

# Memorandum

**To:** TJPA Board of Directors  
**From:** Maria Ayerdi-Kaplan, Executive Director  
**Date:** For the Board Meeting of July 10, 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 Third Quarter Budget vs. Actual Financial Report (Unaudited)
2. Status of Purchase Orders and Contracts Greater than \$25,000 as of March 31, 2014
3. Quarterly Investment & Earnings Report as of March 31, 2014
4. Inception to March 31, 2014 Expenditures and Revenues (Unaudited)
5. Status of Program Reserve and Contingencies through May 31, 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. Three amendments to the capital budget have been approved, and one amendment to the operations budget.

Accounting reports have been summarized to show budget versus actual amounts for capital expenditures, operating expenses and revenues through the end of the third quarter of the fiscal year 2013-14 (July 1, 2013 through March 31, 2014) unaudited for both the capital and operating budgets. The FY 2013-14 third quarter budget versus actual financial report is Attachment 1. This report indicates that capital expenditures and operating 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 March 31, 2014**

TJPA staff periodically reports to the Board on the status of contracts greater than \$25,000. As shown in Attachment 2, expenditures as of March 31, 2014 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%. The actual DBE commitment for contracts awarded thus far is 9% and the actual SBE commitment is 22%. Actual payments to DBEs and SBEs through the second quarter of Federal Fiscal Year 2013-14 (October 1, 2013 – March 31, 2014) were \$12 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 U.S. Bank. 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 March 31, 2014, interest earnings from the City Treasurer's Pool were \$7,759. The annualized rate of return for the quarter was .46% with an ending cash balance in the pool of \$6,773,329.

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 March 31, TJPA held \$213,965,077 (par value) of U.S. Treasury Notes and Bills that mature on a rolling basis, plus a money market fund balance of \$41,000,000 for projected upcoming disbursements in order to avoid penalties for selling any investments before maturity. The proceeds of the U.S. Treasury Bills that matured on April 10 were re-invested in U.S. Treasuries. Further details on investments are shown in Attachment 3.

### **4. Inception to March 31, 2014 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 March 31, 2014. 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 a three month period. This issuance of the report shows draws from March 1 through May 31, 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 3rd Quarter (July through March 2014)**

As of June 25, 2014

	FY 2013-14 Budget Amendment 3 <sup>3</sup>	FY 2013-14 1st-3rd Quarter Capital Outlay & Revenues	Unexpended FY 2013-14 Budget	Percent Expended through 3rd Quarter	Notes
<b>EXPENDITURES<sup>1</sup></b>					
<b>Salaries &amp; Benefits</b>					
Salaries	2,166,000	1,558,983	607,017	72%	
Benefits	751,000	511,627	239,373	68%	
<b>Subtotal, Salaries &amp; Benefits</b>	<b>2,917,000</b>	<b>2,070,610</b>	<b>846,390</b>	<b>71%</b>	
<b>Administration</b>					
Rent	710,000	519,746	190,254	73%	
Insurance	88,000	77,375	10,625	88%	
Interest Expense	25,000	-	25,000	0%	
Office Expenses	92,000	37,623	54,377	41%	
Communications	77,000	46,609	30,391	61%	
Information Technology Support	46,000	31,009	14,991	67%	
Travel/Conferences	40,500	29,795	10,705	74%	
Professional Development	29,000	21,304	7,696	73%	
Board Expenses	10,000	7,891	2,109	79%	
Meeting Expenses	15,000	2,285	12,715	15%	
Benefits Administration/Payroll Services	19,000	13,313	5,687	70%	
Miscellaneous	32,500	5,600	26,900	17%	
<b>Subtotal, Administration</b>	<b>1,184,000</b>	<b>792,550</b>	<b>391,450</b>	<b>67%</b>	
<b>Professional &amp; Specialized Services</b>					
<b>Engineering &amp; Design Services</b>					
Program Management / Program Controls	9,279,000	6,164,529	3,114,471	66%	
Downtown Extension Preliminary Engineering & Design	500,000	393,095	106,905	79%	
Downtown Extension Interagency Coordination	177,000	-	177,000	0%	
Transit Center & Ramps Engineering & Design	11,804,000	6,409,558	5,394,442	54%	
Transit Center Traffic Signals	50,000	-	50,000	0%	
Transit Center Overhead Lines	250,000	77,648	172,352	31%	
Transit Center Commissioning Agent	200,000	78,549	121,451	39%	
Bus Ramps Design Reviews	30,000	23,176	6,824	77%	
Bus Storage Engineering & Design	1,166,000	396,796	769,204	34%	
Utility Relocation Engineering & Design	230,000	135,023	94,977	59%	
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	63,450	436,550	13%	
Other Engineering & Design Services	1,223,000	-	1,223,000	0%	
<b>Permits and Fees</b>					
Transit Center Building & Ramps Permits & Fees	918,000	414	917,586	0%	
Utility Relocation Permits & Fees	100,000	84,522	15,478	85%	
DTX Permits & Fees	10,000	1,690	8,310	17%	
Other Plan Checks / Permit Fees	51,000	-	51,000	0%	
<b>Real Estate Services</b>					
Property Management / Boarding	14,000	6,750	7,250	48%	
Appraisal Services	41,000	31,208	9,793	76%	
ALTA / Design Surveys	221,000	4,854	216,146	2%	
SF Redevelopment Successor Agency Administrative Fee	722,000	173,535	548,465	24%	
Miscellaneous Real Estate Services	50,000	-	50,000	0%	
<b>Construction Management</b>					
Construction Management & Oversight for Transit Center	8,416,000	5,652,011	2,763,989	67%	
Construction Dispute Resolution Services	200,000	177,927	22,073	89%	
<b>Construction</b>					
Transit Center & Ramps CM/GC Pre-Construction Services	6,100,000	4,235,090	1,864,910	69%	
Transit Center Building & Ramps Construction	213,558,000	104,243,450	109,314,550	49%	
Utility Relocation Construction	2,522,000	1,325,986	1,196,014	53%	
<b>Planning &amp; Environmental Analysis</b>					
Community Benefits District Formation	50,000	-	-	n/a	
Economic and Real Estate Analysis	287,000	84,055	202,946	29%	
Environmental Review	1,000,000	465,370	534,630	47%	
Other Planning Studies	67,000	9,153	57,847	14%	
<b>Administration</b>					
Outside Legal Counsel & City Attorney	3,129,000	2,057,933	1,071,067	66%	
Financial & Grant Management	694,000	548,975	145,025	79%	
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	1,250	750	63%	
Community & Public Relations	180,000	135,000	45,000	75%	
Legislative Services	506,000	378,137	127,863	75%	
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%	
<b>Subtotal, Professional &amp; Specialized Services</b>	<b>265,084,000</b>	<b>133,478,599</b>	<b>131,555,401</b>	<b>50%</b>	

	FY 2013-14 Budget Amendment 3	FY 2013-14 1st-3rd Quarter Capital Outlay & Revenues	Unexpended FY 2013-14 Budget	Percent Expended through 3rd Quarter	Notes
<b>Right of Way Acquisition</b>					
Property Acquisition	9,536,000	(47,250)	9,583,250	0%	repurchase of 90 Natoma temp. easements by owner
Title/Closing Costs	34,000	-	34,000	0%	
Relocation Services Consultation	32,000	6,725	25,275	21%	
Relocation Services Assistance	544,000	-	544,000	0%	
Goodwill Loss Assistance	240,000	239,320	680	100%	
Other Right of Way Expenses	43,000	18,000	25,000	42%	
<b>Subtotal, Right of Way Acquisition</b>	<b>10,429,000</b>	<b>216,795</b>	<b>10,212,205</b>	<b>2%</b>	
<b>Other</b>					
Caltrans Attorney Parking	100,000	63,360	36,640	63%	
<b>Subtotal, Other</b>	<b>100,000</b>	<b>63,360</b>	<b>36,640</b>	<b>63%</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>136,621,914</b>	<b>146,342,086</b>	<b>48%</b>	

**CAPITAL REVENUE <sup>2</sup>**

	FY 2013-14 Operating Budget Amendment 1 <sup>4</sup>	FY 2013-14 1st-3rd Quarter Operating Expenses & Revenues	Unexpended FY 2013-14 Budget	Percent Expended through 3rd Quarter	Notes
<b>Committed Revenue</b>					
Federal Alternatives Analysis Grant	1,240,000	321,106	918,894	26%	
Federal Bus Facility & PNRS Grants	9,238,000	5,202,726	4,035,274	56%	
Federal High Speed and Intercity Passenger Rail Program	85,120,000	52,174,506	32,945,494	61%	
Regional Measure 1	28,153,000	19,015,113	9,137,888	68%	
Regional Measure 2	1,831,000	508,082	1,322,918	28%	
AB1171 Bridge Tolls	59,881,000	45,046,259	14,834,741	75%	
Proposition K San Francisco Sales Tax	13,452,000	989,069	12,462,931	7%	
AC Transit Capital Contribution	4,000,000	3,850,123	149,877	96%	
Land Sales Proceeds	71,153,000	8,647,910	62,505,090	12%	
Lease Income	100,000	71,404	28,596	71%	
Interest Income	330,000	213,981	116,019	65%	
Reimbursements by Others (Private Utilities, Adjacent Prop. Developers)	400,000	367,097	32,903	92%	
<b>Subtotal, Committed Revenue</b>	<b>274,898,000</b>	<b>136,407,375</b>	<b>138,490,625</b>	<b>50%</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	3,769,000	214,540	3,554,460	5%	
<b>Subtotal, Other</b>	<b>3,769,000</b>	<b>214,540</b>	<b>3,554,460</b>	<b>6%</b>	
<b>TOTAL REVENUE + OTHER</b>	<b>282,964,000</b>	<b>136,621,914</b>	<b>146,342,086</b>	<b>48%</b>	

	FY 2013-14 Operating Budget Amendment 1 <sup>4</sup>	FY 2013-14 1st-3rd Quarter Operating Expenses & Revenues	Unexpended FY 2013-14 Budget	Percent Expended through 3rd Quarter	Notes
<b>OPERATING EXPENDITURES</b>					
<b>Professional &amp; Specialized Services</b>					
Temporary Terminal Facility Management & Security	1,169,000	714,548	454,452	61%	
Police Services as Needed	10,000	-	10,000	0%	
AC Transit Additional Operating Support & Staging Lease	2,817,895	1,293,245	1,524,650	46%	
Parking Control Officers	146,000	94,021	51,979	64%	
Utilities	41,000	25,565	15,435	62%	
Insurance	47,900	47,726	174	100%	
Operating Contingency	-	-	-	-	
<b>Subtotal, Professional &amp; Specialized Services</b>	<b>4,231,795</b>	<b>2,175,105</b>	<b>2,056,690</b>	<b>51%</b>	
<b>Reserves</b>					
Operating Reserve	1,381,100	1,142,762	238,338	83%	
<b>Subtotal, Reserves</b>	<b>1,381,100</b>	<b>1,142,762</b>	<b>238,338</b>	<b>83%</b>	
<b>TOTAL OPERATING EXPENDITURES</b>	<b>5,612,895</b>	<b>3,317,866</b>	<b>2,295,029</b>	<b>59%</b>	
<b>OPERATING REVENUE</b>					
Regional Measure 2	4,231,795	2,175,105	2,056,690	51%	
AC Transit Reserve Contribution	1,025,000	870,941	154,059	85%	
Rents	305,000	237,754	67,246	78%	
Advertising, Interest, Other	51,100	34,067	17,033	67%	
<b>Subtotal, Operating Revenue</b>	<b>5,612,895</b>	<b>3,317,866</b>	<b>2,295,029</b>	<b>59%</b>	
<b>TOTAL OPERATING REVENUE</b>	<b>5,612,895</b>	<b>3,317,866</b>	<b>2,295,029</b>	<b>59%</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.

3: Capital Budget Amendment 3 approved by Executive Director under TJPA Budget Policy.

4: Operating Budget Amendment 1 approved by TJPA Board under TJPA Budget Policy.

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

as of June 26, 2014

Purpose	Vendor	Contract Value	Accrued to March 31, 2014	Term	Funding Source	DBE Advisory	DBE Actual through March 31, 2014	SBE Goal	SBE Actual through March 31, 2014
<b>Professional &amp; Specialized Services</b>									
Program Management / Program Controls	URS Corporation	\$28,400,000	\$26,027,989	7/1/11-6/30/14	AB1171, AC Transit, FRA	30%	26%	30%	41%
Downtown Extension Preliminary Engineering	Parsons Transportation Group	Authorized: \$1,543,087 Total: \$4,200,000	\$1,371,182	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%	23%
Utility Relocation A&E Services	AECOM (formerly Metcalf & Eddy)	\$5,593,515	\$5,446,935	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: \$131,796,575 Total: \$152,000,000	\$126,236,138	5/16/08- Transit Ctr Warranty	AB1171, AC Transit, developer contribution, FRA, Prop K, RM-2, RTIP	0%	0%	0%	8%
Cast Steel Nodes Engineering & Administrative Services	Cast Connex, Inc.	\$1,710,000	\$1,203,000	6/26/12-6/25/16	AB1171	0%	0%	0%	0%
Commissioning Agent	Enovity Inc.	Authorized: \$337,585 Total: \$828,196	\$291,667	9/10/09-6/30/16	RM-2	5%	0%	90%	100%
Environmental Consulting Services During Construction	Langan Environmental (formerly Treadwell & Rollo)	Authorized: \$386,688 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	\$746,920	11/26/12-11/25/14	FTA, Prop K	0%	23%	21%	32%
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 Third Quarter (July 2013 to March 2014)**  
as of June 26, 2014

Purpose	Vendor	Contract Value	Accrued to March 31, 2014	Term	Funding Source	DBE Advisory	DBE Actual through March 31, 2014	SBE Goal	SBE Actual through March 31, 2014
Lease Agreement	California Mission Street Partners	\$5,122,518	\$4,525,892	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	\$3,128,000	\$2,833,352	9/1/12-8/31/17	FTA, developer contribution	0%	0%	100%	88%
Construction Counsel	Seyfarth Shaw	\$2,114,000	\$1,441,387	9/1/12-8/31/17	FRA, FTA, developer contribution	0%	0%	0%	0%
Labor Counsel	Renne Sloan Holtzman Sakai	\$208,373	\$157,974	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%
	<b>Total Authorized:</b>	<b>\$5,550,373</b>	<b>Total Bench NTE:</b>	<b>\$8,000,000</b>					
Retail Counsel	Sheppard Mullin Hampton & Richter	\$200,000	\$49,575	9/10/09-12/30/14	FTA	0%	0%	0%	0%
Legal Counsel	Thompson Coburn	Authorized: \$600,000 Total: \$1,000,000	\$510,839	11/1/10-10/31/15	FTA	0%	0%	0%	0%
Financial Consulting Services	Sperry Capital (formerly Nancy Whelan Consulting)	\$4,284,920	\$1,851,781	3/1/11-2/28/16	FRA, FTA	30%	29%	72%	67%
Federal Advocacy Services	Chambers, Conlon & Hartwell	\$708,500	\$480,319	10/1/10-9/30/15	unrestricted revenue	n/a	0%	0%	0%
Federal Advocacy Services	Manatt, Phelps & Phillips (formerly Holland + Knight)	\$708,500	\$468,000	10/1/10-9/30/15	unrestricted revenue	n/a	0%	0%	0%
State Advocacy Services	Mercury Public Affairs	\$402,000	\$368,000	8/1/10-7/31/14	unrestricted revenue	n/a	0%	0%	0%
State Advocacy Services	Townsend Public Affairs	\$402,000	\$368,000	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: \$720,000 Total: \$900,000	\$540,000	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 Third Quarter (July 2013 to March 2014)**

as of June 26, 2014

Purpose	Vendor	Contract Value	Accrued to March 31, 2014	Term	Funding Source	DBE Advisory	DBE Actual through March 31, 2014	SBE Goal	SBE Actual through March 31, 2014
<b>Real Estate Related Professional Services</b>									
Real Estate Appraiser	Carneghi-Blum & Partners	Authorized: \$214,853 Total: \$425,000	\$186,195	4/17/09-10/8/14	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	\$91,592	as needed	FTA	n/a	n/a	n/a	n/a
On-Call Survey & Mapping Services	F3 & Associates	Authorized: \$142,044 Total: \$390,000	\$116,239	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%
<b>Real Estate Bench 11-03</b>		<b>Authorized:</b>							
Real Estate Economics Advisory Services	The Concord Group	\$153,493	\$153,493	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	\$188,031	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>\$364,543</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	\$19,804,877	6/28/10-6/27/16	AB1171, AC Transit, FRA, Prop K	35%	23%	35%	29%
Construction Manager/General Contractor - TTC & Ramps	Webcor/Obayashi	Authorized Pre-Construction: \$30,228,362 of \$31,191,821; Authorized Construction: \$739,397,622	\$359,804,682	3/12/09-Completion	AB1171, AC Transit, developer reimbursements, FRA, AT&T/PG&E, Prop K, RM-1, RM-2	17%	3%	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: \$68,500 Total: \$102,500	\$65,500	9/15/08-12/31/17	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 Third Quarter (July 2013 to March 2014)**

as of June 26, 2014

Purpose	Vendor	Contract Value	Accrued to March 31, 2014	Term	Funding Source	DBE Advisory	DBE Actual through March 31, 2014	SBE Goal	SBE Actual through March 31, 2014		
<b>Operations</b>											
Temporary Terminal Facility Manager	ABM Facility Services (formerly Linc)	\$5,542,812	\$3,560,374	8/20/09-12/31/14	RM-2	2%	3%	15%	9%		
<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	12%	21%*	\$57,650,764	\$141,364,261*
Federal Fiscal Years October 2013 - September 2016							14.8%	9%	22%	\$8,394,384	\$12,030,153
<small>*TJPA began tracking SBEs in FFY08-09</small>											
Agency	Contract or Budget Value	Accrued to March 31, 2014	Term	Funding Source	Notes						
<b>Interagency Agreements</b>											
California Department of Transportation (Caltrans)	\$300,000	\$196,000	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	\$2,622,017	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	\$644,881	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 in resolution 08-005.						
SF Municipal Transportation Agency	Authorized: \$2,759,172 Total: \$5,393,677	\$2,215,893	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	\$591,757	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	Based on services; Authorized: \$5,036,443	\$4,014,317	3/10/10-termination	AB1171, FRA, Prop K	Plan review and field inspection services provided via agreement approved by TJPA Board in resolution 09-036.						
SF Public Utilities Commission	Authorized: \$1,000,000 Total: \$1,150,000	\$673,360	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 Report<sup>1</sup>**  
**Fiscal Year 2014 3rd Quarter**

<b>Depository</b>	<b>Investment Type</b>	<b>Date of Investment</b>	<b>Balance</b>	<b>3rd Quarter Interest</b>	<b>Annualized Rate of Return</b>
City Treasurer	Pooled Deposit on call	continuous	\$ 6,773,329	\$ 7,759	0.46%
U.S. Bank	Checking	continuous	\$ 1,485,128	\$ -	0.00%
U.S. Bank	Trust Accounts	varies	\$ 213,965,077	\$ 108,512	0.20%

**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>
Cash	n/a	\$ 12,922,089	\$ 12,922,089	\$ 12,922,089	0.00%
Mutual Funds	n/a	\$ 41,000,000	\$ 41,000,000	\$ 41,000,000	0.00%
U.S. Treasury Bills	4/10/2014	\$ 20,000,000	\$ 19,999,717	\$ 19,999,800	0.04%
U.S. Treasury Bills	7/17/2014	\$ 50,000,000	\$ 49,990,889	\$ 49,993,500	0.05%
U.S. Treasury Bills	9/25/2014	\$ 40,000,000	\$ 39,989,889	\$ 39,988,000	0.05%
U.S. Treasury Notes	12/15/2014	\$ 50,000,000	\$ 50,062,493	\$ 50,056,500	0.25%
<b>Totals</b>		<b>\$ 213,922,089</b>	<b>\$ 213,965,077</b>	<b>\$ 213,959,889</b>	

<sup>1</sup> 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.

<sup>2</sup> Source of Market Value is U.S. Bank portfolio statement issued for 3/31/14. TJPA holds securities until maturity.

**Transbay Joint Powers Authority**  
**Inception to Date Capital Expenditures and Revenues**  
**As of March 31, 2014 (Unaudited)**

<b>EXPENDITURES</b>	<b>INCEPTION TO DATE</b>
<i>Salary and Benefits</i>	16,191,849
<i>Administration</i>	6,927,253
 <i>Professional &amp; Specialized Services</i>	
Transit Center/Bus Ramps Preliminary Engineering & Design	133,618,415
Temporary Terminal Preliminary Engineering & Design	3,263,825
Bus Storage Preliminary Engineering & Design	4,299,328
Utility Relocation Engineering & Design	5,520,508
Downtown Extension Preliminary Engineering & Design	26,353,350
Program Management/Program Control	80,974,001
Other Professional Services	39,193,989
<b>Subtotal, Professional &amp; Specialized</b>	<b>293,223,416</b>
 <i>Construction &amp; 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	31,937,429
Former Terminal and Ramps Demolition (complete)	15,748,484
Construction Management and Construction Management Oversight	20,422,500
Transit Center Building Construction	312,764,757
Utility Relocation Construction	19,431,466
<b>Subtotal, Construction &amp; Construction Management</b>	<b>422,783,453</b>
 <i>Right of Way</i>	
Property Acquisition	117,086,950
Professional Services (closing costs, relocation, etc.)	4,963,159
<b>Subtotal, Right of Way</b>	<b>122,050,109</b>
 <i>Other (Caltrans Attorney Parking)</i>	<b>332,338</b>
<b>TOTAL EXPENDITURES</b>	<b>861,508,417</b>
 <b>REVENUES</b>	
Federal Demonstration Section 1601	8,795,355
Federal High Priority Project 5309	26,508,471
Federal Projects of National & Regional Significance	15,150,944
Federal High Speed Intercity Passenger Rail	356,957,619
Federal Homeland Security Transit Security Grant	100,000
Federal Rail Relocation Grant	2,650,000
AC Transit Capital Contributions	9,846,911
AB 1171	103,300,661
Regional Measure 1	25,615,113
Regional Measure 2	143,704,362
Proposition K SF Sales Tax	117,695,371
Regional Transportation Improvement Program (RTIP)	10,153,000
San Mateo Sales Tax	23,359,514
Land Sales	12,160,961
SF Redevelopment Agency In-Kind Contribution	798,689
Developer Transaction Cost Contribution	632,577
Franchise Work Repaid by Utilities	367,097
Lease, Interest Income & Other Unrestricted	3,711,772
<b>TOTAL REVENUES</b>	<b>861,508,417</b>

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

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 2/28/14</b>	<b>\$8,202,244</b>	<b>\$61,972,272</b>	<b>\$36,390,900</b>	<b>\$87,335,701</b>	<b>\$30,284,540</b>	<b>\$1,899,400,000</b>
	<b>Transfers &amp; Draws</b>						
2/19/14 <sup>1</sup>	CCO - BGS - Train Platform Concrete Impacts of Steel Changes		\$ (62,600)	\$ (31,600)			
2/26/14 <sup>1</sup>	CCO - BGS - Relocate Fremont St. Traffic Signal Controller <sup>2</sup>		\$ (28,500)				
3/13/14	Award - TG07.2 Above Grade Structure				\$ (12,626,200)		
3/18/14	CCO - BSE - Concrete/Rebar Work for CDSM Wall Encroachment			\$ (490,400)			
4/3/14	CCO - BSE - Resolve Lower Concourse Bracing Conflicts		\$ (314,700)	\$ (479,700)			
4/3/14	CCO - SS - Furnish Test Weld Plates for Cast Nodes			\$ (65,200)			
4/15/14	CCO - BSE - Increase Class 1 Hazardous Waste Allowance		\$ (16,300)				
4/15/14	CCO - AWSS - Obstructions; PUC gate valve conductors <sup>3</sup>		\$ (33,500)				
4/21/14	CCO - AWSS - Obstructions at Main/Mission Streets <sup>4</sup>		\$ (92,500)				
5/5/14	CCO - AWSS - Various Potholing, Rerouting, Addtl. Fittings <sup>4</sup>		\$ (140,383)				
5/7/14	CCO - BSE - Install Sleeves for Electrical Conduits		\$ (8,039)				
5/8/14	Award - TG18.1 Bus Ramp Construction	\$ (1,729,200)			\$ (15,800,800)		
5/16/14	CCO - BSE - Increase Hazardous Soil Removal Allowance		\$ (101,626)				
	Additional Minor Change Orders - Net Credit		\$ 4,876				
	<b>Total Transfers/Draws</b>	<b>\$ (1,729,200)</b>	<b>\$ (793,272)</b>	<b>\$ (1,066,900)</b>	<b>\$ (28,427,000)</b>	<b>\$ -</b>	<b>\$ -</b>
	<b>Phase 1 Baseline Budget Amount as of 5/31/14</b>	<b>\$6,473,044</b>	<b>\$61,179,000</b>	<b>\$35,324,000</b>	<b>\$58,908,701</b>	<b>\$30,284,540</b>	<b>\$1,899,400,000</b>
	<b>Summary of Total Program Contingencies &amp; Reserve</b>						
	Beginning Contingencies & Reserve Balance (3/1/14)	\$ 8,202,244	\$ 61,972,272	\$ 36,390,900	\$ 87,335,701	\$ 30,284,540	\$ 224,185,657
	Changes since Previous Report (2/28/14)	\$ (1,729,200)	\$ (793,272)	\$ (1,066,900)	\$ (28,427,000)	\$ -	\$ (32,016,372)
	<b>Current Contingency &amp; Reserve Balances (5/31/14)</b>	<b>\$ 6,473,044</b>	<b>\$ 61,179,000</b>	<b>\$ 35,324,000</b>	<b>\$ 58,908,701</b>	<b>\$ 30,284,540</b>	<b>\$ 192,169,285</b>

Acronyms

CCO = Contract Change Order  
 AWSS = Auxiliary Water Supply System (TG04.2)  
 BGS = Below Grade Structure (TG06)  
 BSE = Buttress, Shoring & Excavation (TG03)  
 SS = Structural Steel (TG07.1)

Notes

- <sup>1</sup> Not included in previous report  
<sup>2</sup> To be reimbursed by 181 Fremont developer  
<sup>3</sup> To be partially reimbursed by Level 3 Communications  
<sup>4</sup> Majority to be reimbursed by AT&T and PG&E