

# Memorandum

**To:** TJPA Board of Directors  
**From:** Maria Ayerdi-Kaplan, Executive Director  
**Date:** For the Board Meeting of January 9, 2014  
**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 2013-14 First Quarter Budget vs. Actual Financial Report (Unaudited)
2. Status of Purchase Orders and Contracts Greater than \$25,000 as of September 30, 2013
3. Quarterly Investment & Earnings Report as of September 30, 2013
4. Inception to September 30, 2013 Expenditures and Revenues (Unaudited)
5. Status of Program Reserve and Contingencies through November 30, 2013

This memorandum describes the reports.

## **1. FY 2013-14 First Quarter Budget vs. Actual Financial Report**

The TJPA Board approved the FY 2013-14 TJPA budgets in June 2013. There have been no amendments to either the capital budget or the operations budget.

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 2013-14 (July 1, 2013 through September 30, 2013) unaudited for both the capital and operating budgets. The FY 2013-14 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, 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 September 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 10% and the actual SBE commitment is 19%. Actual payments to DBEs and SBEs through the fourth quarter of Federal Fiscal Year 2012-13 (October 1, 2012 – September 30, 2013) were \$88.6 million.

### **3. Quarterly Investment & Earnings Report as of September 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 September 30, 2013, 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 U.S. Bank for Gross Sales Proceeds from former state parcels. At September 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.

### **4. Inception to September 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 September 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 issuance of the report shows draws from September 1 through November 30, 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 2013-14 Budget vs. Actual (Unaudited)**  
**as of 1st Quarter (July through September 2013)**

As of December 10, 2013

	FY 2013-14 Budget	FY 2013-14 Capital Outlay & Revenues	Unexpended FY 2013-14 Budget	Percent Expended through Fiscal Year	Notes
<b>EXPENDITURES <sup>1</sup></b>					
<b>Salaries &amp; Benefits</b>					
Salaries	2,166,000	508,993	1,657,007	23%	
Benefits	751,000	146,649	604,351	20%	
<b>Subtotal, Salaries &amp; Benefits</b>	<b>2,917,000</b>	<b>655,642</b>	<b>2,261,358</b>	<b>22%</b>	
<b>Administration</b>					
Rent	710,000	175,734	534,266	25%	
Insurance	88,000	80,534	7,466	92%	
Interest Expense	25,000	-	25,000	0%	
Office Expenses	92,000	4,070	87,930	4%	
Communications	77,000	17,870	59,130	23%	
Information Technology Support	46,000	3,937	42,063	9%	
Travel/Conferences	40,000	8,599	31,401	21%	
Professional Development	29,000	4,878	24,122	17%	
Board Expenses	10,000	696	9,304	7%	
Meeting Expenses	15,000	1,426	13,574	10%	
Benefits Administration/Payroll Services	19,000	4,187	14,813	22%	
Miscellaneous	33,000	985	32,015	3%	
<b>Subtotal, Administration</b>	<b>1,184,000</b>	<b>302,916</b>	<b>881,084</b>	<b>26%</b>	
<b>Professional &amp; Specialized Services</b>					
<b>Engineering &amp; Design Services</b>					
Program Management / Program Controls	9,279,000	1,537,381	7,741,619	17%	
Downtown Extension Preliminary Engineering & Design	400,000	142,820	257,180	36%	
Downtown Extension Interagency Coordination	277,000	-	277,000	0%	
Transit Center & Ramps Engineering & Design	11,804,000	2,740,367	9,063,633	23%	
Transit Center Traffic Signals	50,000	-	50,000	0%	
Transit Center Overhead Lines	250,000	-	250,000	0%	
Transit Center Commissioning Agent	200,000	27,461	172,539	14%	
Bus Ramps Design Reviews	30,000	5,563	24,437	19%	
Bus Storage Engineering & Design	1,166,000	-	1,166,000	0%	
Utility Relocation Engineering & Design	230,000	7,559	222,441	3%	
Environmental Consultant / Building and Soil Haz. Mat.	173,000	-	173,000	0%	
Archaeological Support Services	100,000	-	100,000	0%	
Public Art Program	500,000	-	500,000	0%	
Other Engineering & Design Services	1,223,000	-	1,223,000	0%	
<b>Permits and Fees</b>					
Transit Center Building & Ramps Permits & Fees	1,018,000	-	1,018,000	0%	
Bus Storage Permits & Fees	-	-	-	0%	
Utility Relocation Permits & Fees	-	71,739	(71,739)	n/a	
DTX Permits & Fees	10,000	-	10,000	0%	
Other Plan Checks / Permit Fees	51,000	-	51,000	0%	
<b>Real Estate Services</b>					
Property Management / Boarding	14,000	2,250	11,750	16%	
Appraisal Services	41,000	3,848	37,153	9%	
ALTA / Design Surveys	221,000	-	221,000	0%	
SF Redevelopment Successor Agency Administrative Fee	722,000	-	722,000	0%	
Miscellaneous Real Estate Services	50,000	-	50,000	0%	
<b>Construction Management</b>					
Construction Management & Oversight for Transit Center	8,416,000	1,594,844	6,821,156	19%	
Construction Management for Bus Storage	200,000	-	200,000	0%	
<b>Construction</b>					
Transit Center & Ramps CM/GC Pre-Construction Services	2,158,000	1,130,500	1,027,500	52%	
Transit Center Building & Ramps Construction	217,500,000	33,590,909	183,909,091	15%	
Utility Relocation Construction	2,522,000	(90,238)	2,612,238	-4%	adjustments for franchise work repaid by utilities
<b>Planning &amp; Environmental Analysis</b>					
Community Benefits District Formation	50,000	-	50,000	0%	
Economic and Real Estate Analysis	287,000	55,829	231,172	19%	
Environmental Review	1,000,000	72,499	927,502	7%	
Other Planning Studies	67,000	-	67,000	0%	
<b>Administration</b>					
Outside Legal Counsel & City Attorney	3,129,000	446,244	2,682,756	14%	
Financial & Grant Management	694,000	183,650	510,350	26%	
New Revenue Consultation	25,000	-	25,000	0%	
Accounting Software & Installation	20,000	15,980	4,020	80%	
Audit Services	50,000	-	50,000	0%	
Credit Rating Analysis	250,000	-	250,000	0%	
Loan Servicing Fees	14,000	-	14,000	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	506,000	123,008	382,992	24%	
Disadvantaged & Small Business Program	50,000	-	50,000	0%	
Other Intergovernmental Agreements	30,000	-	30,000	0%	
Other Consulting Assistance	50,000	11,500	38,500	23%	
<b>Subtotal, Professional &amp; Specialized Services</b>	<b>265,084,000</b>	<b>41,719,211</b>	<b>223,314,789</b>	<b>16%</b>	

	FY 2013-14 Budget	FY 2013-14 Capital Outlay & Revenues	Unexpended FY 2013-14 Budget	Percent Expended through Fiscal Year	Notes
<b>Right of Way Acquisition</b>					
Property Acquisition	9,536,000	-	9,536,000	0%	
Title/Closing Costs	34,000	-	34,000	0%	
Relocation Services Consultation	32,000	-	32,000	0%	
Relocation Services Assistance	579,000	-	579,000	0%	
Goodwill Loss Assistance	205,000	-	205,000	0%	
Other Right of Way Expenses	43,000	-	43,000	0%	
<b>Subtotal, Right of Way Acquisition</b>	<b>10,429,000</b>	<b>-</b>	<b>10,429,000</b>	<b>0%</b>	
<b>Other</b>					
Caltrans Attorney Parking	100,000	15,840	84,160	16%	
<b>Subtotal, Other</b>	<b>100,000</b>	<b>15,840</b>	<b>84,160</b>	<b>16%</b>	
<b>Reserves</b>					
Fiscal Reserve	2,750,000	-	2,750,000	0%	
Emergency Reserve	500,000	-	500,000	0%	
<b>Subtotal, Reserves</b>	<b>3,250,000</b>	<b>-</b>	<b>3,250,000</b>	<b>0%</b>	
<b>TOTAL EXPENDITURES + OTHER</b>	<b>282,964,000</b>	<b>42,693,609</b>	<b>240,270,391</b>	<b>15%</b>	
<b>CAPITAL REVENUE <sup>2</sup></b>					
<b>Committed Revenue</b>					
Federal Alternatives Analysis Grant	1,240,000	50,024	1,189,976	4%	
Federal Bus Facility & PNRS Grants	9,238,000	1,514,768	7,723,232	16%	
Federal High Speed and Intercity Passenger Rail Program	85,520,000	31,906,051	53,613,949	37%	
Regional Measure 2	1,831,000	50,304	1,780,696	3%	
AB1171 Bridge Tolls	18,665,000	5,763,698	12,901,302	31%	
Proposition K San Francisco Sales Tax	13,452,000	378,818	13,073,182	3%	
San Mateo County Sales Tax	129,000	-	129,000	0%	
AC Transit Capital Contribution	4,000,000	2,344,326	1,655,674	59%	
Land Sales Proceeds	140,561,000	547,248	140,013,752	0%	
Lease Income	62,000	19,011	42,989	31%	
Interest Income	39,000	49,739	(10,739)	128%	higher than expected due to trust investment earnings
<b>Subtotal, Committed Revenue</b>	<b>274,737,000</b>	<b>42,623,989</b>	<b>232,113,011</b>	<b>16%</b>	
<b>Planned Revenue</b>					
AC Transit Capital Contribution	4,297,000	-	4,297,000	0%	
<b>Subtotal, Planned Revenue</b>	<b>4,297,000</b>	<b>-</b>	<b>4,297,000</b>	<b>0%</b>	
<b>Other</b>					
Fund Balance from Previous Year	3,930,000	69,620	3,860,380	2%	
<b>Subtotal, Other</b>	<b>3,930,000</b>	<b>69,620</b>	<b>3,860,380</b>	<b>2%</b>	
<b>TOTAL REVENUE + OTHER</b>	<b>282,964,000</b>	<b>42,693,609</b>	<b>240,270,391</b>	<b>15%</b>	

	FY 2013-14 Operating Budget	FY 2013-14 Operating Expenses & Revenues	Unexpended FY 2013-14 Budget	Percent Expended through Fiscal Year	Notes
<b>OPERATING EXPENDITURES</b>					
<b>Professional &amp; Specialized Services</b>					
Temporary Terminal Facility Management & Security	1,169,000	213,753	955,247	18%	
Police Services as Needed	10,000	-	10,000	0%	
AC Transit Additional Operating Support & Staging Lease	2,207,000	-	2,207,000	0%	
Parking Control Officers	146,000	32,199	113,801	22%	
Utilities	41,000	6,767	34,233	17%	
Insurance	47,900	47,726	174	100%	
Operating Contingency	610,895	-	610,895	-	
<b>Subtotal, Professional &amp; Specialized Services</b>	<b>4,231,795</b>	<b>300,444</b>	<b>3,931,351</b>	<b>7%</b>	
<b>Reserves</b>					
Operating Reserve	1,381,100	90,175	1,290,925	7%	
<b>Subtotal, Reserves</b>	<b>1,381,100</b>	<b>90,175</b>	<b>1,290,925</b>	<b>7%</b>	
<b>TOTAL OPERATING EXPENDITURES</b>	<b>5,612,895</b>	<b>390,619</b>	<b>5,222,276</b>	<b>7%</b>	
<b>OPERATING REVENUE</b>					
Regional Measure 2	4,231,795	300,444	3,931,351	7%	
AC Transit Reserve Contribution	1,025,000	-	1,025,000	0%	
Rents	305,000	77,400	227,600	25%	
Advertising, Interest, Other	51,100	12,775	38,325	25%	
<b>Subtotal, Operating Revenue</b>	<b>5,612,895</b>	<b>390,619</b>	<b>5,222,276</b>	<b>7%</b>	
<b>TOTAL OPERATING REVENUE</b>	<b>5,612,895</b>	<b>390,619</b>	<b>5,222,276</b>	<b>7%</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.

**Transbay Joint Powers Authority**  
**Status of Purchase Orders and Contracts greater than \$25,000**  
**Fiscal Year 2013-14 through First Quarter (July 2013 to September 2013)**  
as of December 18, 2013

Purpose	Vendor	Contract Value	Accrued to September 30, 2013	Term	Funding Source	DBE Advisory	DBE Actual through September 30, 2013	SBE Goal	SBE Actual through September 30, 2013
<b>Professional &amp; Specialized Services</b>									
Program Management / Program Controls	URS Corporation	\$28,400,000	\$20,851,343	7/1/11-6/30/14	AB1171, AC Transit, FRA	30%	26%	0%	42%
Downtown Extension Preliminary Engineering	Parsons Transportation Group	Authorized: \$1,543,087 Total: \$4,200,000	\$1,120,907	7/1/11-6/30/14	Prop K	30%	2%	0%	2%
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	\$5,411,165	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: \$150,242,157 Total: \$152,000,000	\$122,071,851	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	\$1,019,700	6/26/12-6/25/16	AB1171	0%	0%	0%	0%
Commissioning Agent	Enovity Inc.	Authorized: \$337,585 Total: \$828,196	\$240,579	9/10/09-6/30/16	RM-2	5%	0%	90%	94%
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	\$215,635	11/26/12-11/25/14	FTA, Prop K	0%	33%	21%	34%
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
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

**Transbay Joint Powers Authority**  
**Status of Purchase Orders and Contracts greater than \$25,000**  
**Fiscal Year 2013-14 through First Quarter (July 2013 to September 2013)**  
as of December 18, 2013

Purpose	Vendor	Contract Value	Accrued to September 30, 2013	Term	Funding Source	DBE Advisory	DBE Actual through September 30, 2013	SBE Goal	SBE Actual through September 30, 2013
Lease Agreement	California Mission Street Partners	\$5,122,518	\$3,517,362	2003-2015	FTA, RTIP	n/a	n/a	n/a	n/a
<b>Legal Bench 12-02</b>		<b>Authorized:</b>							
General Counsel	Shute, Mihaly & Weinberger	\$2,378,000	\$1,867,214	9/1/12-8/31/17	FTA, developer contribution	0%	0%	100%	85%
Construction Counsel	Seyfarth Shaw	\$914,000	\$887,398	9/1/12-8/31/17	FRA, developer contribution	0%	0%	0%	0%
Labor Counsel	Renne Sloan Holtzman Sakai	\$158,373	\$144,016	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%
	<b>Total Authorized:</b>	<b>\$3,500,373</b>	<b>Total Bench NTE:</b>	<b>\$8,000,000</b>					
Retail Counsel	Sheppard Mullin Hampton & Richter	\$200,000	\$42,237	9/10/09-12/30/14	FTA	0%	0%	0%	0%
Legal Counsel	Thompson Coburn	Authorized: \$600,000 Total: \$1,000,000	\$421,115	11/1/10-10/31/15	FTA	0%	0%	0%	0%
Financial Consulting Services	Sperry Capital (formerly Nancy Whelan Consulting)	\$4,284,920	\$1,489,593	3/1/11-2/28/16	FRA, FTA	30%	<b>36%</b>	72%	63%
Federal Advocacy Services	Chambers, Conlon & Hartwell	\$403,500	\$402,189	10/1/10-9/30/15	unrestricted revenue	n/a	0%	0%	0%
Federal Advocacy Services	Manatt, Phelps & Phillips (formerly Holland + Knight)	\$403,500	\$393,000	10/1/10-9/30/15	unrestricted revenue	n/a	0%	0%	0%
State Advocacy Services	Mercury Public Affairs	\$402,000	\$317,000	8/1/10-7/31/14	unrestricted revenue	n/a	0%	0%	0%
State Advocacy Services	Townsend Public Affairs	\$402,000	\$317,000	8/1/10-7/31/14	unrestricted revenue	n/a	0%	0%	0%
Integrated Financial System	New World Systems	\$409,577	\$297,065	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	\$450,000	4/1/11-3/31/16	FTA	18%	0%	40%	<b>100%</b>
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%

**Transbay Joint Powers Authority**  
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**Fiscal Year 2013-14 through First Quarter (July 2013 to September 2013)**  
as of December 18, 2013

Purpose	Vendor	Contract Value	Accrued to September 30, 2013	Term	Funding Source	DBE Advisory	DBE Actual through September 30, 2013	SBE Goal	SBE Actual through September 30, 2013
<b>Real Estate Related Professional Services</b>									
Real Estate Appraiser	Carneghi-Blum & Partners	Authorized: \$174,853 Total: \$425,000	\$158,835	4/17/09-4/16/14	FTA, Prop K, RTIP	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	\$87,092	as needed	FTA	n/a	n/a	n/a	n/a
On-Call Survey & Mapping Services	F3 & Associates	Authorized: \$142,044 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%
<b>Real Estate Bench 11-03</b>		<b>Authorized:</b>							
Real Estate Economics Advisory Services	The Concord Group	\$145,493	\$132,993	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	\$172,540	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%
	<b>Total Authorized:</b>	<b>\$387,543</b>	<b>Total Bench NTE:</b>	<b>\$500,000</b>					
<b>Construction &amp; Construction Management</b>									
Construction Management Oversight	Turner Construction Company	Authorized: \$21,886,335 Total: \$38,500,000	\$17,139,417	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: \$25,301,362 of \$25,399,671; Authorized Construction: \$622,057,603	\$308,020,582	3/12/09-Completion	AB1171, AC Transit, FRA, AT&T/PG&E, Prop K, RM-2	17%	1%	17%	13%
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: \$67,500 Total: \$102,500	\$59,500	9/15/08-9/14/14	FRA, Prop K, RM-2	0%	0%	0%	0%

**Transbay Joint Powers Authority**  
**Status of Purchase Orders and Contracts greater than \$25,000**  
**Fiscal Year 2013-14 through First Quarter (July 2013 to September 2013)**  
as of December 18, 2013

Purpose	Vendor	Contract Value	Accrued to September 30, 2013	Term	Funding Source	DBE Advisory	DBE Actual through September 30, 2013	SBE Goal	SBE Actual through September 30, 2013		
<b>Operations</b>											
Temporary Terminal Facility Manager	ABM Facility Services (formerly Linc)	\$5,542,812	\$3,059,601	8/20/09-12/31/14	RM-2	2%	3%	15%	8%		
<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	13%	21%	\$48,046,696	\$130,259,409
Federal Fiscal Years October 2010 - September 2013							8.3%	10%	19%	\$18,417,828	\$88,637,401
<i>*TJPA began tracking SBEs in FFY08-09</i>											
Agency	Contract or Budget Value	Accrued to September 30, 2013	Term	Funding Source	Notes						
<b>Interagency Agreements</b>											
California Department of Transportation (Caltrans)	\$300,000	\$189,313	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	\$2,606,894	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: \$827,185 Total: \$1,174,500	\$628,013	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: \$2,759,172 Total: \$5,393,677	\$2,052,782	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	\$644,610	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.						

**Transbay Joint Powers Authority**  
**Status of Purchase Orders and Contracts greater than \$25,000**  
**Fiscal Year 2013-14 through First Quarter (July 2013 to September 2013)**  
as of December 18, 2013

Contract	Issued	Due Date	Funding Source	SBE Goal	Notes				
<b>Invitations for Bids / Requests for Proposals</b>									
Glazing Design-Build	6/3/11	1/30/14	AB1171	20%	Two pre-qualified bidders				
Structural Concrete Superstructure	11/7/13	2/11/13	FRA	20%	Five pre-qualified bidders				
Exterior Awning (W-1)	11/7/13	1/30/14	AB1171	20%	Four pre-qualified bidders				
Bus Ramps	11/12/13	2/6/14	Land sales	20%	Seven pre-qualified bidders				
Program Management/ Program Controls	7/8/13	9/26/13	AB1171	45%	In negotiations				
Safety and Security Concept of Operations	9/27/13	12/2/13	FTA, TBD	0%	Five proposals received; three firms interviewed; in negotiations				
Purpose	Vendor	Award Value	Total Spent	Term	Funding Source	DBE Advisory	DBE Actual	SBE Goal	SBE Actual
<b>Contracts Completed 7/1/13 - 9/30/13</b>									
Goodwill Loss Appraisers	Desmond, Marcello & Amster	Authorized: \$32,500 Total: \$75,000	\$24,611	7/7/08- 7/6/13	FTA, RTIP	0%	0%	0%	0%

**Transbay Joint Powers Authority**  
**Investment & Interest Earnings Report<sup>1</sup>**  
**Fiscal Year 2014 1st Quarter**

<b>Depository</b>	<b>Investment Type</b>	<b>Date of Investment</b>	<b>Balance</b>	<b>1st Quarter Interest</b>	<b>Annualized Rate of Return</b>
City Treasurer	Pooled Deposit on call	continuous	\$ 5,430,792	\$ 9,480	0.70%
U.S. Bank	Checking	continuous	\$ 1,424,254	\$ -	0.00%
U.S. Bank	Trust Accounts	3/28/2013	\$ 191,183,632	\$ 40,509	0.08%

**U.S. 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>
Mutual Fund	n/a	\$ 16,803,018	\$ 16,803,018	\$ 16,803,018	0.00%
U.S. Treasury Note	12/31/2013	\$ 44,513,000	\$ 44,815,688	\$ 44,672,802	0.09%
U.S. Treasury Note	1/31/2014	\$ 128,352,000	\$ 129,564,926	\$ 129,078,472	0.17%
<b>Totals</b>		<b>\$ 189,668,018</b>	<b>\$ 191,183,632</b>	<b>\$ 190,554,292</b>	

<sup>1</sup> Per California Government Code Section 53646(b)(2), the TJPA investment portfolio is in compliance with the TJPA Investment Policy.

<sup>2</sup> Source of Market Value is U.S. Bank portfolio statement issued for 9/30/13. TJPA holds securities until maturity.

**Transbay Joint Powers Authority**  
**Inception to Date Capital Expenditures and Revenues**  
**As of September 30, 2013 (Unaudited)**

<b>EXPENDITURES</b>	<b>INCEPTION TO DATE</b>
<i>Salary and Benefits</i>	14,782,146
<i>Administration</i>	6,379,664
 <i>Professional &amp; Specialized Services</i>	
Transit Center/Bus Ramps Preliminary Engineering & Design	129,492,118
Temporary Terminal Preliminary Engineering & Design	3,263,825
Bus Storage Preliminary Engineering & Design	3,902,533
Utility Relocation Engineering & Design	5,388,950
Downtown Extension Preliminary Engineering & Design	26,101,384
Program Management/Program Control	77,111,286
Other Professional Services	36,396,075
<b>Subtotal, Professional &amp; Specialized</b>	<b>281,656,171</b>
 <i>Construction &amp; 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	28,832,839
Former Terminal and Ramps Demolition	15,748,484
Construction Management and Construction Management Oversight	16,366,802
Transit Center Building Construction	239,566,293
Utility Relocation Construction	18,000,990
<b>Subtotal, Construction &amp; Construction Management</b>	<b>340,994,225</b>
 <i>Right of Way</i>	
Property Acquisition	117,134,200
Professional Services (closing costs, relocation, etc.)	4,667,254
<b>Subtotal, Right of Way</b>	<b>121,801,454</b>
 <i>Other (Caltrans Attorney Parking)</i>	<b>284,818</b>
<b>TOTAL EXPENDITURES</b>	<b>765,898,478</b>
 <b>REVENUES</b>	
Federal Demonstration Section 1601	8,795,355
Federal High Priority Project 5309	24,891,705
Federal Projects of National & Regional Significance	12,981,586
Federal High Speed Intercity Passenger Rail	336,687,597
Federal Homeland Security Transit Security Grant	100,000
Federal Rail Relocation Grant	2,650,000
AC Transit Capital Contributions	8,341,114
AB 1171	64,715,133
Regional Measure 1	6,600,000
Regional Measure 2	143,242,491
Proposition K SF Sales Tax	117,085,121
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	1,514,376
Lease, Interest Income & Other Unrestricted	3,350,218
<b>TOTAL REVENUES</b>	<b>765,898,478</b>

Notes: Inception to Date capital outlay is based on payments made and reported in the LOGOS Financial System as of September 30, 2013 as well as accrued outstanding September 2013 invoices.  
Revenues are based on revenue received and recorded in the LOGOS Financial System as of September 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 November 30, 2013**

Date	Cost Trend Description	Design Contingency	Construction Contingency	CMGC Contingency	Program Reserve	Escalation	Revised Baseline Budget
	<b>Phase 1 Revised Baseline Budget Amount as of 9/1/13</b>	<b>\$8,202,244</b>	<b>\$60,198,905</b>	<b>\$36,400,000</b>	<b>\$87,335,701</b>	<b>\$30,284,540</b>	<b>\$1,899,400,000</b>
	<b>Transfers &amp; Draws</b>						
8/5/13	Additional Trade Package - Remove 301 Mission Interim Wall		\$ (600,000)				
8/23/13	Change Order - Various BSE Negotiated Items (TG03)		\$ (127,056)				
9/10/13	Change Order - Modify Cast Node Tooling (Bradken)		\$ (5,695)				
10/2/13	Credit Change Order - Closeout Soil/10B Allowances (TG04.6)		\$ 109,432				
10/16/13	Change Orders - BSE archaeological/security gate additions		\$ (4,358)				
	<b>Total Transfers/Draws</b>	<b>\$ -</b>	<b>\$ (627,677)</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>
	<b>Phase 1 Baseline Budget Amount (November 30, 2013)</b>	<b>\$8,202,244</b>	<b>\$59,571,228</b>	<b>\$36,400,000</b>	<b>\$87,335,701</b>	<b>\$30,284,540</b>	<b>\$1,899,400,000</b>

**Summary of Total Program Contingencies & Reserve**

Beginning Contingencies & Reserve Balance (9/1/13)

Changes since Previous Report (8/31/13)

Current Contingency & Reserve Balances (11/30/13)

Design Contingency	Construction Contingency	CMGC Contingency	Program Reserve	Escalation	Total Contingencies & Reserve
\$ 8,202,244	\$ 60,198,905	\$ 36,400,000	\$ 87,335,701	\$ 30,284,540	\$ 222,421,390
\$ -	\$ (627,677)	\$ -	\$ -	\$ -	\$ (627,677)
<b>\$ 8,202,244</b>	<b>\$ 59,571,228</b>	<b>\$ 36,400,000</b>	<b>\$ 87,335,701</b>	<b>\$ 30,284,540</b>	<b>\$ 221,793,713</b>