

Memorandum

To: TJPA Board of Directors
From: Maria Ayerdi-Kaplan, Executive Director
Date: For the Board Meeting of December 13, 2012
Re: Transbay Joint Powers Authority Quarterly Reports

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

1. FY 2012-13 First Quarter Budget vs. Actual Financial Report (Unaudited)
2. Status of Purchase Orders and Contracts Greater than \$25,000 as of September 30, 2012
3. Quarterly Investment & Earnings Report as of September 30, 2012
4. Inception to September 30, 2012 Expenditures and Revenues (Unaudited)

This memorandum describes the reports.

1. FY 2012-13 First Quarter Budget vs. Actual Financial Report

The TJPA Board approved the FY 2012-13 TJPA budget in June 2012. There have been no amendments to the capital budget. Two amendments to the operations budget have been approved.

Accounting reports have been summarized to show budget versus actual amounts for expenditures and revenues through the end of the first quarter of the fiscal year 2012-13 (July 1, 2012 through September 30, 2012) unaudited for both the capital and operating budgets. The FY 2012-13 first quarter budget versus actual financial report is Attachment 1. This report indicates that expenditures and expenses through the fiscal year to-date are within the available budgets.

2. Status of Purchase Orders and Contracts Greater than \$25,000 as of September 30, 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 September 30, 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 Anticipated DBE Participation Level (ADPL) for the three Federal Fiscal Years begun October 1, 2010, which has been calculated based on FTA-funded contracts planned to be awarded during the three year time period, is 8.3%. The actual DBE commitment for contracts awarded thus far is 14% and the actual SBE commitment is 21%. Actual payments to DBEs and SBEs through the fourth quarter of Federal Fiscal Year 2011-12 (October 1, 2011 – September 30, 2012) were \$40.4 million.

3. Quarterly Investment & Earnings Report as of September 30, 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 September 30, 2012, interest earnings from the City Treasurer's Pool were \$11,088. The annualized rate of return for the quarter was 1.06% with an ending cash balance in the pool of \$4,191,175.

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 TJPA has a trust account with Deutsche Bank for Gross Sales Proceeds from former state parcels. TJPA currently holds \$68,000 of U.S. Treasury Notes due December 31, 2012 in this account. Further details on this investment position are shown in Attachment 3.

4. Inception to September 30, 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 September 30, 2012. Summary level information is provided by major expenditure category and revenue source.

Information only.

Transbay Joint Powers Authority
Fiscal Year 2012-13 Budget vs. Actual (Unaudited)
as of 1st Quarter (July 2012 through September 2012)
As of November 15, 2012

	FY 2012-13 Budget	FY 2012-13 1st Quarter Capital Outlay & Revenues	Unexpended FY 2012-13 Budget	Percent Expended through 1st Quarter
EXPENDITURES ¹				
Salaries & Benefits				
Salaries	2,096,000	430,456	1,665,544	21%
Benefits	705,000	110,533	594,467	16%
Subtotal, Salaries & Benefits	2,801,000	540,989	2,260,012	19%
Administration				
Rent	690,000	162,221	527,779	24%
Insurance	94,000	73,132	20,868	78%
Interest Expense	25,000	-	25,000	0%
Office Expenses	83,000	14,946	68,054	18%
Communications	77,000	21,598	55,402	28%
Information Technology Support	36,000	3,755	32,245	10%
Travel/Conferences	40,000	6,590	33,410	16%
Professional Development	27,000	3,947	23,053	15%
Board Expenses	10,000	-	10,000	0%
Meeting Expenses	7,000	218	6,782	3%
Benefits Administration/Payroll Services	19,000	2,973	16,027	16%
Miscellaneous	33,000	5,309	27,691	16%
Subtotal, Administration	1,141,000	294,689	846,311	26%
Professional & Specialized Services				
Engineering & Design Services				
Program Management / Program Controls	10,200,000	2,272,477	7,927,523	22%
Downtown Extension Preliminary Engineering & Design	8,000,000	68,882	7,931,118	1%
Downtown Extension Interagency Coordination	277,000	-	277,000	0%
Transit Center & Ramps Engineering & Design	15,121,000	1,733,472	13,387,528	11%
Transit Center Traffic Signals	381,000	-	381,000	0%
Transit Center Overhead Lines	876,000	-	876,000	0%
Transit Center Commissioning Agent	140,000	3,877	136,123	3%
Bus Ramps Design Reviews	350,000	-	350,000	0%
Bus Storage Engineering & Design	1,205,000	203,603	1,001,397	17%
Utility Relocation Engineering & Design	316,000	3,246	312,754	1%
Environmental Consultant / Building and Soil Haz. Mat.	386,000	18,903	367,097	5%
Archaeological Support Services	100,000	-	100,000	0%
Public Art Program	790,000	-	790,000	0%
Other Engineering & Design Services	1,907,000	-	1,907,000	0%
Permits and Fees				
Transit Center Building & Ramps Permits & Fees	2,466,000	71,871	2,394,129	3%
Bus Storage Permits & Fees	200,000	-	200,000	0%
Utility Relocation Permits & Fees	10,000	-	10,000	0%
DTX Permits & Fees	10,000	-	10,000	0%
Other Plan Checks / Permit Fees	134,000	-	134,000	0%
Real Estate Services				
Property Management / Boarding	14,000	2,250	11,750	16%
Appraisal Services	100,000	-	100,000	0%
ALTA / Design Surveys	260,000	7,700	252,300	3%
SF Redevelopment Successor Agency Administrative Fee	431,000	71,177	359,823	17%
Miscellaneous Real Estate Services	40,000	-	40,000	0%
Construction Management				
Construction Management & Oversight for Transit Center	8,490,000	1,363,933	7,126,067	16%
Construction Management for Bus Storage	625,000	-	625,000	0%
Construction				
Transit Center & Ramps CM/GC Pre-Construction Services	2,200,000	1,270,123	929,877	58%
Transit Center Building & Ramps Construction	143,825,000	30,427,614	113,397,386	21%
Utility Relocation Construction	4,889,000	1,563,392	3,325,608	32%
Planning & Environmental Analysis				
Transbay Transit District Plan	75,000	7,000	68,000	9%
Economic and Real Estate Analysis	350,000	26,575	323,425	8%
Environmental Review	1,500,000	-	1,500,000	0%
Other Planning Studies	96,000	-	96,000	0%

	FY 2012-13 Budget ³	FY 2012-13 1st Quarter Capital Outlay & Revenues	Unexpended FY 2012-13 Budget	Percent Expended through 1st Quarter
Administration				
Outside Legal Counsel	2,947,000	512,184	2,434,816	17%
Financial & Grant Management	600,000	96,912	503,088	16%
New Revenue Consultation	25,000	-	25,000	0%
Accounting Software & Installation	20,000	13,567	6,433	68%
Audit Services	50,000	-	50,000	0%
Credit Rating Analysis	35,000	-	35,000	0%
Loan Servicing Fees	13,000	-	13,000	0%
TIFIA Project Monitoring	75,000	-	75,000	0%
Trustee Account Services	2,000	500	1,500	25%
Community & Public Relations	180,000	45,000	135,000	25%
Legislative Services	513,000	117,000	396,000	23%
Disadvantaged & Small Business Program	100,000	-	100,000	0%
Other Intergovernmental Agreements	30,000	-	30,000	0%
Other Consulting Assistance	50,000	-	50,000	0%
Subtotal, Professional & Specialized Services	210,404,000	39,901,257	170,502,743	19%
Right of Way Acquisition				
Property Acquisition	4,441,000	-	4,441,000	0%
Title/Closing Costs	70,000	-	70,000	0%
Relocation Services Consultation	136,000	6,283	129,718	5%
Relocation Services Assistance	335,000	88,942	246,058	27%
Goodwill Loss Assistance	290,000	10,680	279,320	4%
Other Right of Way Expenses	42,000	-	42,000	0%
Subtotal, Right of Way Acquisition	5,314,000	105,904	5,208,096	2%
Other				
Caltrans Attorney Parking	100,000	15,120	84,880	15%
Subtotal, Other	100,000	15,120	84,880	15%
Reserves				
Fiscal Reserve	3,411,000	-	3,411,000	0%
Emergency Reserve	500,000	-	500,000	0%
Subtotal, Reserves	3,911,000	-	3,911,000	0%
TOTAL EXPENDITURES + OTHER	223,671,000	40,857,959	182,813,041	18%
CAPITAL REVENUE ²				
Committed Revenue				
Federal Bus Facility & PNRs Grants	8,946,000	1,524,595	7,421,405	17%
Federal High Speed and Intercity Passenger Rail Program	152,943,000	35,936,581	117,006,419	23%
Regional Measure 2	2,730,000	231,732	2,498,268	8%
AB1171 Bridge Tolls	7,678,000	1,496,513	6,181,487	19%
Proposition K San Francisco Sales Tax	6,926,000	708,375	6,217,625	10%
San Mateo County Sales Tax	769,000	-	769,000	0%
AC Transit Capital Contribution	2,898,000	683,211	2,214,789	24%
Regional Transportation Improvement Program	500,000	77,745	422,255	16%
Lease Income	62,000	15,419	46,581	25%
Interest Income	44,000	7,792	36,208	18%
Developer Transaction Costs Contribution	-	81,832	(81,832)	n/a
Subtotal, Committed Revenue	183,496,000	40,763,795	142,732,205	22%
Planned Revenue				
Federal Alternatives Analysis Grant	1,240,000	-	1,240,000	0%
AC Transit Capital Contribution	4,748,000	-	4,748,000	0%
Bridge Tolls	9,959,000	-	9,959,000	0%
Land Sales Proceeds	12,332,000	-	12,332,000	0%
Subtotal, Planned Revenue	28,279,000	-	28,279,000	0%
Other				
Fund Balance from Previous Year	4,396,000	94,164	4,301,836	2%
Subtotal, Other	4,396,000	94,164	4,301,836	2%
New Revenues to be Identified				
Revenue Source to be Determined	7,500,000	-	7,500,000	0%
Subtotal, Revenue Source to be Determined	7,500,000	-	7,500,000	0%
TOTAL REVENUE + OTHER	223,671,000	40,857,959	182,813,041	24%

	FY 2012-13 Operating Budget Amendment 2 ³	FY 2012-13 1st Quarter Operating Expenses & Revenues	Unexpended FY 2012-13 Budget	Percent Expended through 1st Quarter
OPERATING EXPENDITURES				
Professional & Specialized Services				
Temporary Terminal Facility Management & Security	1,134,000	176,371	957,629	16%
Police Services as Needed	50,000	-	50,000	0%
AC Transit Additional Operating Support & Staging Lease	2,658,000	586,869	2,071,131	22%
Parking Control Officers	142,000	-	142,000	0%
Utilities	45,000	6,861	38,139	15%
Insurance	45,600	45,535	65	100%
Operating Contingency	14,400	-	14,400	-
<i>Subtotal, Professional & Specialized Services</i>	4,089,000	815,636	3,273,364	20%
Reserves				
Operating Reserve	1,138,000	87,932	1,050,068	8%
<i>Subtotal, Reserves</i>	1,138,000	87,932	1,050,068	8%
TOTAL OPERATING EXPENDITURES	5,227,000	903,568	4,323,432	17%
OPERATING REVENUE				
Regional Measure 2	4,089,000	815,636	3,273,364	20%
AC Transit Reserve Contribution	800,000	-	800,000	0%
Rents	288,000	75,432	212,568	26%
Advertising, Interest, Other	50,000	12,500	37,500	25%
<i>Subtotal, Operating Revenue</i>	5,227,000	903,568	4,323,432	17%
TOTAL OPERATING REVENUE	5,227,000	903,568	4,323,432	17%

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: Operating Budget Amendment 1 approved by Executive Director under TJPA Budget Policy; Amendment 2 approved by the Board on 9/13/12.

Report to Transbay Joint Powers Authority Board
Status of Purchase Orders and Contracts greater than \$25,000
Fiscal Year 2012-13 through First Quarter (July 2012 to September 2012)

as of November 30, 2012

Purpose	Vendor	Contract Value	Accrued to Sept. 30, 2012	Term	Funding Source	DBE Advisory	DBE Actual through Sept. 30, 2012	SBE Goal	SBE Actual through Sept. 30, 2012
Professional & Specialized Services									
Program Management / Program Controls	URS Corporation	Authorized: \$20,021,188 Total: \$28,400,000	\$12,843,665	7/1/11-6/30/14	AB1171, AC Transit, FRA	30%	21%	0%	41%
Downtown Extension Preliminary Engineering	Parsons Transportation Group	Authorized: \$900,000 Total: \$4,200,000	\$574,059	7/1/11-6/30/14	Prop K	30%	4%	0%	4%
Bus Storage A&E Services	Jacobs (formerly Carter & Burgess)	Authorized: \$5,622,062 Total: \$5,748,379	\$3,234,811	5/17/07- Bus Storage Warranty	RM-2, RTIP	16%	10%	0%	21%
Utility Relocation A&E Services	AECOM (formerly Metcalf & Eddy)	\$5,198,015	\$5,189,817	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: \$125,529,942 Total: \$152,000,000	\$105,200,014	5/16/08-Transit Ctr Warranty	AB1171, AC Transit, FRA, Prop K, RM-2, RTIP	0%	0%	0%	8%
Cast Steel Nodes Engineering & Administrative Services	Cast Connex, Inc.	Authorized: \$240,000 Total: \$1,200,000	\$228,000	6/26/12 - 6/25/16	AB1171	0%	0%	0%	0%
Commissioning Agent	Enovity Inc.	Authorized: \$211,585 Total: \$762,196	\$198,800	9/10/09-6/30/16	RM-2	5%	0%	90%	93%
Environmental Consulting Services During Construction	Langan Environmental (formerly Treadwell & Rollo)	Authorized: \$384,850 Total: \$650,000	\$324,168	6/10/10-6/9/17	Prop K	20%	34%	37%	55%
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
Artwork: CityPark Bus Jet Fountain	Ned Kahn Studios	Authorized: \$50,000 Total: \$100,000	\$40,000	1/6/11-12/31/17	Prop K	n/a	n/a	n/a	n/a

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Fiscal Year 2012-13 through First Quarter (July 2012 to September 2012)

as of November 30, 2012

Purpose	Vendor	Contract Value	Accrued to Sept. 30, 2012	Term	Funding Source	DBE Advisory	DBE Actual through Sept. 30, 2012	SBE Goal	SBE Actual through Sept. 30, 2012
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
Artwork: Bus Level Enclosure LED Array	Jenny Holzer	\$104,000	\$78,000	6/21/12-12/31/17	Prop K	n/a	n/a	n/a	n/a
Lease Agreement	California Mission Street Partners	\$5,122,518	\$2,845,935	2003-2015	FTA, RTIP	n/a	n/a	n/a	n/a
Legal Counsel	Shute, Mihaly & Weinberger Contract: 10-04	\$4,400,000	\$4,332,288	9/9/10-9/8/15	FTA, developer contribution	0%	0%	75%	73%
Legal Bench 12-02		Authorized:							
General Counsel	Shute, Mihaly & Weinberger	\$800,000	\$0	9/1/12-8/31/17	FTA, developer contribution	0%	0%	100%	100%
Construction Counsel	Seyfarth Shaw	\$100,000	\$0	9/1/12-8/31/17	FRA, developer contribution	0%	0%	0%	0%
Labor Counsel	Renne Sloan Holtzman Sakai	\$75,000	\$0	9/1/12-8/31/17	FTA	0%	0%	0%	0%
Financial Counsel	Nixon Peabody	\$50,000	\$0	9/1/12-8/31/17	FTA	0%	0%	0%	0%
Total Authorized:		\$1,025,000	Total Bench NTE:	\$8,000,000					
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	\$345,433	11/1/10-10/31/15	FTA	0%	0%	0%	0%
Financial Consulting Services	Nancy Whelan Consulting	\$4,284,920	\$839,515	3/1/11-2/28/16	FRA, FTA	30%	68%	72%	68%
Federal Advocacy Services	Chambers, Conlon & Hartwell	\$403,500	\$256,909	10/1/10-9/30/13	unrestricted revenue	n/a	0%	0%	0%

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as of November 30, 2012

Purpose	Vendor	Contract Value	Accrued to Sept. 30, 2012	Term	Funding Source	DBE Advisory	DBE Actual through Sept. 30, 2012	SBE Goal	SBE Actual through Sept. 30, 2012
Federal Advocacy Services	Manatt, Phelps & Phillips (formerly Holland + Knight)	\$403,500	\$249,000	10/1/10-9/30/13	unrestricted revenue	n/a	0%	0%	0%
State Advocacy Services	Mercury Public Affairs	\$300,000	\$215,000	8/1/10-7/31/13	unrestricted revenue	n/a	0%	0%	0%
State Advocacy Services	Townsend Public Affairs	\$300,000	\$215,000	8/1/10-7/31/13	unrestricted revenue	n/a	0%	0%	0%
Integrated Financial System	New World Systems	\$299,515	\$279,753	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	\$270,000	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%
Independent Auditor	Vavrinek, Trine, Day & Co	Authorized: \$96,000 Total: \$144,000	\$63,000	3/10/11-3/9/14	FTA	0%	0%	10%	12%
Real Estate Related Professional Services									
Real Estate Appraiser	Carneghi-Blum & Partners	Authorized: \$138,353 Total: \$425,000	\$138,353	4/17/09-4/16/14	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	\$161,487	5/17/07-5/16/15	Prop K, RM-2, RTIP	0%	0%	0%	0%

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Purpose	Vendor	Contract Value	Accrued to Sept. 30, 2012	Term	Funding Source	DBE Advisory	DBE Actual through Sept. 30, 2012	SBE Goal	SBE Actual through Sept. 30, 2012
Relocation Assistance Services	Associated Right of Way Services	\$600,000	\$561,641	9/30/08-9/29/13	Prop K	0%	0%	0%	0%
On-Call Survey & Mapping Services	F3 & Associates	Authorized: \$111,789 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: \$29,083 Total: \$390,000	\$28,694	5/11/11-5/10/18	FRA, RM-2	15%	100%	100%	100%
Real Estate Bench 11-03		Authorized:							
Real Estate Economics Advisory Services	The Concord Group	\$77,000	\$67,384	8/1/11-7/31/16	FTA	0%	0%	0%	0%
Real Estate Economics Advisory Services	Jones Lang LaSalle	\$7,050	\$7,050	4/23/12-4/22/17	FTA	0%	0%	0%	0%
Real Estate Economics Advisory Services	Seifel Consulting	\$150,000	\$124,376	8/1/11-7/31/16	FTA, Prop K	0%	0%	100%	100%
Real Estate Economics Advisory Services	BAE	\$0	\$0			0%	0%	0%	0%
Real Estate Economics Advisory Services	Keyser Marston	\$0	\$0			0%	0%	0%	0%
	Total Authorized:	\$234,050	Total Bench NTE:	\$500,000					

Construction & Construction Management

Construction Management Oversight	Turner Construction Company	Authorized: \$15,726,377 Total: \$38,500,000	\$9,567,371	6/10/10-6/9/16	AB1171, AC Transit, FRA, Prop K	35%	21%	35%	25%
Construction Manager/General Contractor - TTC & Ramps	Webcor/Obayashi	Authorized Pre-Construction: \$20,126,575 of \$23,151,821 Authorized Construction: \$399,754,926	\$180,790,888	3/12/09-Completion	AB1171, AC Transit, FRA, AT&T/PG&E, Prop K, RM-2	17%	<1%	17%	16%
Construction Labor Compliance Software	Elation Systems	Authorized: \$47,500 Total: \$57,500	\$47,500	9/15/08-9/14/14	FRA, Prop K, RM-2	0%	0%	0%	0%

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Purpose	Vendor	Contract Value	Accrued to Sept. 30, 2012	Term	Funding Source	DBE Advisory	DBE Actual through Sept. 30, 2012	SBE Goal	SBE Actual through Sept. 30, 2012
Operations									
Temporary Terminal Facility Manager	ABM Facility Services (formerly Linc)	\$5,542,812	\$2,052,194	8/20/09-12/31/14	RM-2	2%	1%	15%	7%

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	16%	22%	\$40,196,937	\$83,331,181
Federal Fiscal Years October 2010 - September 2013	8.3%	14%	21%	\$9,217,160	\$40,437,127

*TJPA began tracking SBEs in FFY08-09

Agency	Contract or Budget Value	Accrued to Sept. 30, 2012	Term	Funding Source	Notes
Interagency Agreements					
California Department of Transportation (Caltrans)	\$300,000	\$120,130	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	\$3,048,530	\$2,543,899	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	\$1,503,949	\$1,105,065	on-going	FTA, RM-2, developer contribution, 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: \$900,200 Total: \$1,174,500	\$585,914	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: \$2,145,256 Total: \$3,280,677	\$1,654,250	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	\$875,000	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 June 2012 Board meeting.
SF Art Commission	Authorized: \$532,338 Total: \$950,000	\$442,828	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	\$455,998	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.

Transbay Joint Powers Authority
Investment & Interest Earnings Report¹
Fiscal Year 2013 1st Quarter

Depository	Investment Type	Date of Investment	Balance	1st Quarter Interest	Annualized Rate of Return
City Treasurer	Pooled Deposit on call	continuous	\$ 4,191,175	\$ 11,088	1.06%
U.S. Bank	Checking	continuous	\$ 2,403,107	\$ -	0.00%
Deutsche Bank	Trust Accounts	10/18/2011	\$ 69,280	\$ 35	0.08%

Deutsche Bank Trust Account Detail

	Maturity Date	Par Value	Carrying Value	Market Value²	Yield to Maturity
Cash	n/a	\$ 1,131	\$ 1,131	\$ 1,131	0.00%
U.S. Treasury Notes	12/31/2012	\$ 68,000	\$ 68,149	\$ 68,080	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 9/30/12. TJPA holds securities until maturity.

Transbay Joint Powers Authority	
Inception to Date Capital Expenditures and Revenues	
As of September 30, 2012 (Unaudited)	
EXPENDITURES	INCEPTION TO DATE
<i>Salary and Benefits</i>	12,185,398
<i>Administration</i>	5,291,268
<i>Professional & Specialized Services</i>	
Transit Center/Bus Ramps Preliminary Engineering & Design	109,868,919
Temporary Terminal Preliminary Engineering & Design	3,263,825
Bus Storage Preliminary Engineering & Design	3,294,284
Utility Relocation Engineering & Design	5,430,178
Downtown Extension Preliminary Engineering & Design	25,552,489
Program Management/Program Control	68,530,425
Other Professional Services	31,070,250
<i>Subtotal, Professional & Specialized</i>	247,010,370
<i>Construction & Construction Management</i>	
Temporary Terminal Construction Management	1,749,247
Temporary Terminal Construction	20,729,570
Transit Center/Utilities CM/GC Pre-construction Services and Bonds	25,068,014
Former Terminal and Ramps Demolition	15,748,484
Construction Management and Construction Management Oversight	10,161,876
Transit Center Building Construction	145,873,883
Utility Relocation Construction	17,156,530
<i>Subtotal, Construction & Construction Management</i>	236,487,604
<i>Right of Way</i>	
Property Acquisition	114,011,810
Professional Services (closing costs, relocation, etc.)	4,584,656
<i>Subtotal, Right of Way</i>	118,596,466
<i>Other (Caltrans Attorney Parking)</i>	192,658
TOTAL EXPENDITURES	619,763,764
REVENUES	
Federal Demonstration Section 1601	8,795,355
Federal High Priority Project 5309	24,350,621
Federal Projects of National & Regional Significance	6,320,638
Federal High Speed Intercity Passenger Rail	230,785,091
Federal Homeland Security Transit Security Grant	100,000
Federal Rail Relocation Grant	2,650,000
AC Transit Capital Contributions	3,244,290
AB 1171	45,386,693
Regional Measure 1	6,600,000
Regional Measure 2	142,531,209
Proposition K SF Sales Tax	112,159,045
Regional Transportation Improvement Program (RTIP)	9,907,045
San Mateo Sales Tax	23,045,366
SF Redevelopment Agency In-Kind	798,689
Developer Transaction Cost Contribution	393,373
Lease Income, Other Unrestricted	2,696,350
TOTAL REVENUES	619,763,764

Notes: Inception to Date capital outlay is based on payments made and reported in the LOGOS Financial System as of September 30, 2012 as well as accrued outstanding September 2012 invoices.

Revenues are based on revenue received and recorded in the LOGOS Financial System as of September 30, 2012 as well as receivables related to accrued expenditures.

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