

Memorandum

To: TJPA Board of Directors
From: Maria Ayerdi-Kaplan, Executive Director
Date: For the Board Meeting of September 12, 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 Fourth Quarter Budget vs. Actual Financial Report (Unaudited)
2. Status of Purchase Orders and Contracts Greater than \$25,000 as of June 30, 2013
3. Quarterly Investment & Earnings Report as of June 30, 2013
4. Inception to June 30, 2013 Expenditures and Revenues (Unaudited)
5. Status of Program Reserve and Contingencies through August 31, 2013

This memorandum describes the reports.

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

The TJPA Board approved the FY 2012-13 TJPA budgets in June 2012. There were two amendments to the capital budget and three amendments to the operations budget during the fiscal year.

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 June 30, 2013) unaudited for both the capital and operating budgets. The FY 2012-13 budget versus actual financial report is Attachment 1. This report indicates that expenditures and expenses through the fiscal year end were within the available budgets.

2. Status of Purchase Orders and Contracts Greater than \$25,000 as of June 30, 2013

TJPA staff periodically reports to the Board on the status of contracts greater than \$25,000. As shown in Attachment 2, expenditures as of June 30, 2013 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 22%. Actual payments to DBEs and SBEs through the third quarter of Federal Fiscal Year 2012-13 (October 1, 2012 – June 30, 2013) were \$81.47 million.

3. Quarterly Investment & Earnings Report as of June 30, 2013

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 June 30, 2013, interest earnings from the City Treasurer's Pool were \$9,665. The annualized rate of return for the quarter was 0.71% with an ending cash balance in the pool of \$5,421,312.

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 established a trust account with Deutsche Bank for Gross Sales Proceeds from former state parcels. At June 30, TJPA held \$188,387,000 (par value) of U.S. Treasury Notes and Bills that mature on a rolling quarterly basis, plus a money market fund balance of \$467,714. Further details on investments are shown in Attachment 3. Note that Deutsche Bank has sold their municipal trust business to U.S. Bank, effective August 2013. TJPA has been satisfied with U.S. Bank's commercial account customer service and thus far been impressed with the responsiveness of the trust account customer service.

4. Inception to June 30, 2013 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 June 30, 2013. Summary level information is provided by major expenditure category and revenue source.

5. Status of Program Reserve and Contingencies

This new report (Attachment 5) provides detail on any draws on Program Reserve and/or contingencies over the past quarter. This version of the report shows draws since a revised Baseline Budget was presented in February 2013 through August 31, 2013; this data is also included in the monthly Construction Update presented at the Board meeting and is available in the Progress Reports produced on a monthly basis.

Information only.

Transbay Joint Powers Authority
Fiscal Year 2012-13 Budget vs. Actual (Unaudited)
as of 4th Quarter (July 2012 through June 2013)
As of August 14, 2013

	FY 2012-13 Budget Amendment 2 ³	FY 2012-13 Capital Outlay & Revenues	Unexpended FY 2012-13 Budget	Percent Expended through Fiscal Year	Notes
EXPENDITURES ¹					
Salaries & Benefits					
Salaries	2,096,000	1,874,527	221,473	89%	
Benefits	705,000	597,421	107,579	85%	
Subtotal, Salaries & Benefits	2,801,000	2,471,948	329,052	88%	
Administration					
Rent	690,000	664,677	25,323	96%	
Insurance	94,000	79,914	14,086	85%	
Interest Expense	25,000	-	25,000	0%	
Office Expenses	83,000	64,739	18,261	78%	
Communications	77,000	53,081	23,919	69%	
Information Technology Support	36,000	23,473	12,527	65%	
Travel/Conferences	40,000	35,976	4,024	90%	
Professional Development	27,000	15,410	11,590	57%	
Board Expenses	10,000	8,361	1,640	84%	
Meeting Expenses	7,000	1,803	5,197	26%	
Benefits Administration/Payroll Services	19,000	17,301	1,699	91%	
Miscellaneous	33,000	8,269	24,731	25%	
Subtotal, Administration	1,141,000	973,003	167,997	85%	
Professional & Specialized Services					
Engineering & Design Services					
Program Management / Program Controls	9,200,000	8,551,524	648,476	93%	
Downtown Extension Preliminary Engineering & Design	6,400,000	472,910	5,927,090	7%	
Downtown Extension Interagency Coordination	277,000	-	277,000	0%	
Transit Center & Ramps Engineering & Design	18,221,000	18,067,538	153,462	99%	
Transit Center Traffic Signals	381,000	-	381,000	0%	
Transit Center Overhead Lines	876,000	269,983	606,017	31%	
Transit Center Commissioning Agent	140,000	17,196	122,804	12%	
Bus Ramps Design Reviews	350,000	13,164	336,836	4%	
Bus Storage Engineering & Design	1,205,000	811,852	393,148	67%	
Utility Relocation Engineering & Design	316,000	(45,541)	361,541	-14%	adjustments for franchise work repaid by utilities
Environmental Consultant / Building and Soil Haz. Mat.	386,000	49,924	336,076	13%	
Archaeological Support Services	100,000	-	100,000	0%	
Public Art Program	790,000	118,750	671,250	15%	
Other Engineering & Design Services	1,407,000	-	1,407,000	0%	
Permits and Fees					
Transit Center Building & Ramps Permits & Fees	2,446,000	172,396	2,273,604	7%	
Bus Storage Permits & Fees	200,000	-	200,000	0%	
Utility Relocation Permits & Fees	30,000	19,044	10,956	63%	
DTX Permits & Fees	10,000	2,048	7,953	20%	
Other Plan Checks / Permit Fees	134,000	-	134,000	0%	
Real Estate Services					
Property Management / Boarding	14,000	11,668	2,332	83%	
Appraisal Services	100,000	22,035	77,965	22%	
ALTA / Design Surveys	260,000	20,700	239,300	8%	
SF Redevelopment Successor Agency Administrative Fee	431,000	161,322	269,678	37%	
Miscellaneous Real Estate Services	40,000	-	40,000	0%	
Construction Management					
Construction Management for Utility Relocation	4,200	4,154	46	99%	
Construction Management & Oversight for Transit Center	8,485,800	5,974,015	2,511,785	70%	
Construction Management for Bus Storage	625,000	-	625,000	0%	
Construction					
Transit Center & Ramps CM/GC Pre-Construction Services	4,460,000	3,832,709	627,291	86%	
Transit Center Building & Ramps Construction	141,565,000	89,038,923	52,526,078	63%	
Utility Relocation Construction	4,889,000	2,284,430	2,604,570	47%	
Planning & Environmental Analysis					
Transbay Transit District Plan	75,000	32,735	42,265	44%	
Economic and Real Estate Analysis	350,000	108,284	241,716	31%	
Environmental Review	1,500,000	143,137	1,356,863	10%	
Other Planning Studies	96,000	20,138	75,862	21%	
Administration					
Outside Legal Counsel & City Attorney	2,947,000	2,896,559	50,441	98%	
Financial & Grant Management	600,000	566,087	33,913	94%	
New Revenue Consultation	25,000	-	25,000	0%	
Accounting Software & Installation	20,000	14,899	5,101	74%	
Audit Services	53,000	53,000	-	100%	
Credit Rating Analysis	35,000	35,000	-	100%	
Loan Servicing Fees	10,000	-	10,000	0%	
TIFIA Project Monitoring	15,000	-	15,000	0%	
Trustee Account Services	2,000	1,250	750	63%	
Community & Public Relations	180,000	180,000	-	100%	
Legislative Services	513,000	487,272	25,728	95%	
Disadvantaged & Small Business Program	100,000	2,500	97,500	3%	
Other Intergovernmental Agreements	30,000	-	30,000	0%	
Other Consulting Assistance	110,000	108,998	1,003	99%	
Subtotal, Professional & Specialized Services	210,404,000	134,520,601	75,883,399	64%	

	FY 2012-13 Budget Amendment 2 ³	FY 2012-13 Capital Outlay & Revenues	Unexpended FY 2012-13 Budget	Percent Expended through Fiscal Year	Notes
Right of Way Acquisition					
Property Acquisition	4,441,000	3,122,390	1,318,610	70%	
Title/Closing Costs	70,000	8,602	61,398	12%	
Relocation Services Consultation	136,000	14,746	121,254	11%	
Relocation Services Assistance	335,000	102,297	232,703	31%	
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	3,258,716	2,055,284	61%	
Other					
Caltrans Attorney Parking	100,000	83,520	16,480	84%	
Subtotal, Other	100,000	83,520	16,480	84%	
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	141,307,788	82,363,212	63%	
CAPITAL REVENUE ²					
Committed Revenue					
Federal Alternatives Analysis Grant	1,240,000	98,764	1,141,236	8%	
Federal Bus Facility & PNRs Grants	8,946,000	6,596,439	2,349,561	74%	
Federal High Speed and Intercity Passenger Rail Program	152,943,000	108,810,177	44,132,823	71%	
Regional Measure 2	2,730,000	892,710	1,837,290	33%	
AB1171 Bridge Tolls	17,637,000	14,296,822	3,340,178	81%	
Proposition K San Francisco Sales Tax	6,926,000	5,255,633	1,670,367	76%	
San Mateo County Sales Tax	769,000	314,148	454,852	41%	
AC Transit Capital Contribution	7,646,000	3,435,710	4,210,290	45%	
Regional Transportation Improvement Program	500,000	323,700	176,300	65%	
Land Sales Proceeds	12,332,000	409,334	11,922,666	3%	
Lease Income	62,000	61,675	325	99%	
Interest Income	44,000	90,764	(46,764)	206%	higher than expected due to trust investment earnings
Developer Transaction Costs Contribution	-	241,479	(241,479)	n/a	tower developer reimbursement for incurred costs
Subtotal, Committed Revenue	211,775,000	140,827,355	70,947,645	66%	
Other					
Fund Balance from Previous Year	4,396,000	480,433	3,915,567	11%	
Subtotal, Other	4,396,000	480,433	3,915,567	11%	
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	141,307,788	82,363,212	63%	

	FY 2012-13 Operating Budget Amendment 3 ³	FY 2012-13 Operating Expenses & Revenues	Unexpended FY 2012-13 Budget	Percent Expended through Fiscal Year	Notes
OPERATING EXPENDITURES					
Professional & Specialized Services					
Temporary Terminal Facility Management & Security	1,134,000	970,025	163,975	86%	
Police Services as Needed	50,000	-	50,000	0%	
AC Transit Additional Operating Support & Staging Lease	2,658,000	2,309,172	348,828	87%	
Parking Control Officers	142,000	128,916	13,084	91%	
Utilities	45,000	37,374	7,626	83%	
Insurance	45,600	45,535	65	100%	
Operating Contingency	14,400	-	14,400	-	
Subtotal, Professional & Specialized Services	4,089,000	3,491,022	597,978	85%	
Reserves					
Operating Reserve	1,333,500	1,349,327	(15,827)	101%	
Subtotal, Reserves	1,333,500	1,349,327	(15,827)	101%	
TOTAL OPERATING EXPENDITURES	5,422,500	4,840,349	582,151	89%	
OPERATING REVENUE					
Regional Measure 2	4,089,000	3,491,022	597,978	85%	
AC Transit Reserve Contribution	995,500	995,308	192	100%	
Rents	288,000	303,744	(15,744)	105%	
Advertising, Interest, Other	50,000	50,275	(275)	101%	
Subtotal, Operating Revenue	5,422,500	4,840,349	582,151	89%	
TOTAL OPERATING REVENUE	5,422,500	4,840,349	582,151	89%	

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 and 2 and 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 Fourth Quarter (July 2012 to June 2013)

as of August 26, 2013

Purpose	Vendor	Contract Value	Accrued to June 30, 2013	Term	Funding Source	DBE Advisory	DBE Actual through June 30, 2013	SBE Goal	SBE Actual through June 30, 2013
Professional & Specialized Services									
Program Management / Program Controls	URS Corporation	Authorized: \$20,021,188 Total: \$28,400,000	\$19,122,712	7/1/11-6/30/14	AB1171, AC Transit, FRA	30%	33%	0%	47%
Downtown Extension Preliminary Engineering	Parsons Transportation Group	Authorized: \$1,243,087 Total: \$4,200,000	\$978,087	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	\$3,809,710	5/17/07-Bus Storage Warranty	RM-2, RTIP	16%	13%	0%	25%
Utility Relocation A&E Services	AECOM (formerly Metcalf & Eddy)	\$5,593,515	\$5,285,375	9/20/07-Utility Warranty	FRA, RM-2	20%	6%	0%	14%
Transit Center Bldg & Related Structures A&E Services	Pelli Clarke Pelli Architects	Authorized: \$150,058,465 Total: \$152,000,000	\$119,552,183	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.	\$1,710,000	\$834,000	6/26/12-6/25/16	AB1171	0%	0%	0%	0%
Commissioning Agent	Enovity Inc.	Authorized: \$271,585 Total: \$762,196	\$205,067	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	\$355,188	6/10/10-6/28/17	Prop K	20%	29%	37%	48%
Supplemental EIR/EIS Preparation Services	AECOM	\$1,300,000	\$143,137	11/26/12-11/25/14	FTA, Prop K	0%	20%	21%	21%
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
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

Report to Transbay Joint Powers Authority Board
Status of Purchase Orders and Contracts greater than \$25,000
Fiscal Year 2012-13 through Fourth Quarter (July 2012 to June 2013)

as of August 26, 2013

Purpose	Vendor	Contract Value	Accrued to June 30, 2013	Term	Funding Source	DBE Advisory	DBE Actual through June 30, 2013	SBE Goal	SBE Actual through June 30, 2013
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	AB1171	n/a	n/a	n/a	n/a
Lease Agreement	California Mission Street Partners	\$5,122,518	\$3,348,095	2003-2015	FTA, RTIP	n/a	n/a	n/a	n/a
Legal Bench 12-02		Authorized:							
General Counsel	Shute, Mihaly & Weinberger	\$2,378,000	\$1,516,944	9/1/12-8/31/17	FTA, developer contribution	0%	0%	100%	85%
Construction Counsel	Seyfarth Shaw	\$914,000	\$678,332	9/1/12-8/31/17	FRA, developer contribution	0%	0%	0%	0%
Labor Counsel	Renne Sloan Holtzman Sakai	\$75,000	\$50,480	9/1/12-8/31/17	FTA	0%	0%	0%	0%
Financial Counsel	Nixon Peabody	\$50,000	\$40,661	9/1/12-8/31/17	FTA	0%	0%	0%	0%
	Total Authorized:	\$3,417,000	Total Bench NTE:	\$8,000,000					
Retail Counsel	Sheppard Mullin Hampton & Richter	\$200,000	\$38,331	9/10/09-12/30/14	FTA	0%	0%	0%	0%
Legal Counsel	Thompson Coburn	Authorized: \$600,000 Total: \$1,000,000	\$409,261	11/1/10-10/31/15	FTA	0%	0%	0%	0%
Financial Consulting Services	Sperry Capital, Inc. (formerly Nancy Whelan Consulting)	\$4,284,920	\$1,306,968	3/1/11-2/28/16	FRA, FTA	30%	58%	72%	79%
Federal Advocacy Services	Chambers, Conlon & Hartwell	\$403,500	\$366,181	10/1/10-9/30/13	unrestricted revenue	n/a	0%	0%	0%
Federal Advocacy Services	Manatt, Phelps & Phillips (formerly Holland + Knight)	\$403,500	\$357,000	10/1/10-9/30/13	unrestricted revenue	n/a	0%	0%	0%
State Advocacy Services	Mercury Public Affairs	\$402,000	\$291,500	8/1/10-7/31/14	unrestricted revenue	n/a	0%	0%	0%
State Advocacy Services	Townsend Public Affairs	\$402,000	\$291,500	8/1/10-7/31/14	unrestricted revenue	n/a	0%	0%	0%
Integrated Financial System	New World Systems	\$409,577	\$281,085	2/21/08-6/30/18	FTA, RM-2	0%	0%	0%	0%
Public Relations & Community Outreach	Singer Associates	Authorized: \$540,000 Total: \$900,000	\$405,000	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	\$144,000	\$116,000	3/18/11-3/17/14	FTA	0%	0%	10%	9%

Report to Transbay Joint Powers Authority Board
Status of Purchase Orders and Contracts greater than \$25,000
Fiscal Year 2012-13 through Fourth Quarter (July 2012 to June 2013)

as of August 26, 2013

Purpose	Vendor	Contract Value	Accrued to June 30, 2013	Term	Funding Source	DBE Advisory	DBE Actual through June 30, 2013	SBE Goal	SBE Actual through June 30, 2013
Real Estate Related Professional Services									
Real Estate Appraiser	Carneghi-Blum & Partners	Authorized: \$174,853 Total: \$425,000	\$154,987	4/17/09-4/16/14	FTA, Prop K, RTIP	0%	0%	0%	0%
Goodwill Loss Appraisers	Desmond, Marcello & Amster	Authorized: \$24,611 Total: \$75,000	\$24,611	7/7/08-7/6/13	RTIP, FTA	0%	0%	0%	0%
Goodwill Loss Appraisers	Donna Desmond Associates	Authorized: \$34,333 Total: \$75,000	\$34,333	5/5/08-5/4/16	FTA, RTIP	0%	1%	0%	100%
Real Estate Transaction Title and Escrow Services	Chicago Title	\$300,000	\$170,089	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	\$570,105	10/1/08-9/30/16	Prop K	0%	0%	0%	0%
Property Management Services	Colliers International	\$96,750	\$84,842	as needed	FTA	n/a	n/a	n/a	n/a
On-Call Survey & Mapping Services	F3 & Associates	Authorized: \$131,384 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: \$28,694 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	\$133,000	\$103,000	8/1/11-7/31/16	FTA, Prop K	0%	0%	0%	0%
Real Estate Economics Advisory Services	Jones Lang LaSalle	\$47,050	\$7,050	4/23/12-4/22/17	FTA	0%	0%	0%	0%
Real Estate Economics Advisory Services	Seifel Consulting	\$195,000	\$146,704	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:	\$375,050	Total Bench NTE:	\$500,000					
Construction & Construction Management									
Construction Management Oversight	Turner Construction Company	Authorized: \$15,726,377 Total: \$38,500,000	\$14,166,335	6/28/10-6/27/16	AB1171, AC Transit, FRA, Prop K	35%	21%	35%	26%
Construction Manager/ General Contractor - TTC & Ramps	Webcor/Obayashi	Authorized Pre-Construction: \$22,053,512 of \$23,151,821; Authorized Construction: \$621,675,986	\$243,423,672	3/12/09-Completion	AB1171, AC Transit, FRA, AT&T/PG&E, Prop K, RM-2	17%	<1%	17%	13%

Report to Transbay Joint Powers Authority Board
Status of Purchase Orders and Contracts greater than \$25,000
Fiscal Year 2012-13 through Fourth Quarter (July 2012 to June 2013)

as of August 26, 2013

Purpose	Vendor	Contract Value	Accrued to June 30, 2013	Term	Funding Source	DBE Advisory	DBE Actual through June 30, 2013	SBE Goal	SBE Actual through June 30, 2013	
Construction Management - Bus Storage	Townsend Management	\$1,250,000	\$0	3 years from NTP	TBD	55%	0%	74%	0%	
Construction Labor Compliance Software	Elation Systems	Authorized: \$53,500 Total: \$57,500	\$53,500	9/15/08-9/14/14	FRA, Prop K, RM-2	0%	0%	0%	0%	
Purpose	Vendor	Contract Value	Accrued to June 30, 2013	Term	Funding Source	DBE Advisory	DBE Actual through June 30, 2013	SBE Goal	SBE Actual through June 30, 2013	
Operations										
Temporary Terminal Facility Manager	ABM Facility Services (formerly Linc)	\$5,542,812	\$2,845,848	8/20/09-12/31/14	RM-2	2%	3%	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%	23%	\$44,210,771	\$123,093,734
Federal Fiscal Years October 2010 - September 2013						8.3%	14%	22%	\$14,581,903	\$81,471,726
<i>*TJPA began tracking SBEs in FFY08-09</i>										
Agency	Contract or Budget Value	Accrued to June 30, 2013	Term	Funding Source	Notes					
Interagency Agreements										
California Department of Transportation (Caltrans)	\$300,000	\$162,456	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.					
Office of Community Investment & Infrastructure (successor to SF Redevelopment)	\$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 City Attorney	\$2,842,293	\$2,603,457	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 Department of Public Works	Authorized: \$854,568 Total: \$1,174,500	\$618,704	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: \$2,326,256 Total: \$5,393,677	\$2,010,280	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: \$671,836 Total: \$950,000	\$524,341	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	\$4,014,317	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	\$571,412	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 Fourth Quarter (July 2012 to June 2013)

as of August 26, 2013

Contract							Issued		Due Date		Funding Source		SBE Goal		Notes				
Invitations for Bids / Requests for Proposals																			
Glazing Design-Build		6/3/11		Fall/Winter 2013		AB1171		20%		Repackaging of exterior wall enclosure systems underway due to change to metal awning system (W-1) in lieu of glass. RFQ for bidders for W-1 issued June 25; qualifications due back July 30.									
Structural Concrete Superstructure		Fall 2013		Fall/Winter 2013		FRA		20%		Five bidders prequalified; bid issuance pending Fall 2013									
Curtain Walls and Glass Cladding		Fall 2013		Fall/Winter 2013		AB1171		20%		RFQ issued August 14, 2013; responses due September 10									
Exterior Awning (W-1)		Fall 2013		Fall/Winter 2013		AB1171		20%		Four bidders prequalified; bid issuance pending Fall 2013									
Bus Ramps		Fall 2013		Fall/Winter 2013		Land sales		20%		Seven bidders prequalified, bid issuance pending Fall 2013									
Program Management/ Program Controls		7/8/13		9/26/13		AB1171		45%		Contract award anticipated Spring 2014									
Purpose		Vendor		Award Value		Total Spent		Term		Funding Source		DBE Advisory		DBE Actual		SBE Goal		SBE Actual	
Contracts Completed 4/1/13 - 6/30/13																			
Machinery & Equipment Appraisers		Desmond, Marcello & Amster		Authorized: \$19,980 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%	

Transbay Joint Powers Authority
Investment & Interest Earnings Report¹
Fiscal Year 2013 4th Quarter

Depository	Investment Type	Date of Investment	Balance	4th Quarter Interest	Annualized Rate of Return
City Treasurer	Pooled Deposit on call	continuous	\$ 5,421,312	\$ 9,665	0.71%
U.S. Bank	Checking	continuous	\$ 1,500,508	\$ -	0.00%
Deutsche Bank	Trust Accounts	3/28/2013	\$ 190,422,116	\$ 49,604	0.10%

Deutsche Bank Trust Account Detail

	Maturity Date	Par Value	Carrying Value	Market Value	Yield to Maturity
Mutual Fund	n/a	\$ 467,714	\$ 467,714	\$ 467,714	0.00%
U.S. Treasury Note	6/30/2013	\$ 8,548,000	\$ 8,555,212	\$ 8,548,000	0.05%
U.S. Treasury Bill	7/18/2013	\$ 69,000	\$ 68,979	\$ 68,999	0.06%
U.S. Treasury Note	9/30/2013	\$ 6,905,000	\$ 7,011,812	\$ 6,956,788	0.06%
U.S. Treasury Note	12/31/2013	\$ 44,513,000	\$ 44,989,428	\$ 44,815,688	0.09%
U.S. Treasury Note	1/31/2014	\$ 128,352,000	\$ 130,136,895	\$ 129,564,926	0.17%
Totals		\$ 188,854,714	\$ 191,230,040	\$ 190,422,115	

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 6/30/13. TJPA holds securities until maturity.

Transbay Joint Powers Authority	
Inception to Date Capital Expenditures and Revenues	
As of June 30, 2013 (Unaudited)	
EXPENDITURES	INCEPTION TO DATE
<i>Salary and Benefits</i>	14,121,239
<i>Administration</i>	5,950,372
<i>Professional & Specialized Services</i>	
Transit Center/Bus Ramps Preliminary Engineering & Design	126,718,727
Temporary Terminal Preliminary Engineering & Design	3,263,825
Bus Storage Preliminary Engineering & Design	3,902,533
Utility Relocation Engineering & Design	5,381,392
Downtown Extension Preliminary Engineering & Design	25,958,564
Program Management/Program Control	74,809,472
Other Professional Services	35,258,229
<i>Subtotal, Professional & Specialized</i>	275,292,741
<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	27,630,600
Former Terminal and Ramps Demolition	15,748,484
Construction Management and Construction Management Oversight	14,771,958
Transit Center Building Construction	204,485,192
Utility Relocation Construction	17,900,766
<i>Subtotal, Construction & Construction Management</i>	303,015,817
<i>Right of Way</i>	
Property Acquisition	117,134,200
Professional Services (closing costs, relocation, etc.)	4,661,156
<i>Subtotal, Right of Way</i>	121,795,356
<i>Other (Caltrans Attorney Parking)</i>	261,058
TOTAL EXPENDITURES	720,436,584
REVENUES	
Federal Demonstration Section 1601	8,795,355
Federal High Priority Project 5309	24,529,989
Federal Projects of National & Regional Significance	11,455,312
Federal High Speed Intercity Passenger Rail	303,658,687
Federal Homeland Security Transit Security Grant	100,000
Federal Rail Relocation Grant	2,650,000
AC Transit Capital Contributions	5,996,788
AB 1171	58,187,002
Regional Measure 1	6,600,000
Regional Measure 2	143,192,186
Proposition K SF Sales Tax	116,706,303
Regional Transportation Improvement Program (RTIP)	10,153,000
San Mateo Sales Tax	23,359,514
SF Redevelopment Agency In-Kind Contribution	798,689
Developer Transaction Cost Contribution	632,577
Land Sales	409,334
Lease, Interest Income & Other Unrestricted	3,211,847
TOTAL REVENUES	720,436,584

Notes: Inception to Date capital outlay is based on payments made and reported in the LOGOS Financial System as of June 30, 2013 as well as accrued outstanding June 2013 invoices.

Revenues are based on revenue received and recorded in the LOGOS Financial System as of June 30, 2013 as well as receivables related to accrued expenditures.

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

Transbay Joint Powers Authority
Status of Program Reserve and Contingencies
through August 31, 2013

Date	Cost Trend Description	Design Contingency	Construction Contingency	CMGC Contingency	Program Reserve	Escalation	Revised Baseline Budget
	Phase 1 Revised Baseline Budget Amount (July 11, 2013)	\$8,202,244	\$62,424,103	\$36,400,000	\$87,530,701	\$30,284,540	\$1,899,000,000
	Transfers & Draws¹						
3/19/13	Credit Change Order - Various Utility Relocation Pkg Closeouts	\$ -	\$ -	\$ -	\$ 15,000	\$ -	\$ -
4/23/13	Change Order - Blind Spot Fence Changes (TG03)	\$ -	\$ (13,673)	\$ -	\$ -	\$ -	\$ -
5/22/13	Change Order - Demolish Pile Cap left after Demo (TG03)	\$ -	\$ (52,000)	\$ -	\$ -	\$ -	\$ -
6/24/13	Change Order - Safety Enhancements/1st & Fremont Sts. (TG03)	\$ -	\$ (5,350)	\$ -	\$ -	\$ -	\$ -
6/26/13	Change Order - Train Platform Pit Changes (TG03)	\$ -	\$ (375,000)	\$ -	\$ -	\$ -	\$ -
7/3/13	Change Order - Increase MUNI OCS Allowance (TG03)	\$ -	\$ (250,000)	\$ -	\$ -	\$ -	\$ -
7/3/13	Change Order - Change Geothermal Pipe Sleeve Material (TG06)	\$ -	\$ (3,154)	\$ -	\$ -	\$ -	\$ -
7/3/13	Change Order - Increase Hazardous Soil Allowance (TG03)	\$ -	\$ (1,000,000)	\$ -	\$ -	\$ -	\$ -
7/11/13	Cast Connex Amendment No. 1; increase to TTC Design Budget	\$ -	\$ -	\$ -	\$ (210,000)	\$ -	\$ -
7/19/13	Change Order - Beale St. Bridge Utility Hangers (TG03)	\$ -	\$ (79,922)	\$ -	\$ -	\$ -	\$ -
7/25/13	Chg Order - Addtl. Grounding/Change Waterproofing Detail (TG06)	\$ -	\$ (54,253)	\$ -	\$ -	\$ -	\$ -
7/31/13	Change Order - CDSM Wall Load Testing at Bridge (TG03)	\$ -	\$ (40,326)	\$ -	\$ -	\$ -	\$ -
7/31/13	Change Order - Additional Micropiles (TG03)	\$ -	\$ (306,907)	\$ -	\$ -	\$ -	\$ -
8/2/13	Power for Zone 3 & Removal of Power Skids 3 & 4	\$ -	\$ (44,613)	\$ -	\$ -	\$ -	\$ -
	Total Transfers/ Draws	\$ -	\$ (2,225,198)	\$ -	\$ (195,000)	\$ -	\$ -
	Phase 1 Baseline Budget Amount (August 31, 2013)	\$ 8,202,244	\$ 60,198,905	\$ 36,400,000	\$ 87,335,701	\$ 30,284,540	\$ 1,899,000,000

	Design Contingency	Construction Contingency	CMGC Contingency	Program Reserve	Escalation	Total Contingencies & Reserves
Summary of Total Program Contingencies & Reserve						
Phase 1 Revised Baseline Budget Contingencies & Reserve	\$ 8,202,244	\$ 62,424,103	\$ 36,400,000	\$ 87,530,701	\$ 30,284,540	\$ 224,841,588
Changes since adoption of Revised Baseline Budget ¹	\$ -	\$ (2,225,198)	\$ -	\$ (195,000)	\$ -	\$ (2,420,198)
Current Contingency & Reserve Balances (August 31, 2013)	\$ 8,202,244	\$ 60,198,905	\$ 36,400,000	\$ 87,335,701	\$ 30,284,540	\$ 222,421,390

¹ Trends were not processed during development of the Revised Baseline Budget adopted July 11, 2013, thus this report covers changes dating back to March 2013.