

Memorandum

To: TJPA Board of Directors
From: Maria Ayerdi-Kaplan, Executive Director
Date: For the Board Meeting of April 11, 2013
Re: Transbay Joint Powers Authority Quarterly Reports

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

1. FY 2012-13 Second Quarter Budget vs. Actual Financial Report (Unaudited)
2. Status of Purchase Orders and Contracts Greater than \$25,000 as of December 31, 2012
3. Quarterly Investment & Earnings Report as of December 31, 2012
4. Inception to December 31, 2012 Expenditures and Revenues (Unaudited)

This memorandum describes the reports.

1. FY 2012-13 Second 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. Three 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 December 31, 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 December 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 December 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 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 first quarter of Federal Fiscal Year 2012-13 (October 1, 2012 – December 31, 2012) were \$74.6 million.

3. Quarterly Investment & Earnings Report as of December 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 December 31, 2012, interest earnings from the City Treasurer's Pool were \$9,132. The annualized rate of return for the quarter was 0.68% with an ending cash balance in the pool of \$5,400,307.

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. At December 31, TJPA held \$68,000 of U.S. Treasury Notes that matured on that date. In January, these funds were reinvested in six-month Treasuries. Further details on investments are shown in Attachment 3.

4. Inception to December 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 December 31, 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 2nd Quarter (July 2012 through December 2012)
As of March 14, 2013

	FY 2012-13 Budget	FY 2012-13 1st-2nd Quarter Capital Outlay & Revenues	Unexpended FY 2012-13 Budget	Percent Expended through 2nd Quarter
EXPENDITURES ¹				
Salaries & Benefits				
<i>Salaries</i>	2,096,000	894,293	1,201,707	43%
<i>Benefits</i>	705,000	268,646	436,354	38%
Subtotal, Salaries & Benefits	2,801,000	1,162,939	1,638,061	42%
Administration				
<i>Rent</i>	690,000	327,358	362,642	47%
<i>Insurance</i>	94,000	71,409	22,591	76%
<i>Interest Expense</i>	25,000	-	25,000	0%
<i>Office Expenses</i>	83,000	40,237	42,763	48%
<i>Communications</i>	77,000	32,544	44,456	42%
<i>Information Technology Support</i>	36,000	11,441	24,559	32%
<i>Travel/Conferences</i>	40,000	15,760	24,240	39%
<i>Professional Development</i>	27,000	7,695	19,305	29%
<i>Board Expenses</i>	10,000	1,666	8,334	17%
<i>Meeting Expenses</i>	7,000	517	6,483	7%
<i>Benefits Administration/Payroll Services</i>	19,000	6,979	12,021	37%
<i>Miscellaneous</i>	33,000	7,120	25,880	22%
Subtotal, Administration	1,141,000	522,727	618,273	46%
Professional & Specialized Services				
<i>Engineering & Design Services</i>				
Program Management / Program Controls	10,200,000	4,208,830	5,991,170	41%
Downtown Extension Preliminary Engineering & Design	8,000,000	120,017	7,879,983	2%
Downtown Extension Interagency Coordination	277,000	-	277,000	0%
Transit Center & Ramps Engineering & Design	15,121,000	10,915,320	4,205,680	72%
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	4,187	345,813	1%
Bus Storage Engineering & Design	1,205,000	483,438	721,562	40%
Utility Relocation Engineering & Design	316,000	51,775	264,225	16%
Environmental Consultant / Building and Soil Haz. Mat.	386,000	37,864	348,136	10%
Archaeological Support Services	100,000	-	100,000	0%
Public Art Program	790,000	61,875	728,125	8%
Other Engineering & Design Services	1,907,000	-	1,907,000	0%
<i>Permits and Fees</i>				
Transit Center Building & Ramps Permits & Fees	2,466,000	91,130	2,374,870	4%
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%
<i>Real Estate Services</i>				
Property Management / Boarding	14,000	7,168	6,832	51%
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	100,828	330,172	23%
Miscellaneous Real Estate Services	40,000	-	40,000	0%
<i>Construction Management</i>				
Construction Management & Oversight for Transit Center	8,490,000	2,906,346	5,583,654	34%
Construction Management for Bus Storage	625,000	-	625,000	0%
<i>Construction</i>				
Transit Center & Ramps CM/GC Pre-Construction Services	2,200,000	1,998,325	201,675	91%
Transit Center Building & Ramps Construction	143,825,000	51,354,671	92,470,329	36%
Utility Relocation Construction	4,889,000	1,758,647	3,130,353	36%
<i>Planning & Environmental Analysis</i>				
Transbay Transit District Plan	75,000	32,735	42,265	44%
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-2nd Quarter Capital Outlay & Revenues	Unexpended FY 2012-13 Budget	Percent Expended through 2nd Quarter
Administration				
Outside Legal Counsel	2,604,900	1,399,039	1,205,861	54%
City Attorney	342,100	54,400	287,700	16%
Financial & Grant Management	600,000	193,105	406,895	32%
New Revenue Consultation	25,000	-	25,000	0%
Accounting Software & Installation	20,000	13,567	6,433	68%
Audit Services	50,000	33,000	17,000	66%
Credit Rating Analysis	35,000	35,000	-	100%
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	90,000	90,000	50%
Legislative Services	513,000	240,000	273,000	47%
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	76,232,051	134,171,949	36%
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	10,488	125,513	8%
Relocation Services Assistance	335,000	94,430	240,570	28%
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	115,597	5,198,403	2%
Other				
Caltrans Attorney Parking	100,000	37,800	62,200	38%
Subtotal, Other	100,000	37,800	62,200	38%
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	78,071,114	145,599,886	35%
	FY 2012-13 Budget ³	FY 2012-13 1st-2nd Quarter Capital Outlay & Revenues	Unexpended FY 2012-13 Budget	Percent Expended through 2nd Quarter
CAPITAL REVENUE ²				
Committed Revenue				
Federal Bus Facility & PNRs Grants	8,946,000	3,160,048	5,785,952	35%
Federal High Speed and Intercity Passenger Rail Program	152,943,000	62,282,974	90,660,026	41%
Regional Measure 2	2,730,000	534,328	2,195,672	20%
AB1171 Bridge Tolls	7,678,000	7,764,100	(86,100)	101%
Proposition K San Francisco Sales Tax	6,926,000	1,660,050	5,265,950	24%
San Mateo County Sales Tax	769,000	-	769,000	0%
AC Transit Capital Contribution	2,898,000	1,894,126	1,003,874	65%
Regional Transportation Improvement Program	500,000	258,051	241,950	52%
Lease Income	62,000	30,838	31,162	50%
Interest Income	44,000	19,876	24,124	45%
Developer Transaction Costs Contribution	-	241,479	(241,479)	n/a
Subtotal, Committed Revenue	183,496,000	77,845,868	105,650,132	42%
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	225,246	4,170,754	5%
Subtotal, Other	4,396,000	225,246	4,170,754	5%
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	78,071,114	145,599,886	48%

	FY 2012-13 Operating Budget Amendment 3 ³	FY 2012-13 1st-2nd Quarter Operating Expenses & Revenues	Unexpended FY 2012-13 Budget	Percent Expended through 2nd Quarter
OPERATING EXPENDITURES				
Professional & Specialized Services				
Temporary Terminal Facility Management & Security	1,134,000	404,106	729,894	36%
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	53,173	88,827	37%
Utilities	45,000	16,670	28,330	37%
Insurance	45,600	45,535	65	100%
Operating Contingency	14,400	-	14,400	-
<i>Subtotal, Professional & Specialized Services</i>	4,089,000	1,106,353	2,982,647	27%
Reserves				
Operating Reserve	1,333,500	1,197,212	136,288	90%
<i>Subtotal, Reserves</i>	1,333,500	1,197,212	136,288	90%
TOTAL OPERATING EXPENDITURES	5,422,500	2,303,566	3,118,934	42%
OPERATING REVENUE				
Regional Measure 2	4,089,000	1,106,353	2,982,647	27%
AC Transit Reserve Contribution	995,500	995,308	192	100%
Rents	288,000	176,904	111,096	61%
Advertising, Interest, Other	50,000	25,000	25,000	50%
<i>Subtotal, Operating Revenue</i>	5,422,500	2,303,566	3,118,934	42%
TOTAL OPERATING REVENUE	5,422,500	2,303,566	3,118,934	42%

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 Amendments 1 and 3 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 Second Quarter (July 2012 to December 2012)

as of March 20, 2013

Purpose	Vendor	Contract Value	Accrued to Dec. 31, 2012	Term	Funding Source	DBE Advisory	DBE Actual through Dec. 31, 2012	SBE Goal	SBE Actual through Dec. 31, 2012
Professional & Specialized Services									
Program Management / Program Controls	URS Corporation	Authorized: \$20,021,188 Total: \$28,400,000	\$14,780,124	7/1/11-6/30/14	AB1171, AC Transit, FRA	30%	19%	0%	49%
Downtown Extension Preliminary Engineering	Parsons Transportation Group	Authorized: \$900,000 Total: \$4,200,000	\$625,194	7/1/11-6/30/14	Prop K	30%	3%	0%	3%
Bus Storage A&E Services	Jacobs (formerly Carter & Burgess)	Authorized: \$5,622,062 Total: \$5,748,379	\$3,514,645	5/17/07-Bus Storage Warranty	RM-2, RTIP	16%	10%	0%	21%
Utility Relocation A&E Services	AECOM (formerly Metcalf & Eddy)	Authorized: \$5,593,515 Total: \$5,315,721	\$5,189,817	9/20/07-Utility Warranty	FRA, RM-2	20%	6%	0%	14%
Supplemental EIR/EIS Preparation Services	AECOM	\$1,300,000	\$0	11/26/12-11/25/14	FTA, Prop K	0%	0%	21%	0%
Transit Center Bldg & Related Structures A&E Services	Pelli Clarke Pelli Architects	Authorized: \$149,503,020 Total: \$152,000,000	\$112,535,989	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: \$900,000 Total: \$1,200,000	\$801,000	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	\$343,128	6/10/10-6/9/17	Prop K	20%	32%	37%	52%
Artwork: Grand Hall Terrazzo Floor	Julie Chang Olcott	Authorized: \$62,500 Total: \$125,000	\$62,500	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 2012-13 through Second Quarter (July 2012 to December 2012)

as of March 20, 2013

Purpose	Vendor	Contract Value	Accrued to Dec. 31, 2012	Term	Funding Source	DBE Advisory	DBE Actual through Dec. 31, 2012	SBE Goal	SBE Actual through Dec. 31, 2012
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
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	\$3,011,169	2003-2015	FTA, RTIP	n/a	n/a	n/a	n/a
Legal Bench 12-02		Authorized:							
General Counsel	Shute, Mihaly & Weinberger	\$800,000	\$673,536	9/1/12-8/31/17	FTA, developer contribution	0%	0%	100%	89%
Construction Counsel	Seyfarth Shaw	\$450,000	\$236,021	9/1/12-8/31/17	FRA, developer contribution	0%	0%	0%	0%
Labor Counsel	Renne Sloan Holtzman Sakai	\$75,000	\$11,322	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:	\$1,375,000	Total Bench NTE:	\$8,000,000					
Retail Counsel	Sheppard Mullin Hampton & Richter	\$200,000	\$36,298	9/09/10-12/30/14	FTA	0%	0%	0%	0%
Legal Counsel	Thompson Coburn	Authorized: \$400,000 Total: \$1,000,000	\$366,906	11/1/10-10/31/15	FTA	0%	0%	0%	0%
Financial Consulting Services	Nancy Whelan Consulting	\$4,284,920	\$935,708	3/1/11-2/28/16	FRA, FTA	30%	63%	72%	63%
Federal Advocacy Services	Chambers, Conlon & Hartwell	\$403,500	\$292,909	10/1/10-9/30/13	unrestricted revenue	n/a	0%	0%	0%
Federal Advocacy Services	Manatt, Phelps & Phillips (formerly Holland + Knight)	\$403,500	\$285,000	10/1/10-9/30/13	unrestricted revenue	n/a	0%	0%	0%

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

as of March 20, 2013

Purpose	Vendor	Contract Value	Accrued to Dec. 31, 2012	Term	Funding Source	DBE Advisory	DBE Actual through Dec. 31, 2012	SBE Goal	SBE Actual through Dec. 31, 2012
State Advocacy Services	Mercury Public Affairs	\$300,000	\$240,500	8/1/10-7/31/13	unrestricted revenue	n/a	0%	0%	0%
State Advocacy Services	Townsend Public Affairs	\$300,000	\$240,500	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	\$315,000	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	\$96,000	3/10/11-3/9/14	FTA	0%	0%	10%	11%
Real Estate Related Professional Services									
Real Estate Appraiser	Carneghi-Blum & Partners	Authorized: \$156,850 Total: \$425,000	\$146,853	4/17/09-4/16/14	FTA, Prop K, RTIP	0%	0%	0%	0%
Real Estate Review Appraiser	David Tattersall & Company	Authorized: \$20,375 Total: \$75,000	\$14,975	10/27/09-4/7/13	FTA, Prop K	0%	0%	0%	0%
Machinery & Equipment Appraisers	Desmond, Marcello & Amster	Authorized: \$23,000 Total: \$62,500	\$19,980	6/18/08-6/17/13	RTIP	0%	0%	0%	0%
Machinery & Equipment Appraisers	Neale & Sons Inc.	Authorized: \$29,000 Total: \$62,500	\$29,000	5/26/08-5/25/13	RTIP	0%	0%	0%	0%
Goodwill Loss Appraisers	Desmond, Marcello & Amster	Authorized: \$32,500 Total: \$75,000	\$24,611	7/7/08-7/6/13	RTIP	0%	0%	0%	0%
Goodwill Loss Appraisers	Donna Desmond Associates	Authorized: \$61,833 Total: \$75,000	\$34,333	5/5/08-5/4/13	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%
Relocation Assistance Services	Associated Right of Way Services	\$600,000	\$565,846	10/1/08-9/30/13	Prop K	0%	0%	0%	0%

Report to Transbay Joint Powers Authority Board
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as of March 20, 2013

Purpose	Vendor	Contract Value	Accrued to Dec. 31, 2012	Term	Funding Source	DBE Advisory	DBE Actual through Dec. 31, 2012	SBE Goal	SBE Actual through Dec. 31, 2012
On-Call Survey & Mapping Services	F3 & Associates	Authorized: \$131,789 Total: \$390,000	\$111,384	1/20/11-1/19/18	FRA, Prop K	15%	0%	100%	100%
On-Call Survey & Mapping Services	Luk and Associates	Authorized: \$47,149 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	\$11,107,024	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: \$20,486,575 of \$23,151,821; Authorized Construction: \$522,893,538	\$203,356,353	3/12/09-Completion	AB1171, AC Transit, FRA, AT&T/PG&E, Prop K, RM-2	17%	<1%	17%	14%
Construction Labor Compliance Software	Elation Systems	Authorized: \$55,500 Total: \$57,500	\$53,500	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 Dec. 31, 2012	Term	Funding Source	DBE Advisory	DBE Actual through Dec. 31, 2012	SBE Goal	SBE Actual through Dec. 31, 2012
Operations									
Temporary Terminal Facility Manager	ABM Facility Services (formerly Linc)	\$5,542,812	\$2,279,929	8/20/09-12/31/14	RM-2	2%	2%	15%	8%
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%	20%	\$42,461,845	\$116,282,234
Federal Fiscal Years October 2010 - September 2013					8.3%	14%	21%	\$12,832,977	\$74,660,226
<i>*TJPA began tracking SBEs in FFY08-09</i>									
Agency	Contract or Budget Value	Accrued to Dec. 31, 2012	Term	Funding Source	Notes				
Interagency Agreements									
California Department of Transportation (Caltrans)	\$300,000	\$155,828	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	\$2,857,961	\$2,570,261	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: \$830,568 Total: \$1,174,500	\$598,595	2/11/08-2/10/17	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	\$1,674,858	8/20/09-12/31/17	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 Art Commission	Authorized: \$568,058 Total: \$950,000	\$473,251	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 Department of Building Inspection	\$5,036,443	\$4,014,316	3/10/10-termination	AB1171, FRA, Prop K	Plan review and field inspection services.				
SF Public Utilities Commission	Authorized: \$1,075,000 Total: \$1,150,000	\$514,034	9/14/09-9/13/17	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 2012-13 through Second Quarter (July 2012 to December 2012)

as of March 20, 2013

Contract	Issued	Due Date	Funding Source	SBE Goal	Notes					
Invitations for Bids / Requests for Proposals										
Structural Steel Superstructure	10/31/12	3/7/13	RM-1, land sales	24%	Single bid received; TJPA Board approved negotiations at March 25, 2013 Board meeting. Bid rejected April 3, 2013. Repackaging for re-bid underway.					
Glazing Design-Build	6/3/11	Fall 2013	AB1171	20%	Three firms submitted Design Proposals and qualified to submit bids. Bid process to re-commence Summer 2013 pending further refinement of design.					
Purpose	Vendor	Award Value	Total Spent	Term	Funding Source	DBE Advisory	DBE Actual	SBE Goal	SBE Actual	
Contracts Completed 10/1/12 - 12/31/12										
Legal Counsel	Shute, Mihaly & Weinberger	\$4,400,000	\$4,399,935	9/9/10-9/8/15	FTA, developer contribution	0%	0%	75%	73%	
Planning Services associated with Transbay Transit District Plan	SF Department of City Planning	\$948,565	\$948,565	9/20/07-12/31/12	Prop K	n/a	n/a	n/a	n/a	

Transbay Joint Powers Authority
Investment & Interest Earnings Report¹
Fiscal Year 2013 2nd Quarter

Depository	Investment Type	Date of Investment	Balance	2nd Quarter Interest	Annualized Rate of Return
City Treasurer	Pooled Deposit on call	continuous	\$ 5,400,307	\$ 9,132	0.68%
U.S. Bank	Checking	continuous	\$ 2,182,948	\$ -	0.00%
Deutsche Bank	Trust Accounts	10/18/2011	\$ 69,344	\$ 106	0.63%

Deutsche Bank Trust Account Detail

	Maturity Date	Par Value	Carrying Value	Market Value	Yield to Maturity
Cash ²	n/a	\$ 69,344	\$ 69,344	\$ 69,344	0.00%

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 U.S. Treasury Notes investment matured on 12/31/2012; cash was reinvested in January.

Transbay Joint Powers Authority	
Inception to Date Capital Expenditures and Revenues	
As of December 31, 2012 (Unaudited)	
EXPENDITURES	INCEPTION TO DATE
<i>Salary and Benefits</i>	12,805,276
<i>Administration</i>	5,517,373
<i>Professional & Specialized Services</i>	
Transit Center/Bus Ramps Preliminary Engineering & Design	119,136,089
Temporary Terminal Preliminary Engineering & Design	3,263,825
Bus Storage Preliminary Engineering & Design	3,574,119
Utility Relocation Engineering & Design	5,478,708
Downtown Extension Preliminary Engineering & Design	25,603,624
Program Management/Program Control	70,466,778
Other Professional Services	32,630,416
<i>Subtotal, Professional & Specialized</i>	260,153,558
<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	25,796,216
Former Terminal and Ramps Demolition	15,748,484
Construction Management and Construction Management Oversight	11,704,289
Transit Center Building Construction	166,800,941
Utility Relocation Construction	17,353,917
<i>Subtotal, Construction & Construction Management</i>	259,882,663
<i>Right of Way</i>	
Property Acquisition	114,011,810
Professional Services (closing costs, relocation, etc.)	4,599,267
<i>Subtotal, Right of Way</i>	118,611,077
<i>Other (Caltrans Attorney Parking)</i>	215,338
TOTAL EXPENDITURES	657,185,285
REVENUES	
Federal Demonstration Section 1601	8,795,355
Federal High Priority Project 5309	24,350,621
Federal Projects of National & Regional Significance	8,084,900
Federal High Speed Intercity Passenger Rail	257,131,484
Federal Homeland Security Transit Security Grant	100,000
Federal Rail Relocation Grant	2,650,000
AC Transit Capital Contributions	4,455,204
AB 1171	51,654,281
Regional Measure 1	6,600,000
Regional Measure 2	142,833,804
Proposition K SF Sales Tax	113,110,719
Regional Transportation Improvement Program (RTIP)	10,087,351
San Mateo Sales Tax	23,045,366
SF Redevelopment Agency In-Kind Contribution	798,689
Developer Transaction Cost Contribution	632,577
Lease Income, Other Unrestricted	2,854,934
TOTAL REVENUES	657,185,285

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

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

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