

# Memorandum

**To:** TJPA Board of Directors  
**From:** Maria Ayerdi-Kaplan, Executive Director  
**Date:** For the Board Meeting of June 14, 2012  
**Re:** Transbay Joint Powers Authority Quarterly Reports

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

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

This memorandum describes the reports.

## **1. FY 2011-12 Third Quarter Budget vs. Actual Financial Report**

The TJPA Board approved the FY 2011-12 TJPA budget in June 2011. Three amendments to the capital budget have been approved, by the Executive Director under the TJPA Budget Policy. The overall budget did not increase through these amendments; amounts were just transferred between line items. There have been no changes to the operations budget.

Accounting reports have been summarized to show budget versus actual amounts for expenditures and revenues through the third quarter of fiscal year 2011-12 (July 1, 2011 through March 31, 2012) unaudited for both the capital and operating budgets. The FY 2011-12 third 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 March 31, 2012**

TJPA staff periodically reports to the Board on the status of contracts greater than \$25,000. As shown in Attachment 2, expenditures as of March 31, 2012 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 24%. Actual payments to DBEs and SBEs through the second quarter of Federal Fiscal Year 2011-12 (October 1, 2011 – March 31, 2012) were \$33.7 million.

### **3. Quarterly Investment & Earnings Report as of March 31, 2012**

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 March 31, 2012, interest earnings from the City Treasurer's Pool were \$6,885. The annualized rate of return for the quarter was 0.80% with an ending cash balance in the pool of \$3,450,177.

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 in October 2011. 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 March 31, 2012 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 March 31, 2012. Summary level information is provided by major expenditure category and revenue source.

**Information only.**

**Transbay Joint Powers Authority**  
**Fiscal Year 2011-12 Budget vs. Actual (Unaudited)**  
**3rd Quarter (July 2011 through March 2012)**  
As of May 25, 2012

	FY 2011-12 Budget Amendment 3 <sup>3</sup>	FY 2011-12 1st-3rd Quarter Capital Outlay & Revenues	Remaining FY 2011-12 Balance	Percent Expended through 3rd Quarter
<b>EXPENDITURES <sup>1</sup></b>				
<b>Salaries &amp; Benefits</b>				
Salaries	2,023,000	1,415,677	607,323	70%
Benefits	681,000	384,979	296,021	57%
<b>Subtotal, Salaries &amp; Benefits</b>	<b>2,704,000</b>	<b>1,800,656</b>	<b>903,344</b>	<b>67%</b>
<b>Administration</b>				
Rent	670,000	481,926	188,074	72%
Insurance	114,000	102,613	11,387	90%
Interest Expense	25,000	-	25,000	0%
Office Expenses	86,000	39,736	46,264	46%
Communications	87,000	23,571	63,429	27%
Information Technology Support	34,000	9,635	24,365	28%
Travel/Conferences	40,000	32,368	7,632	81%
Professional Development	24,000	6,947	17,053	29%
Board Expenses	10,000	6,427	3,573	64%
Meeting Expenses	7,000	2,999	4,001	43%
Miscellaneous	33,000	1,742	31,258	5%
<b>Subtotal, Administration</b>	<b>1,130,000</b>	<b>707,963</b>	<b>422,037</b>	<b>63%</b>
<b>Professional &amp; Specialized Services</b>				
<b>Engineering &amp; Design Services</b>				
Program Management / Program Controls	10,400,000	7,841,222	2,558,778	75%
Downtown Extension Preliminary Engineering & Design	2,533,000	383,214	2,149,786	15%
Downtown Extension Interagency Coordination	15,000	-	15,000	0%
Transit Center & Ramps Engineering & Design	14,750,000	11,730,734	3,019,266	80%
Transit Center Traffic Signals	-	-	-	0%
Transit Center Overhead Lines	680,000	82,107	597,893	12%
Transit Center Commissioning Agent	127,000	47,386	79,614	37%
Bus Ramps Design Reviews	200,000	5,561	194,439	3%
Temporary Terminal Engineering & Design	15,000	13,440	1,560	90%
Temporary Terminal Security Plan	15,000	15,000	-	100%
Bus Storage Engineering & Design	1,733,000	634,991	1,098,009	37%
Utility Relocation Engineering & Design	1,275,000	161,893	1,113,107	13%
Environmental Consultant / Building and Soil Haz. Mat.	433,000	92,806	340,194	21%
Archaeological Support Services	100,000	-	100,000	0%
Public Art Program	790,000	47,884	742,116	6%
Other Engineering & Design Services	1,677,000	-	1,677,000	0%
<b>Permits and Fees</b>				
Transit Center Building & Ramps Permits & Fees	4,328,000	2,531,445	1,796,555	58%
Bus Storage Permits & Fees	-	-	-	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	28,000	-	28,000	0%
<b>Real Estate Services</b>				
Property Management / Boarding	25,000	6,750	18,250	27%
Appraisal Services	100,000	70,635	29,365	71%
ALTA / Design Surveys	322,000	94,510	227,490	29%
SF Redevelopment Successor Agency Administrative Fee	125,000	-	125,000	0%
Miscellaneous Real Estate Services	32,000	-	32,000	0%
<b>Construction Management</b>				
Construction Management for Utility Relocation	99,000	9,880	89,120	10%
Construction Management for Existing Terminal & Ramps Demo	90,049	90,049	0	100%
Construction Management & Oversight for Transit Center	5,690,000	3,729,917	1,960,083	66%
Construction Management for Bus Storage	100,000	-	100,000	0%
<b>Construction</b>				
Transit Center & Ramps CM/GC Pre-Construction Services	4,605,522	3,619,070	986,452	79%
Existing Terminal & Ramps Demolition	2,521,429	2,521,429	(0)	100%
Transit Center Building & Ramps Construction	136,555,000	61,991,364	74,563,636	45%
Utility Relocation Construction	12,266,000	2,942,070	9,323,930	24%
<b>Planning &amp; Environmental Analysis</b>				
Economic Analysis	350,000	121,082	228,918	35%
Environmental Review	100,000	-	100,000	0%
Other Planning Studies	118,000	-	118,000	0%

	FY 2011-12 Budget Amendment 3 <sup>3</sup>	FY 2011-12 1st-3rd Quarter Capital Outlay & Revenues	Remaining FY 2011-12 Balance	Percent Expended through 3rd Quarter
<b>Administration</b>				
Benefits Administration / Payroll Services	161,000	68,083	92,917	42%
Outside Legal Counsel	2,522,000	2,019,761	502,239	80%
City Attorney	311,000	71,843	239,157	23%
Financial & Grant Management	860,000	394,831	465,169	46%
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	1,250	750	63%
Community & Public Relations	180,000	135,000	45,000	75%
Legislative Services	466,000	342,565	123,435	74%
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%
<b>Subtotal, Professional &amp; Specialized Services</b>	<b>207,127,000</b>	<b>101,929,194</b>	<b>105,197,806</b>	<b>49%</b>
<b>Right of Way Acquisition</b>				
Property Acquisition	2,502,000	-	2,502,000	0%
Title/Closing Costs	155,000	-	155,000	0%
Relocation Services Consultation	132,000	76,338	55,663	58%
Relocation Services Assistance	1,900,000	399,619	1,500,381	21%
Goodwill Loss Assistance	500,000	15,000	485,000	3%
Other Right of Way Expenses	134,000	410	133,590	0%
<b>Subtotal, Right of Way Acquisition</b>	<b>5,323,000</b>	<b>491,367</b>	<b>4,831,633</b>	<b>9%</b>
<b>Other</b>				
Caltrans Attorney Parking	100,000	60,480	83,520	60%
<b>Subtotal, Other</b>	<b>100,000</b>	<b>60,480</b>	<b>83,520</b>	<b>60%</b>
<b>Reserves</b>				
Fiscal Reserve	3,412,000	-	3,412,000	0%
Emergency Reserve	500,000	-	500,000	0%
<b>Subtotal, Reserves</b>	<b>3,912,000</b>	<b>-</b>	<b>3,912,000</b>	<b>0%</b>
<b>TOTAL EXPENDITURES + OTHER</b>	<b>220,296,000</b>	<b>104,989,660</b>	<b>115,306,340</b>	<b>48%</b>
	FY 2011-12 Budget Amendment 2 <sup>3</sup>	FY 2011-12 1st-3rd Quarter Capital Outlay & Revenues	Remaining FY 2011-12 Balance	Percent Expended through 3rd Quarter
<b>CAPITAL REVENUE<sup>2</sup></b>				
<b>Committed Revenue</b>				
Federal Bus Facility & PNRS Grants	7,507,000	5,473,924	2,033,076	73%
Federal High Speed and Intercity Passenger Rail Program	172,496,500	81,560,267	90,936,233	47%
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	838,460	2,261,540	27%
AB1171 Bridge Tolls	13,870,100	9,371,475	4,498,625	68%
Proposition K San Francisco Sales Tax	11,297,000	4,927,406	6,369,594	44%
San Mateo County Sales Tax	769,000	-	769,000	0%
Regional Transportation Improvement Program	2,200,000	1,995,635	204,365	91%
Lease Income	102,000	46,256	55,744	45%
Interest Income	43,000	15,385	27,615	36%
<b>Subtotal, Committed Revenue</b>	<b>211,855,000</b>	<b>104,664,188</b>	<b>107,190,812</b>	<b>49%</b>
<b>Planned Revenue</b>				
AC Transit Capital Contribution	2,148,000	9,241	2,138,759	0%
Federal Alternatives Analysis Grant	1,240,000	-	1,240,000	0%
<b>Subtotal, Planned Revenue</b>	<b>3,388,000</b>	<b>9,241</b>	<b>3,378,759</b>	<b>0%</b>

	FY 2011-12 Budget Amendment 2 <sup>3</sup>	FY 2011-12 1st-3rd Quarter Capital Outlay & Revenues	Remaining FY 2011-12 Balance	Percent Expended through 3rd Quarter
<b>Other</b>				
Redevelopment Agency Loan Repayment	35,000	35,394	(394)	101%
Fund Balance from Previous Year	4,258,000	280,837	3,977,163	6%
<b>Subtotal, Other</b>	<b>4,293,000</b>	<b>316,232</b>	<b>3,976,768</b>	<b>7%</b>
<b>New Revenues to be Identified</b>				
Revenue Source to be Determined	760,000	-	760,000	0%
<b>Subtotal, Revenue Source to be Determined</b>	<b>760,000</b>	<b>-</b>	<b>760,000</b>	<b>0%</b>
<b>TOTAL REVENUE + OTHER</b>	<b>220,296,000</b>	<b>104,989,660</b>	<b>115,306,340</b>	<b>57%</b>

	FY 2011-12 Operating Budget	FY 2011-12 1st-3rd Quarter Operating Expenses	Remaining FY 2011-12 Balance	Percent Expended through 3rd Quarter
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**OPERATING EXPENDITURES****Professional & Specialized Services**

Temporary Terminal Facility Management & Security	1,080,000	691,405	388,595	64%
Police Services as Needed	50,000	-	50,000	0%
AC Transit Additional Operating Support	1,553,000	1,278,561	274,439	82%
Parking Control Officers	140,000	-	140,000	0%
Utilities	42,000	24,284	17,716	58%
Operating Contingency	287,000	-	287,000	-
<b>Subtotal, Professional &amp; Specialized Services</b>	<b>3,152,000</b>	<b>1,994,250</b>	<b>1,157,750</b>	<b>63%</b>

**Reserves**

Operating Reserve	1,087,000	221,568	865,432	20%
<b>Subtotal, Reserves</b>	<b>1,087,000</b>	<b>221,568</b>	<b>865,432</b>	<b>20%</b>

**TOTAL OPERATING EXPENDITURES 4,239,000 2,215,818 2,023,182 52%**

**OPERATING REVENUE**

Regional Measure 2	3,951,000	1,994,250	1,956,750	50%
Rents, Interest, Other	288,000	221,568	66,432	77%
Advertising, Interest, Other	TBD			
<b>Subtotal, Operating Revenue</b>	<b>4,239,000</b>	<b>2,215,818</b>	<b>2,023,182</b>	<b>52%</b>
<b>TOTAL OPERATING REVENUE</b>	<b>4,239,000</b>	<b>2,215,818</b>	<b>2,023,182</b>	<b>52%</b>

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 Amendments 1-3 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 Third Quarter (July 2011 to March 2012)**

as of May 30, 2012

Purpose	Vendor	Contract Value	Accrued to March 31, 2012	Term	Funding Source	DBE Advisory	DBE Actual through March 31, 2012	SBE Goal	SBE Actual through March 31, 2012
<b>Professional &amp; Specialized Services</b>									
Program Management / Program Controls	URS Corporation	Authorized: \$11,250,555 Total: \$28,400,000	\$7,841,222	7/1/11-6/30/14	AB1171, FRA	30%	15%	0%	43%
Downtown Extension Preliminary Engineering	Parsons Transportation Group	Authorized: \$700,000 Total: \$4,200,000	\$396,890	7/1/11-6/30/14	Prop K	30%	0%	0%	0%
Temporary Terminal A&E Services	Jacobs (formerly Carter & Burgess)	\$1,910,950	\$1,910,950	4/19/07-Warranty (final retention release pending)	RM-2, RTIP	16%	19%	0%	22%
Bus Storage A&E Services	Jacobs (formerly Carter & Burgess)	Authorized: \$3,843,202 Total: \$5,748,378	\$2,987,029	5/17/07-Bus Storage Warranty	RM-2, RTIP	16%	10%	0%	22%
Utility Relocation A&E Services	AECOM (formerly Metcalf & Eddy)	\$5,198,015	\$5,077,075	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: \$106,580,248 Total: \$132,000,000	\$98,035,624	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	\$189,230	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	\$247,993	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 Third Quarter (July 2011 to March 2012)**

as of May 30, 2012

Purpose	Vendor	Contract Value	Accrued to March 31, 2012	Term	Funding Source	DBE Advisory	DBE Actual through March 31, 2012	SBE Goal	SBE Actual through March 31, 2012
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	\$2,519,485	2003-2015	FTA, RTIP	n/a	n/a	n/a	n/a
Legal Counsel	Shute, Mihaly & Weinberger	Authorized: \$4,000,000 Total: \$4,400,000	\$3,296,797	9/9/10-9/8/15	FTA	0%	0%	75%	73%
Financial Consulting Services	Nancy Whelan Consulting	\$4,284,920	\$615,041	3/1/11-2/28/16	FTA	30%	70%	72%	70%
Federal Advocacy Services	Chambers, Conlon & Hartwell	Authorized: \$257,000 Total: \$403,500	\$188,819	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	\$183,000	10/1/10-9/30/13	unrestricted revenue	n/a	0%	0%	0%
State Advocacy Services	Mercury Public Affairs	\$198,000	\$164,000	8/1/10-7/31/12	unrestricted revenue	n/a	0%	0%	0%
State Advocacy Services	Townsend Public Affairs	\$198,000	\$164,000	8/1/10-7/31/12	unrestricted revenue	n/a	0%	0%	0%
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: \$360,000 Total: \$900,000	\$180,000	4/1/11-3/31/16	FTA	18%	0%	40%	100%
New Revenue/ Fundraising Consultation	CCS	\$67,000	\$42,000	12/2/08-12/1/14	unrestricted revenue	0%	0%	0%	0%

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as of May 30, 2012

Purpose	Vendor	Contract Value	Accrued to March 31, 2012	Term	Funding Source	DBE Advisory	DBE Actual through March 31, 2012	SBE Goal	SBE Actual through March 31, 2012
Retail Counsel	Sheppard Mullin Hampton & Richter	\$200,000	\$33,891	9/09/10-12/30/14	FTA	0%	0%	0%	0%
Legal Counsel	Thompson Coburn	Authorized: \$400,000 Total: \$1,000,000	\$275,955	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%
<b>Real Estate Related Professional Services</b>									
Real Estate Appraiser	Carneghi-Blum & Partners	Authorized: \$148,350 Total: \$425,000	\$128,353	4/17/09-7/16/12	FTA, Prop K, RTIP	0%	0%	0%	0%
Real Estate Review Appraiser	David Tattersall & Company	Authorized: \$14,975 Total: \$75,000	\$14,975	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: \$32,500 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	5/17/07-5/16/15	Prop K, RM-2, RTIP	0%	0%	0%	0%
Real Estate Economics Advisory Services	The Concord Group	\$77,000	\$25,725	8/1/11-7/31/16	FTA	0%	0%	0%	0%
Real Estate Economics Advisory Services	Jones Lang LaSalle	\$100,000	\$3,607	4/23/12-4/22/17	FTA	0%	0%	0%	0%
Purpose	Vendor	Contract Value	Accrued to March 31, 2012	Term	Funding Source	DBE Advisory	DBE Actual through March 31, 2012	SBE Goal	SBE Actual through March 31, 2012

**Report to Transbay Joint Powers Authority Board**  
**Status of Purchase Orders and Contracts greater than \$25,000**  
**Fiscal Year 2011-12 through Third Quarter (July 2011 to March 2012)**

as of May 30, 2012

Real Estate Economics Advisory Services	Seifel Consulting	\$100,000	\$81,621	8/1/11-7/31/16	FTA, Prop K	0%	0%	100%	100%	
Relocation Assistance Services	Associated Right of Way Services	\$600,000	\$536,306	9/30/08-9/29/13	Prop K	0%	0%	0%	0%	
On-Call Survey & Mapping Services	F3 & Associates	Authorized: \$119,283 Total: \$390,000	\$98,384	1/20/11-1/19/18	FRA, Prop K	15%	0%	100%	100%	
On-Call Survey & Mapping Services	Luk and Associates	Authorized: \$42,269 Total: \$390,000	\$20,994	5/11/11-5/10/18	FRA, RM-2	15%	0%	100%	100%	
<b>Construction &amp; Construction Management</b>										
Construction Management Oversight	Turner Construction Company	Authorized: \$8,340,000 Total: \$38,500,000	\$5,843,010	6/10/10-6/9/16	AB1171, AC Transit, FRA, Prop K	35%	18%	35%	23%	
Construction Manager/ General Contractor - TTC & Ramps	Webcor/Obayashi	Authorized Pre-Construction: \$15,926,575 of \$19,520,000 Authorized Construction: \$270,434,500	\$120,010,486	3/12/09-Completion	AB1171, AC Transit, FRA, AT&T/PG&E, Prop K, RM-2	17%	<1%	17%	23%	
Construction Labor Compliance Software	Elation Systems	Authorized: \$43,000 Total: \$57,500	\$41,000	9/15/08-9/14/12	FRA, Prop K, RM-2	0%	0%	0%	0%	
<b>Operations</b>										
Temporary Terminal Facility Manager	ABM Facility Services (formerly Linc)	\$5,542,812	\$1,606,651	8/20/09-12/31/14	RM-2	2%	0%	15%	6%	
<b>Overall DBE and SBE Participation</b>						<b>DBE Goal</b>	<b>DBE Awarded</b>	<b>SBE Awarded*</b>	<b>DBE Payments</b>	<b>SBE Payments*</b>
Life of the Transbay Transit Center Program, since 2004						n/a	17%	24%	\$36,150,350	\$75,999,413
Federal Fiscal Years October 2010 - September 2013						18.5%	15%	24%	\$5,769,807	\$33,704,593

\*TJPA began tracking SBEs in FFY08-09

**Report to Transbay Joint Powers Authority Board**  
**Status of Purchase Orders and Contracts greater than \$25,000**  
**Fiscal Year 2011-12 through Third Quarter (July 2011 to March 2012)**

as of May 30, 2012

Agency	Contract or Budget Value	Accrued to March 31, 2012	Term	Funding Source	Notes
<b>Interagency Agreements</b>					
California Department of Transportation (Caltrans)	\$300,000	\$110,780	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.
Successor to SF Redevelopment Agency	\$1,543,949	\$1,026,145	on-going	FTA, RM-2, unrestricted revenue	Services for Preparation and Sale of State Conveyed Parcels provided on a Request for Services basis; work currently authorized for Blocks 8 and 9.
SF Department of Public Works	Authorized: \$830,568 Total: \$1,174,500	\$552,536	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: \$1,947,942 Total: \$3,280,677	\$1,664,563	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	\$948,565	\$860,288	9/20/07-12/31/12	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. Amended at March 2012 Board meeting.
SF Art Commission	Authorized: \$532,338 Total: \$950,000	\$395,338	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	\$329,170	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 Third Quarter (July 2011 to March 2012)**

as of May 30, 2012

Contract	Issued	Due Date	Funding Source	SBE Goal	Notes
<b>Invitations for Bids / Requests for Proposals</b>					
Geothermal Loop System	4/3/12	5/17/12	FRA	40%	Contract being recommended for award at June Board meeting.
Electrical Grounding System	4/3/12	5/17/12	FRA	100%	Contract being recommended for award at June Board meeting.
Cast Steel Nodes Engineering and Administrative Services	4/17/12	5/7/12	AB1171 or RM-1	0%	Contract being recommended for award at June Board meeting.
Structural Concrete Substructure	5/14/12	7/10/12	FRA	17%	Five firms pre-qualified to submit bids. Contract award anticipated for August 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.

Purpose	Vendor	Award Value	Total Spent	Term	Funding Source	DBE Advisory	DBE Actual	SBE Goal	SBE Actual
<b>Contracts Completed 12/31/11 - 3/31/12</b>									
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%
Planning & Advisory Services	Dean Macris	\$80,000	\$63,700	4/13/10-4/12/12	Prop K	n/a	0%	0%	0%
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%

**Transbay Joint Powers Authority**  
**Investment & Interest Earnings Report<sup>1</sup>**  
**Fiscal Year 2012 3rd Quarter**

<b>Depository</b>	<b>Investment Type</b>	<b>Date of Investment</b>	<b>Balance</b>	<b>3rd Quarter Interest</b>	<b>Annualized Rate of Return</b>
City Treasurer	Pooled Deposit on call	continuous	\$ 3,450,177	\$ 6,885	0.80%
U.S. Bank	Checking	continuous	\$ 1,353,771	\$ -	0.00%
Deutsche Bank	Trust Accounts	10/18/2011	\$ 68,936	\$ 22	0.08%

**Deutsche Bank Trust Account Detail**

	<b>Maturity Date</b>	<b>Par Value</b>	<b>Carrying Value</b>	<b>Market Value<sup>2</sup></b>	<b>Yield to Maturity</b>
Cash	n/a	\$ 745	\$ 745	\$ -	0.00%
U.S. Treasury Notes	12/31/2012	\$ 68,000	\$ 68,190	\$ 68,215	0.08%

<sup>1</sup> 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.

<sup>2</sup> Source of Market Value is Deutsche Bank portfolio statement issued for 03/31/12. TJPA holds securities until maturity.

<b>Transbay Joint Powers Authority</b>	
<b>Inception to Date Capital Expenditures and Revenues</b>	
<b>As of March 31, 2012 (Unaudited)</b>	
<b>EXPENDITURES</b>	<b>INCEPTION TO DATE</b>
<i>Salary and Benefits</i>	11,035,028
<i>Administration</i>	4,791,579
<b><i>Professional &amp; Specialized Services</i></b>	
Transit Center/Bus Ramps Preliminary Engineering & Design	103,206,554
Temporary Terminal Preliminary Engineering & Design	3,263,824
Bus Storage Preliminary Engineering & Design	3,036,337
Utility Relocation Engineering & Design	5,351,056
Downtown Extension Preliminary Engineering & Design	25,375,320
Program Management/Program Control	63,639,982
Other Professional Services	29,486,896
<b><i>Subtotal, Professional &amp; Specialized</i></b>	<b>233,359,969</b>
<b><i>Construction &amp; Construction Management</i></b>	
Temporary Terminal Construction Management	1,749,247
Temporary Terminal Construction	20,729,570
Transit Center/Utilities CM/GC Pre-construction Services and Bonds	22,881,115
Former Terminal and Ramps Demolition	15,748,484
Construction Management and Construction Management Oversight	6,410,900
Transit Center Building Construction	88,205,498
Utility Relocation Construction	14,447,043
<b><i>Subtotal, Construction &amp; Construction Management</i></b>	<b>170,171,856</b>
<b><i>Right of Way</i></b>	
Property Acquisition	113,549,810
Professional Services (closing costs, relocation, etc.)	4,353,194
<b><i>Subtotal, Right of Way</i></b>	<b>117,903,004</b>
<b><i>Other (Caltrans Attorney Parking)</i></b>	<b>147,298</b>
<b>TOTAL EXPENDITURES</b>	<b>537,408,734</b>
<b>REVENUES</b>	
Federal Demonstration Section 1601	8,795,355
Federal High Priority Project 5309	24,302,912
Federal Projects of National & Regional Significance	3,401,906
Federal High Speed Intercity Passenger Rail	161,322,662
Federal Homeland Security Transit Security Grant	100,000
Federal Rail Relocation Grant	2,650,000
AC Transit	9,241
AB 1171	41,267,419
Regional Measure 1	6,600,000
Regional Measure 2	142,004,322
Proposition K SF Sales Tax	111,031,503
Regional Transportation Improvement Program (RTIP)	9,552,835
San Mateo Sales Tax	22,573,041
SF Redevelopment Agency In-Kind	798,689
Lease Income, Other Unrestricted	2,998,850
<b>TOTAL REVENUES</b>	<b>537,408,734</b>

Notes: Inception to Date capital outlay is based on payments made and reported in the LOGOS Financial System as of March 31, 2012 as well as accrued outstanding March 2012 invoices.

Revenues are based on revenue received and recorded in the LOGOS Financial System as of March 31, 2012 as well as receivables related to accrued expenditures.

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