31, 2011	Term	Funding Source	DBE Advisory	DBE Actual through December 31, 2011	SBE Goal	SBE Actual through December 31, 2011
Operations									
Temporary Terminal Facility Manager	Linc Facility Services	\$5,542,812	\$1,366,471	8/20/09-12/31/14	RM-2	2%	0%	15%	6%
Overall DBE and SBE Participation					DBE Goal	DBE Awarded	SBE Awarded*	DBE Payments	SBE Payments*
Life of the Transbay Transit Center Program, since 2004					n/a	17%	24%	\$35,567,937	\$74,842,985
Federal Fiscal Years October 2010 - September 2013					18.5%	15%	39%	\$5,195,557	\$32,556,328
<i>*TJPA began tracking SBEs in FFY08-09</i>									
Agency	Contract or Budget Value	Accrued to December 31, 2011	Term	Funding Source	Notes				
Interagency Agreements									
California Department of Transportation (Caltrans)	\$300,000	\$106,963	7/15/10-12/31/18	Prop K, RM-2	Design review and oversight services provided by Caltrans for project elements affecting State right-of-way; agreement approved by TJPA Board in resolution 10-023 at July 15, 2010 Board meeting.				
SF City Attorney	\$2,706,430	\$2,467,273	on-going	FTA, RM-2	Legal Services provided via Administrative Services agreement dated October 2001 between TJPA and City and County of San Francisco.				
SF Redevelopment Agency	Fee: \$1,051,332 Loan: \$2,500,000	Fee: \$1,026,145 Loan Balance: \$0	on-going	FTA, RM-2, unrestricted revenue	Services for Preparation and Sale of State Conveyed Parcels provided on a Request for Services basis; work previously authorized for Parcels B, C, C" and F. Final loan amount totaled \$283,155; quarterly repayments began 12/31/09 and loan was paid in full 8/29/11.				
SF Department of Public Works	Authorized: \$830,568 Total: \$1,174,500	\$532,424	2/11/08-2/10/13	FRA, FTA, Prop K, RM-2, RTIP	Additional Survey & Mapping, Sewer, Roadway Resurfacing, AWSS and General Services provided via agreement approved by TJPA Board via resolution 08-005.				
SF Municipal Transportation Agency	Authorized: \$1,667,942 Total: \$3,280,677	\$1,387,189	8/20/09-12/31/14	Prop K, RM-2	Traffic Engineering, OCS Design and Construction Management Services provided via agreement approved by TJPA Board in resolution 09-018; amendment to include Temp Terminal traffic control services by PCOs approved at July 15, 2010 Board meeting.				
SF Department of City Planning	\$875,000	\$860,288	9/20/07-10/31/11	Prop K	Scope is Planning Services associated with the Transbay Transit District Plan; agreement with option to extend for one year approved by TJPA Board in resolution 07-039; amendment to extend term and increase compensation approved at July 15, 2010 Board meeting. Amendment for extension/additional compensation to be considered at March 2012 Board meeting.				
SF Art Commission	Authorized: \$420,000 Total: \$950,000	\$384,280	7/1/08-6/30/15	FTA, RTIP	Public Art Program Implementation Services provided via agreement approved by TJPA Board in resolution 08-026.				
SF Public Utilities Commission	Authorized: \$1,075,000 Total: \$1,150,000	\$324,448	9/14/09-9/13/14	Prop K, RM-2	Design Review Services related to hydraulics and wastewater via agreement approved by TJPA Board in resolution 09-010.				

Report to Transbay Joint Powers Authority Board
Status of Purchase Orders and Contracts greater than \$25,000
Fiscal Year 2011-12 through Second Quarter (July 2011 to December 2011)

as of February 22, 2012

Contract	Issued	Due Date	Funding Source	SBE Goal	Notes
Invitations for Bids / Requests for Proposals					
Construction Mgmt for Bus Storage Facility RFP	11/10/11	1/11/12	RM-2	55%	Contract being recommended for award at March Board meeting.
Glazing Design-Build	6/3/11	Fall 2012	AB1171	20%	Three firms submitted Design Proposals and qualified to submit bids. Package on hold while design is further refined.
Structural Concrete Substructure RFQ	11/9/11	1/12/12	FRA	TBD	Five firms pre-qualified to submit bids. Anticipated bid package issuance in May 2012.

Purpose	Vendor	Award Value	Total Spent	Term	Funding Source	DBE Advisory	DBE Actual	SBE Goal	SBE Actual
Contracts Completed 7/1 - 12/31/11									
Real Estate Appraiser	Clifford Associates	\$350,000	\$216,829	7/20/06-7/19/11	FTA, Prop K, RM-2, RTIP	0%	0%	0%	0%
Information Technology Management and Support	Bluecrane	\$133,341	\$95,941	8/1/04-7/31/11	FTA, RTIP, San Mateo Sales Tax	0%	64%	n/a	100%
As Needed Environmental Consulting Services	ERM	\$1,147,000	\$313,645	8/23/07-8/22/11	Prop K, RTIP	14%	0%	0%	0%

Transbay Joint Powers Authority
Investment & Interest Earnings Report¹
Fiscal Year 2012 2nd Quarter

Depository	Investment Type	Date of Investment	Balance	2nd Quarter Interest	Annualized Rate of Return
City Treasurer	Pooled Deposit on call	continuous	\$ 2,539,291	\$ 5,723	0.90%
U.S. Bank	Checking	continuous	\$ 2,023,456	\$ -	0.00%
Deutsche Bank	Trust Accounts	10/18/2011	\$ 68,913	\$ 22	0.08%

Deutsche Bank Trust Account Detail	Maturity Date	Par Value	Market Value²	Yield to Maturity
Cash	n/a	\$ 533	\$ -	0.00%
U.S. Treasury Notes	12/31/2012	\$ 68,000	\$ 68,319	0.08%

¹ Per California Government Code Section 53646(b)(2), the TJPA investment portfolio is in compliance with the TJPA Investment Policy. As required by California Government Code Section 53646(b)(3), TJPA has sufficient resources to cover expenditures for the next six months.

² Source of Market Value is Deutsche Bank portfolio statement issued for 12/31/11. TJPA holds securities until maturity.

Transbay Joint Powers Authority	
Inception to Date Capital Expenditures and Revenues	
As of December 31, 2011 (Unaudited)	
EXPENDITURES	INCEPTION TO DATE
<i>Salary and Benefits Administration</i>	10,472,345
	4,589,396
Professional & Specialized Services	
Transit Center/Bus Ramps Preliminary Engineering & Design	99,548,804
Temporary Terminal Preliminary Engineering & Design	3,250,384
Bus Storage Preliminary Engineering & Design	2,733,107
Utility Relocation Engineering & Design	5,244,109
Downtown Extension Preliminary Engineering & Design	25,254,855
Program Management/Program Control	59,758,998
Other Professional Services	28,361,389
Subtotal, Professional & Specialized	224,151,647
Construction & Construction Management	
Temporary Terminal Construction Management	1,749,247
Temporary Terminal Construction	20,729,570
Transit Center/Utilities CM/GC Pre-construction Services and Bonds	21,310,601
Former Terminal and Ramps Demolition	15,747,328
Construction Management and Construction Management Oversight	5,336,170
Transit Center Building Construction	63,968,837
Utility Relocation Construction	13,828,545
Subtotal, Construction & Construction Management	142,670,298
Right of Way	
Property Acquisition	113,549,810
Professional Services (closing costs, relocation, etc.)	4,211,233
Subtotal, Right of Way	117,761,043
Other (Caltrans Attorney Parking)	124,618
TOTAL EXPENDITURES	499,769,347
REVENUES	
Federal Demonstration Section 1601	8,795,355
Federal High Priority Project 5309	24,117,439
Federal Projects of National & Regional Significance	1,874,847
Federal High Speed Intercity Passenger Rail	129,970,381
Federal Homeland Security Transit Security Grant	100,000
Federal Rail Relocation Grant	2,650,000
Regional Measure 1	6,600,000
Regional Measure 2	141,611,844
AB 1171	39,692,231
Proposition K SF Sales Tax	109,009,061
Regional Transportation Improvement Program (RTIP)	9,114,813
San Mateo Sales Tax	22,573,041
SF Redevelopment Agency In-Kind	798,689
Lease Income, Other Unrestricted	2,861,645
TOTAL REVENUES	499,769,347

Notes: Inception to Date capital outlay is based on payments made and reported in the LOGOS Financial System as of December 31, 2011 as well as accrued outstanding December 2011 invoices.

Revenues are based on revenue received and recorded in the LOGOS Financial System as of December 31, 2011 as well as accrued outstanding December 2011 receivables.

Report is for capital expenditures/revenues only; does not include operations.

**PROJECT LABOR AGREEMENT
STATUS REPORT
March 8, 2012**

The Project Labor Agreement (PLA) for the Transbay Transit Center Program was approved on November 10, 2011. The PLA is designed to ensure labor peace and equal opportunity for small, local, disadvantaged, union, and non-union businesses throughout construction, providing standardized working conditions and wages. This quarterly report provides information on the status of the administration of the PLA and the apprenticeship plan that was developed in conjunction with the PLA.

Construction Manager/General Contractor (CM/GC) Webcor/Obayashi and Construction Management Oversight (CMO) consultant Turner Construction both signed letters of assent to the PLA on February 14, 2012. Current trade subcontractors M Squared and Balfour Beatty Infrastructure are reviewing the PLA and considering their decision to sign the letter of assent. Assenting to the PLA will be a requirement of all future bidders on the project.

PROJECT LABOR/LABOR HARMONY/ACCESS TO SKILLED LABOR POOL

A breakdown of labor by county and trade compiled by Turner Construction for the monthly construction update is shown below:

Area	Hours Through February 2012	Percentage of Total Hours
East Bay (Alameda, Contra Costa, Solano)	66,385	28%
North Bay (Marin, Napa, Sonoma)	6,900	3%
South Bay (San Mateo, Santa Clara)	22,491	10%
San Francisco	57,404	25%
Other	80,024	34%

Trade	Workers on TTC & Utilities
Inspector (Soils/Materials Testing)	29
Carpenter & Related Trades	11
Cement Mason	8
Electrical Utility Lineman	13
Electrician	12
Field Surveyor	12
Iron Worker	13
Laborer & Related Classes	289
Operating Engineer	160
Pile Driver	43
Rofer	2
Sheet Metal Worker	5
Teamster	50
Tile Setter/Finisher	7
Total	654

There have been no work stoppages or labor incidents on the project. CM/GC Webcor/Obayashi and their trade subcontractors have reported no issues in having access to skilled labor in sufficient numbers. Each subcontractor's workforce requirements have been met.

SAFETY

One recordable safety incident occurred between November 1 and February 29. An employee of Balfour Beatty Infrastructure sprained his ankle rolling up a tarp on February 13. He was taken to St. Francis Hospital for treatment. As the doctor prescribed medication, this is a recordable incident. The employee returned to modified duty. No other recordable incidents have occurred in this timeframe.

JOINT ADMINISTRATIVE COMMITTEE

Each party has designated its members of the Joint Administrative Committee (JAC). The TJPA representatives are Maria Ayerdi-Kaplan, with Robert Beck as alternate, and Brian Dykes, with Emilio Cruz as alternate. The labor representatives are Michael Thériault and John O'Rourke, with Larry Mazzola, Jr. and Tim Donovan as alternates. The labor representatives are subject to change pending discussions among the signatory trades.

The first JAC meeting was held on February 23. Rules of order for the JAC were established and quarterly reporting requirements were discussed. Future meetings will be held no less than quarterly.

APPRENTICESHIPS

The TJPA and the Unions wish to use the economic activity generated by the design and construction of the Transit Center and related facilities to support meaningful job training. In order to facilitate professional and skilled trade development opportunities for high school students, the economically disadvantaged, and military veterans, as part of the PLA process TJPA developed a plan to promote opportunities for youth and adults, particularly from disadvantaged backgrounds, and veterans to enter careers in architecture, engineering, construction, and skilled trades. The TJPA agreed to work with the Unions and Contractors to pursue the following methods of achieving its goals in this regard:

1. Encourage donations of supplies and equipment from Project contractors and vendors to San Francisco Unified School District (District) programs.
2. Integrate the "multi-trade core curriculum" and other standards and best practices in District programs.
3. Host periodic student and counselor tours of the Project jobsite and architectural, engineering, and contractor offices.
4. Participate in job fairs and other opportunities to describe the career paths for architecture, engineering, and skilled crafts and trades to District students.
5. Promote internship opportunities for District students on Project work.
6. Collaborate with District instructors and curriculum developers to incorporate real-world lessons from TJPA work in the District's Career and Technical Education (CTE) curricula.
7. Facilitate the successful transition from District programs to apprenticeships.
8. Utilize the services of the Center for Military Recruitment Helmet to Hardhats program to serve as a resource for preliminary orientation, assessment of construction aptitude, referral to apprenticeship programs or hiring halls, counseling and mentoring, support network, employment opportunities and other needs identified by the parties.

9. Coordinate with the Center to create and maintain an integrated database of veterans interested in working on the Project and of apprenticeship and employment opportunities for the Project.
10. Request the Helmets to Hardhats Program to report on a monthly basis the total number of intakes and to provide a quarterly report on the status of ongoing outreach efforts to increase participation.
11. Strive to identify opportunities suitable for disabled veterans pursuant to the Wounded Warriors Program.

To successfully meet these objectives, the TJPA has established a working relationship with the District and Enterprise for High School Students (EHSS), as well as the Helmets to Hardhats organization. Program Management/Program Controls Administrator Doug Hawley has been appointed as the TJPA lead in these efforts.

Progress to Date - Students

TJPA has met with the marketing representative of Carpenters Union Local #22 at John O'Connell High School to tour the carpentry shop that was recently built and speak with the instructor and students. TJPA, Contractor, and Union representatives all attended the carpentry shop ribbon cutting on December 8, 2011. This shop is the initial milestone achieved in bringing back skilled crafts and trades to the public high school curriculum and represents a viable blueprint for the parties working together to ensure that similar craft and trade shops and safety curricula can be duplicated at other schools.

Carpenters Union Local #22 has donated books from the United Brotherhood of Carpenters Training Center to O'Connell for the woodshop curriculum, and is looking into the possibility of facilitating direct entry into their pre-apprenticeship program for O'Connell graduating seniors. Local #22 will also be presenting \$500 scholarships to one senior each at Mission, Galileo, Balboa and Lincoln High Schools in San Francisco this spring.

Webcor/Obayashi has donated a wood joiner, ten tool boxes with starter tools, more than 150 pairs of gloves, plus miscellaneous tools for the auto shop program.

TJPA has identified professional staff to visit high school classes identified by the District and speak with students entering the CTE program about the numerous and varied skills required in the design and construction of the Project. Most recently, engineers from the TJPA's Program Management team spoke with the students at Burton High School on March 1, 2012 (Attachment A). Plans are underway for students to tour the project site, as work and safety considerations permit.

TJPA will also continue its implementation of a high school student summer internship program wherein the TJPA works directly with the District and Enterprise for High School Students (EHSS) to provide students interested in architecture, engineering and government relations with 6-week-long summer internships on the Project. Since the program began in 2008, eleven high school students have participated as TJPA or Program Management interns, and up to five more students will participate in the 2012 summer session. This program has proven highly successful, is one of the programs of choice coveted by District students, and is well respected by the District, EHSS, and the National Academy Foundation, an organization that fosters partnerships between the business and education communities to provide opportunities to underserved students.

Progress to Date - Veterans

On February 22, Darrell Roberts, the Executive Director of Helmets to Hardhats, presented to the TJPA, its professional services consultants and construction contractors, and union representatives. Mr. Roberts

outlined the Helmets to Hardhats mission to train and identify job opportunities for military veterans re-entering the workforce and provided contacts and Helmets to Hardhats program information to all attendees.

Working with Helmets to Hardhats and the Non-Commissioned Officers Association (NCOA), the TJPA has identified all veteran-related job fairs for 2012 and will work with the parties to the PLA to sponsor booths at the agreed upon events, the first of which will be on August 2, 2012, on the USS Hornet in Alameda. TJPA and the CM/GC will also be meeting periodically with Union representatives to review upcoming subcontract packages and the trades which will be involved to forecast upcoming workforce needs, and these opportunities will be provided to Helmets to Hardhats representatives for outreach to veterans.

Additionally, the TJPA contacted Swords to Plowshares (STP) regarding its March 2, 2012, job fair at the War Memorial Building and Mr. Hawley attended the job fair to talk with veterans about Helmets to Hardhats and other resources.

Progress to Date - Adults

Carpenters Union Local #22 has conducted outreach to promote apprenticeship programs and opportunities, speaking at the San Francisco Conservation Corps and the CCSF Workforce Development Division. Local #22 also has nine apprentices currently working on the Transbay project.

Operating Engineers Local #3 has been working with and reaching out to many community organizations, schools and colleges throughout Northern California, including CityBuild; Mission Hiring Hall; Young Community Developers, a non-profit organization that provides a variety of training and support opportunities for residents of the Bayview Hunters Point neighborhood of San Francisco; and Anders & Anders, a non-profit foundation whose mission is to break the cycle of recidivism of ex-offenders through job training programs and job preparedness placement opportunities, focusing on job recruitment in the Visitacion Valley neighborhood. Local #3 provides a coordinator for each apprentice that offers coaching and schedules training classes. There are currently four apprentices and two CityBuild graduate apprentices on the Transbay project from Local #3.

Laborers Local #261 has a Joint Apprenticeship Training Committee that recognizes the following pre-apprenticeships for "direct entry" into their apprenticeship program: CityBuild, San Francisco Conservation Corp, JobTrain, Cypress Mandela, and San Joaquin YouthBuild. Additionally, Local #261 has strong partnerships with City College of San Francisco, Mission Hiring Hall, Mission Neighborhood Centers, and Young Community Developers. Local #261 had 36 apprentices on the project in November and December 2011, twelve of those from CityBuild and three from JobTrain.

Information on the efforts of other unions and the Bay Area Apprenticeship Council Association will be included in future reports as it is available. Additionally, Webcor/Obayashi has designated a staff person to coordinate apprenticeship compliance and data collection across all of its subcontractors. A discussion of apprenticeship participation by craft and by subcontractor is scheduled to be on the agenda of the next JAC meeting.



SFUSD SAN FRANCISCO
PUBLIC SCHOOLS

CAREER TECHNICAL EDUCATION

750-25th Avenue, 2nd Floor
T: 415.379.7764 F: 415.750.8689

Burton High School-Engineering Exploration Speakers –March 1, 2012

- Background: Plan Ahead is a 9th grade college and career exploration course taken by all 9th grade students. Students chose which of four academies they will enroll into for their 10th, 11th and 12th grade years. The four choices at Burton are Engineering, Finance, IT and Health Sciences.
- Need: Burton HS needs engineering business partners to speak about their industry.
- Explorative speaking engagements typically focus on three areas: Your industry and opportunities, your company and opportunities and then your personal career path.
- The organizing teacher would like to know who and where the person is from and what they do to craft some activities to do with the speakers and students.

PERIOD	TIME	TEACHER (one speaker for teacher needed)	SPEAKER	PHONE/EMAIL	COMPANY
1 st period	8:00-8:50	John Hajel	1.Doug Jacobson	djacobson@transbaycenter.org	TJPA
2 nd period	9:10-10:00	Joel Simpson	1.Doug Jacobson	djacobson@transbaycenter.org	TJPA
3 rd period	10:05-10:55	Joel Simpson, John Hajel, Matthew Callahan	1.Doug Jacobson 2.Will Spargur	djacobson@transbaycenter.org wspargur@transbaycenter.org	TJPA
4 th period	11:00-11:50	Matt Callahan Joel Simpson	1.Doug Jacobson 2.Will Spargur	djacobson@transbaycenter.org wspargur@transbaycenter.org	TJPA
5 th period	12:50-1:40	Matt Callahan Joel Simpson	1. Will Spargur 2.Doug Jacobson	wspargur@transbaycenter.org djacobson@transbaycenter.org	TJPA
6 th period					
7 th period	2:40-3:30	Joel Simpson	1. Will Spargur	wspargur@transbaycenter.org	TJPA