

Memorandum

To: TJPA Board of Directors
From: Maria Ayerdi-Kaplan, Executive Director
Date: For the Board Meeting of March 13, 2014
Re: Transbay Joint Powers Authority Quarterly Reports

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

1. FY 2013-14 Second Quarter Budget vs. Actual Financial Report (Unaudited)
2. Status of Purchase Orders and Contracts Greater than \$25,000 as of December 31, 2013
3. Quarterly Investment & Earnings Report as of December 31, 2013
4. Inception to December 31, 2013 Expenditures and Revenues (Unaudited)
5. Status of Program Reserve and Contingencies through February 28, 2014

This memorandum describes the reports.

1. FY 2013-14 Second Quarter Budget vs. Actual Financial Report

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

Accounting reports have been summarized to show budget versus actual amounts for expenditures and revenues through the end of the second quarter of the fiscal year 2013-14 (July 1, 2013 through December 31, 2013) unaudited for both the capital and operating budgets. The FY 2013-14 second 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, 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 December 31, 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, 2013, which has been calculated based on FTA-funded contracts planned to be awarded during the three year time period, is 14.8%. No contracts have been awarded thus far. Actual payments to DBEs and SBEs through the first quarter of Federal Fiscal Year 2013-14 (October 1, 2013 – December 31, 2013) were \$1.2 million.

3. Quarterly Investment & Earnings Report as of December 31, 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 December 31, 2013, interest earnings from the City Treasurer's Pool were \$12,273. The annualized rate of return for the quarter was .90% with an ending cash balance in the pool of \$5,439,857. Following the end of the quarter, TJPA transferred an additional \$1.3 million to the City Treasurer's Pool to be held for the Operating Reserve.

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. As noted above, \$1.3 million was transferred out of the bank account to the City Treasurer's Pool following the date of this report.

The TJPA has a trust account with U.S. Bank for Gross Sales Proceeds from former state parcels. At December 31, TJPA held \$173,352,000 (par value) of U.S. Treasury Notes and Bills that mature on a rolling quarterly basis, plus a money market fund balance of \$44,807,132 for projected upcoming disbursements in order to avoid penalties for selling any investments before maturity. The majority of the U.S. Treasury Notes that matured on January 31 were re-invested in U.S. Treasuries. Further details on investments are shown in Attachment 3.

4. Inception to December 31, 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 December 31, 2013. Summary level information is provided by major expenditure category and revenue source.

5. Status of Program Reserve and Contingencies

This report (Attachment 5) provides detail on any draws on Program Reserve and/or contingencies over the past three months. This issuance of the report shows draws from December 1 through February 28, 2014; 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 2nd Quarter (July through December 2013)

As of February 14, 2014

	FY 2013-14 Budget Amendment 1 ³	FY 2013-14 1st-2nd Quarter Capital Outlay & Revenues	Unexpended FY 2013-14 Budget	Percent Expended through 2nd Quarter	Notes
EXPENDITURES¹					
Salaries & Benefits					
Salaries	2,166,000	1,050,783	1,115,217	49%	
Benefits	751,000	334,662	416,338	45%	
Subtotal, Salaries & Benefits	2,917,000	1,385,446	1,531,554	47%	
Administration					
Rent	710,000	346,691	363,309	49%	
Insurance	88,000	75,819	12,181	86%	
Interest Expense	25,000	-	25,000	0%	
Office Expenses	92,000	32,736	59,264	36%	
Communications	77,000	29,832	47,168	39%	
Information Technology Support	46,000	23,000	23,000	50%	
Travel/Conferences	40,000	18,249	21,751	46%	
Professional Development	29,000	10,790	18,210	37%	
Board Expenses	10,000	5,246	4,755	52%	
Meeting Expenses	15,000	1,831	13,169	12%	
Benefits Administration/Payroll Services	19,000	8,433	10,567	44%	
Miscellaneous	33,000	4,928	28,072	15%	
Subtotal, Administration	1,184,000	557,555	626,445	47%	
Professional & Specialized Services					
Engineering & Design Services					
Program Management / Program Controls	9,279,000	3,784,823	5,494,177	41%	
Downtown Extension Preliminary Engineering & Design	400,000	255,460	144,540	64%	
Downtown Extension Interagency Coordination	277,000	-	277,000	0%	
Transit Center & Ramps Engineering & Design	11,804,000	5,446,460	6,357,540	46%	
Transit Center Traffic Signals	50,000	-	50,000	0%	
Transit Center Overhead Lines	250,000	-	250,000	0%	
Transit Center Commissioning Agent	200,000	46,118	153,882	23%	
Bus Ramps Design Reviews	30,000	10,468	19,532	35%	
Bus Storage Engineering & Design	1,166,000	16,388	1,149,612	1%	
Utility Relocation Engineering & Design	230,000	134,330	95,670	58%	
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	11,280	488,720	2%	
Other Engineering & Design Services	1,223,000	-	1,223,000	0%	
Permits and Fees					
Transit Center Building & Ramps Permits & Fees	918,000	2,454	915,546	0%	
Utility Relocation Permits & Fees	100,000	84,522	15,478	85%	
DTX Permits & Fees	10,000	-	10,000	0%	
Other Plan Checks / Permit Fees	51,000	-	51,000	0%	
Real Estate Services					
Property Management / Boarding	14,000	4,500	9,500	32%	
Appraisal Services	41,000	7,380	33,620	18%	
ALTA / Design Surveys	221,000	3,989	217,011	2%	
SF Redevelopment Successor Agency Administrative Fee	722,000	60,494	661,506	8%	
Miscellaneous Real Estate Services	50,000	-	50,000	0%	
Construction Management					
Construction Management & Oversight for Transit Center	8,416,000	3,633,103	4,782,897	43%	
Construction Management for Bus Storage	50,000	-	50,000	0%	
Construction Dispute Resolution Services	150,000	53,024	96,976	35%	
Construction					
Transit Center & Ramps CM/GC Pre-Construction Services	6,100,000	2,766,343	3,333,657	45%	
Transit Center Building & Ramps Construction	213,558,000	67,854,567	145,703,433	32%	
Utility Relocation Construction	2,522,000	229,237	2,292,763	9%	
Planning & Environmental Analysis					
Community Benefits District Formation	50,000	-	50,000	0%	
Economic and Real Estate Analysis	287,000	83,038	203,962	29%	
Environmental Review	1,000,000	132,137	867,863	13%	
Other Planning Studies	67,000	9,153	57,847	14%	
Administration					
Outside Legal Counsel & City Attorney	3,129,000	1,296,969	1,832,031	41%	
Financial & Grant Management	694,000	339,193	354,807	49%	
New Revenue Consultation	25,000	-	25,000	0%	
Accounting Software & Installation	20,000	15,980	4,020	80%	
Audit Services	50,000	28,000	22,000	56%	
Credit Rating Analysis	250,000	-	250,000	0%	
Loan Servicing Fees	89,000	62,485	26,515	70%	
TIFIA Project Monitoring	-	-	-	n/a	
Trustee Account Services	2,000	500	1,500	25%	
Community & Public Relations	180,000	90,000	90,000	50%	
Legislative Services	506,000	251,217	254,783	50%	
Disadvantaged & Small Business Program	50,000	-	50,000	0%	
Other Intergovernmental Agreements	30,000	-	30,000	0%	
Other Consulting Assistance	50,000	13,000	37,000	26%	
Subtotal, Professional & Specialized Services	265,084,000	86,726,611	178,307,389	33%	

	FY 2013-14 Budget Amendment 1	FY 2013-14 1st-2nd Quarter Capital Outlay & Revenues	Unexpended FY 2013-14 Budget	Percent Expended through 2nd Quarter	Notes
Right of Way Acquisition					
Property Acquisition	9,536,000	-	9,536,000	0%	
Title/Closing Costs	34,000	-	34,000	0%	
Relocation Services Consultation	32,000	6,725	25,275	21%	
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%	
Subtotal, Right of Way Acquisition	10,429,000	6,725	10,422,275	0%	
Other					
Caltrans Attorney Parking	100,000	39,600	60,400	40%	
Subtotal, Other	100,000	39,600	60,400	40%	
Reserves					
Fiscal Reserve	2,750,000	-	2,750,000	0%	
Emergency Reserve	500,000	-	500,000	0%	
Subtotal, Reserves	3,250,000	-	3,250,000	0%	
TOTAL EXPENDITURES + OTHER	282,964,000	88,715,936	194,248,064	31%	

CAPITAL REVENUE ²

	FY 2013-14 Operating Budget	FY 2013-14 1st-2nd Quarter Operating Expenses & Revenues	Unexpended FY 2013-14 Budget	Percent Expended through 2nd Quarter	Notes
Committed Revenue					
Federal Alternatives Analysis Grant	1,240,000	91,174	1,148,826	7%	
Federal Bus Facility & PNRs Grants	9,238,000	3,387,070	5,850,930	37%	
Federal High Speed and Intercity Passenger Rail Program	85,120,000	44,890,997	40,229,003	53%	
Regional Measure 1	18,153,000	2,018,658	16,134,342	11%	
Regional Measure 2	1,831,000	91,236	1,739,764	5%	
AB1171 Bridge Tolls	43,881,000	29,346,193	14,534,807	67%	
Proposition K San Francisco Sales Tax	13,452,000	533,466	12,918,534	4%	
San Mateo County Sales Tax	-	-	-	n/a	
AC Transit Capital Contribution	4,000,000	3,846,714	153,286	96%	
Land Sales Proceeds	97,321,000	3,850,802	93,470,198	4%	
Lease Income	62,000	45,208	16,792	73%	
Interest Income	200,000	97,897	102,103	49%	
Reimbursements by Others (Private Utilities, Adjacent Prop. Developers)	400,000	298,072	101,928	75%	
Subtotal, Committed Revenue	274,898,000	88,497,486	186,400,514	32%	
Planned Revenue					
AC Transit Capital Contribution	4,297,000	-	4,297,000	0%	
Subtotal, Planned Revenue	4,297,000	-	4,297,000	0%	
Other					
Fund Balance from Previous Year	3,769,000	218,450	3,550,550	5%	
Subtotal, Other	3,769,000	218,450	3,550,550	6%	
TOTAL REVENUE + OTHER	282,964,000	88,715,936	194,248,064	31%	

	FY 2013-14 Operating Budget	FY 2013-14 1st-2nd Quarter Operating Expenses & Revenues	Unexpended FY 2013-14 Budget	Percent Expended through 2nd Quarter	Notes
OPERATING EXPENDITURES					
Professional & Specialized Services					
Temporary Terminal Facility Management & Security	1,169,000	444,201	724,799	38%	
Police Services as Needed	10,000	-	10,000	0%	
AC Transit Additional Operating Support & Staging Lease	2,207,000	676,011	1,530,989	31%	
Parking Control Officers	146,000	60,534	85,466	41%	
Utilities	41,000	16,972	24,028	41%	
Insurance	47,900	47,726	174	100%	
Operating Contingency	610,895	-	610,895	-	
Subtotal, Professional & Specialized Services	4,231,795	1,245,444	2,986,351	29%	
Reserves					
Operating Reserve	1,381,100	1,077,955	303,145	78%	
Subtotal, Reserves	1,381,100	1,077,955	303,145	78%	
TOTAL OPERATING EXPENDITURES	5,612,895	2,323,399	3,289,496	41%	
OPERATING REVENUE					
Regional Measure 2	4,231,795	1,245,444	2,986,351	29%	
AC Transit Reserve Contribution	1,025,000	870,941	154,059	85%	
Rents	305,000	181,464	123,536	59%	
Advertising, Interest, Other	51,100	25,550	25,550	50%	
Subtotal, Operating Revenue	5,612,895	2,323,399	3,289,496	41%	
TOTAL OPERATING REVENUE	5,612,895	2,323,399	3,289,496	41%	

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 Amendment 1 approved by Executive Director under TJPA Budget Policy.

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

as of February 25, 2014

Purpose	Vendor	Contract Value	Accrued to December 31, 2013	Term	Funding Source	DBE Advisory	DBE Actual through December 31, 2013	SBE Goal	SBE Actual through December 31, 2013
Professional & Specialized Services									
Program Management / Program Controls	URS Corporation	\$28,400,000	\$23,026,665	7/1/11-6/30/14	AB1171, AC Transit, FRA	30%	26%	0%	41%
Downtown Extension Preliminary Engineering	Parsons Transportation Group	Authorized: \$1,543,087 Total: \$4,200,000	\$1,233,547	7/1/11-6/30/14	Prop K	30%	2%	0%	2%
Bus Storage A&E Services	Jacobs (formerly Carter & Burgess)	Authorized: \$5,375,379 Total: \$5,748,379	\$4,186,745	5/17/07- Bus Storage Warranty	RM-2, RTIP	16%	12%	0%	24%
Utility Relocation A&E Services	AECOM (formerly Metcalf & Eddy)	\$5,593,515	\$5,411,165	9/20/07- Utility Warranty	FRA, RM-2	20%	7%	0%	15%
Transit Center Bldg & Related Structures A&E Services	Pelli Clarke Pelli Architects	Authorized: \$131,196,575 Total: \$152,000,000	\$124,607,519	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	\$1,128,900	6/26/12-6/25/16	AB1171	0%	0%	0%	0%
Commissioning Agent	Enovity Inc.	Authorized: \$337,585 Total: \$828,196	\$269,761	9/10/09-6/30/16	RM-2	5%	0%	90%	100%
Environmental Consulting Services During Construction	Langan Environmental (formerly Treadwell & Rollo)	Authorized: \$384,850 Total: \$650,000	\$355,188	6/10/10-7/28/17	Prop K	20%	29%	37%	48%
Supplemental EIR/EIS Preparation Services	AECOM	\$1,300,000	\$275,274	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 Second Quarter (July 2013 to December 2013)
as of February 25, 2014

Purpose	Vendor	Contract Value	Accrued to December 31, 2013	Term	Funding Source	DBE Advisory	DBE Actual through December 31, 2013	SBE Goal	SBE Actual through December 31, 2013
Lease Agreement	California Mission Street Partners	\$5,122,518	\$4,185,837	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	\$2,249,337	9/1/12-8/31/17	FTA, developer contribution	0%	0%	100%	87%
Construction Counsel	Seyfarth Shaw	\$1,514,000	\$1,167,941	9/1/12-8/31/17	FRA, developer contribution	0%	0%	0%	0%
Labor Counsel	Renne Sloan Holtzman Sakai	\$158,373	\$152,305	9/1/12-8/31/17	FTA	0%	0%	0%	0%
Financial Counsel	Nixon Peabody	\$100,000	\$63,211	9/1/12-8/31/17	FTA	0%	0%	0%	0%
	Total Authorized:	\$4,150,373	Total Bench NTE:	\$8,000,000					
Retail Counsel	Sheppard Mullin Hampton & Richter	\$200,000	\$45,985	9/10/09-12/30/14	FTA	0%	0%	0%	0%
Legal Counsel	Thompson Coburn	Authorized: \$600,000 Total: \$1,000,000	\$436,167	11/1/10-10/31/15	FTA	0%	0%	0%	0%
Financial Consulting Services	Sperry Capital (formerly Nancy Whelan Consulting)	\$4,284,920	\$1,641,999	3/1/11-2/28/16	FRA, FTA	30%	35%	72%	64%
Federal Advocacy Services	Chambers, Conlon & Hartwell	\$708,500	\$441,898	10/1/10-9/30/15	unrestricted revenue	n/a	0%	0%	0%
Federal Advocacy Services	Manatt, Phelps & Phillips (formerly Holland + Knight)	\$708,500	\$430,500	10/1/10-9/30/15	unrestricted revenue	n/a	0%	0%	0%
State Advocacy Services	Mercury Public Affairs	\$402,000	\$342,500	8/1/10-7/31/14	unrestricted revenue	n/a	0%	0%	0%
State Advocacy Services	Townsend Public Affairs	\$402,000	\$342,500	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	\$495,000	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	\$144,000	3/18/11-3/17/14	FTA	0%	0%	10%	14%

Transbay Joint Powers Authority
Status of Purchase Orders and Contracts greater than \$25,000
Fiscal Year 2013-14 through Second Quarter (July 2013 to December 2013)
as of February 25, 2014

Purpose	Vendor	Contract Value	Accrued to December 31, 2013	Term	Funding Source	DBE Advisory	DBE Actual through December 31, 2013	SBE Goal	SBE Actual through December 31, 2013
Real Estate Related Professional Services									
Real Estate Appraiser	Carneghi-Blum & Partners	Authorized: \$174,853 Total: \$425,000	\$162,368	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	\$576,830	10/1/08-9/30/16	Prop K	0%	0%	0%	0%
Property Management Services	Colliers International	\$96,750	\$89,342	as needed	FTA	n/a	n/a	n/a	n/a
On-Call Survey & Mapping Services	F3 & Associates	Authorized: \$142,044 Total: \$390,000	\$115,374	1/20/11-1/19/18	FRA, Prop K	15%	0%	100%	100%
On-Call Survey & Mapping Services	Luk and Associates	Authorized: \$46,760 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	\$153,493	\$145,493	8/1/11-7/31/16	FTA, Prop K	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	\$204,000	\$186,123	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:	\$364,543	Total Bench NTE:	\$500,000					
Construction & Construction Management									
Construction Management Oversight	Turner Construction Company	Authorized: \$21,886,335 Total: \$38,500,000	\$17,791,969	6/28/10-6/27/16	AB1171, AC Transit, FRA, Prop K	35%	21%	35%	27%
Construction Manager/ General Contractor - TTC & Ramps	Webcor/Obayashi	Authorized Pre-Construction: \$27,728,362 of \$31,191,821; Authorized Construction: \$622,197,308	\$328,292,532	3/12/09-Completion	AB1171, AC Transit, FRA, AT&T/PG&E, Prop K, RM-2, Adj. Prop. Developer Reimbursements	17%	1%	17%	12%
Construction Management Bus Storage	Townsend Management	\$1,250,000	\$0	3 years from NTP	TBD	55%	n/a	74%	n/a
Construction Labor Compliance Software	Elation Systems	Authorized: \$67,500 Total: \$102,500	\$59,500	9/15/08-12/31/17	FRA, Prop K, RM-2	0%	0%	0%	0%

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Operations											
Temporary Terminal Facility Manager	ABM Facility Services (formerly Linc)	\$5,542,812	\$3,290,027	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	13%	21%	\$49,950,725	\$130,516,363
Federal Fiscal Years October 2013 - September 2016							14.8%	0%	0%	\$694,345	\$1,223,509
<small>*TJPA began tracking SBEs in FFY08-09</small>											
Agency	Contract or Budget Value	Accrued to December 31, 2013	Term	Funding Source	Notes						
Interagency Agreements											
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)	\$1,841,962	\$1,339,094	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 5, 8 and 9.						
SF City Attorney	\$2,842,293	\$2,614,680	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	\$629,406	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	\$2,137,027	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	\$705,665	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
Investment & Interest Earnings Report¹
Fiscal Year 2014 2nd Quarter

Depository	Investment Type	Date of Investment	Balance	2nd Quarter Interest	Annualized Rate of Return
City Treasurer	Pooled Deposit on call	continuous	\$ 5,439,857	\$ 12,273	0.90%
U.S. Bank	Checking	continuous	\$ 1,814,363	\$ -	0.00%
U.S. Bank	Trust Accounts	3/28/2013	\$ 219,367,758	\$ 39,457	0.07%

U.S. Bank Trust Account Detail

	Maturity Date	Par Value	Carrying Value	Market Value²	Yield to Maturity
Mutual Fund	n/a	\$ 44,807,132	\$ 44,807,132	\$ 44,807,132	0.00%
U.S. Treasury Bills	3/27/2014	\$ 45,000,000	\$ 44,995,700	\$ 44,993,250	0.07%
U.S. Treasury Notes	1/31/2014	\$ 128,352,000	\$ 129,564,926	\$ 128,522,708	0.17%
Totals		\$ 218,159,132	\$ 219,367,758	\$ 218,323,090	

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 U.S. Bank portfolio statement issued for 12/31/13. TJPA holds securities until maturity.

Transbay Joint Powers Authority
Inception to Date Capital Expenditures and Revenues
As of December 31, 2013 (Unaudited)

EXPENDITURES	INCEPTION TO DATE
<i>Salary and Benefits</i>	15,506,685
<i>Administration</i>	6,697,138
 <i>Professional & Specialized Services</i>	
Transit Center/Bus Ramps Preliminary Engineering & Design	132,300,054
Temporary Terminal Preliminary Engineering & Design	3,263,825
Bus Storage Preliminary Engineering & Design	3,918,921
Utility Relocation Engineering & Design	5,515,722
Downtown Extension Preliminary Engineering & Design	26,214,024
Program Management/Program Control	79,286,608
Other Professional Services	37,579,323
Subtotal, Professional & Specialized	288,078,477
 <i>Construction & Construction Management</i>	
Temporary Terminal Construction Management (complete)	1,749,247
Temporary Terminal Construction (complete)	20,729,570
Transit Center/Utilities CM/GC Pre-Construction Services and Bonds	30,468,682
Former Terminal and Ramps Demolition (complete)	15,748,484
Construction Management and Construction Management Oversight	18,403,591
Transit Center Building Construction	273,272,158
Utility Relocation Construction	18,334,717
Subtotal, Construction & Construction Management	378,706,448
 <i>Right of Way</i>	
Property Acquisition	117,134,200
Professional Services (closing costs, relocation, etc.)	4,679,761
Subtotal, Right of Way	121,813,961
 <i>Other (Caltrans Attorney Parking)</i>	308,578
TOTAL EXPENDITURES	811,111,287
 REVENUES	
Federal Demonstration Section 1601	8,795,355
Federal High Priority Project 5309	25,794,900
Federal Projects of National & Regional Significance	13,800,715
Federal High Speed Intercity Passenger Rail	349,672,543
Federal Homeland Security Transit Security Grant	100,000
Federal Rail Relocation Grant	2,650,000
AC Transit Capital Contributions	9,843,502
AB 1171	88,225,508
Regional Measure 1	8,618,658
Regional Measure 2	143,294,947
Proposition K SF Sales Tax	117,239,768
Regional Transportation Improvement Program (RTIP)	10,153,000
San Mateo Sales Tax	23,359,514
Land Sales	4,260,136
SF Redevelopment Agency In-Kind Contribution	798,689
Developer Transaction Cost Contribution	632,577
Franchise Work Repaid by Utilities	298,072
Lease, Interest Income & Other Unrestricted	3,573,402
TOTAL REVENUES	811,111,287

Notes: Inception to Date capital outlay is based on payments made and reported in the LOGOS Financial System as of December 31, 2013 as well as accrued outstanding December 2013 invoices.
Revenues are based on revenue received and recorded in the LOGOS Financial System as of December 31, 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 February 28, 2014

Date	Cost Trend Description	Design Contingency	Construction Contingency	CMGC Contingency	Program Reserve	Escalation	Revised Baseline Budget
	Phase 1 Revised Baseline Budget Amount as of 11/30/13	\$8,202,244	\$59,571,228	\$36,400,000	\$87,335,701	\$30,284,540	\$1,899,400,000
	Transfers & Draws						
12/10/13	Change Order - Add'l Security for Archaeological Discoveries		\$ (1,500)				
12/10/13	Change Order - Install Additional Access Gate		\$ (2,900)				
12/20/13	Credit Change Order - Waterproofing Substitution (TG06)		\$ 201,102				
12/20/13	Savings between PG&E and PUC electrical supply connection		\$ 1,700,000				
1/23/14	Change Orders - BSE lead abatement/additional buttress demo		\$ (20,000)				
1/23/14	Change Order - BSE unknown structural foundations		\$ (250,058)				
1/29/14	Change Order - BSE bracing/slab impact analysis		\$ (100,000)				
2/12/14	Credit Change Order - BSE shoring wall cut-off deduction		\$ 1,017,500				
2/12/14	Change Order - Various utility relocation changes (TG04.2)		\$ (14,000)				
2/12/14	Change Order - Various utility relocation changes (TG04.2)		\$ (129,100)				
2/12/14	Change Order - Additional Demolition of Buttress Prototype			\$ (9,100)			
	Total Transfers/Draws	\$ -	\$ 2,401,044	\$ (9,100)	\$ -	\$ -	\$ -
	Phase 1 Baseline Budget Amount (February 28, 2014)	\$8,202,244	\$61,972,272	\$36,390,900	\$87,335,701	\$30,284,540	\$1,899,400,000

Summary of Total Program Contingencies & Reserve

Beginning Contingencies & Reserve Balance (12/1/13)

Changes since Previous Report (11/30/13)

Current Contingency & Reserve Balances (2/28/14)

Design Contingency	Construction Contingency	CMGC Contingency	Program Reserve	Escalation	Total Contingencies & Reserve
\$ 8,202,244	\$ 59,571,228	\$ 36,400,000	\$ 87,335,701	\$ 30,284,540	\$ 221,793,713
\$ -	\$ 2,401,044	\$ (9,100)	\$ -	\$ -	\$ 2,382,844
\$ 8,202,244	\$ 61,972,272	\$ 36,390,900	\$ 87,335,701	\$ 30,284,540	\$ 224,176,557