

Memorandum

To: TJPA Board of Directors
From: Maria Ayerdi-Kaplan, Executive Director
Date: For the Board Meeting of September 11, 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 Fourth Quarter Budget vs. Actual Financial Report (Unaudited)
2. Status of Purchase Orders and Contracts Greater than \$25,000 as of June 30, 2014
3. Quarterly Investment & Earnings Report as of June 30, 2014
4. Inception to June 30, 2014 Expenditures and Revenues (Unaudited)
5. Status of Program Reserve and Contingencies through August 22, 2014

This memorandum describes the reports.

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

The TJPA Board approved the FY 2013-14 TJPA budgets in June 2013. Four 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 corresponding revenues through the end of the fourth quarter of the fiscal year 2013-14 (July 1, 2013 through June 30, 2014), unaudited, for both the capital and operating budgets. The FY 2013-14 fourth quarter budget versus actual financial report is Attachment 1. This report indicates that capital expenditures and operating expenses through the fiscal year were within the available budgets.

2. Status of Purchase Orders and Contracts Greater than \$25,000 as of June 30, 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 June 30, 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 third quarter of Federal Fiscal Year 2013-14 (October 1, 2013 – June 30, 2014) were \$12.9 million.

3. Quarterly Investment & Earnings Report as of June 30, 2014

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) trust accounts 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 June 30, 2014, interest earnings from the City Treasurer's Pool were \$12,718. The annualized rate of return for the quarter was .75% with an ending cash balance in the pool of \$6,786,397.

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 June 30, 2014, TJPA held \$170,000,000 (par value) of U.S. Treasury Notes, U.S. Treasury Bills, and commercial paper that mature on a rolling basis, plus a money market mutual funds balance of \$20,582,673 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 July 17 were re-invested in U.S. Treasuries and commercial paper. The proceeds of the commercial paper that matured on July 28 were transferred to the money market mutual funds for upcoming disbursements. Further details on investments are shown in Attachment 3.

4. Inception to June 30, 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 June 30, 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 approximately a three-month period. This issuance of the report shows draws from June 1 through August 22, 2014; this data is also included in the monthly Construction Update presented at the Board meeting and is available in the Program Progress Reports produced on a monthly basis.

Information only.

Transbay Joint Powers Authority
Fiscal Year 2013-14 Budget vs. Actual (Unaudited)
as of 4th Quarter (July 2013 through June 2014)

As of August 11, 2014

	FY 2013-14 Budget Amendment 4 ³	FY 2013-14 1st-4th Quarter Capital Outlay & Revenues	Unexpended FY 2013-14 Budget	Percent Expended through 4th Quarter	Notes
EXPENDITURES¹					
Salaries & Benefits					
Salaries	2,166,000	2,067,546	98,454	95%	
Benefits	751,000	692,319	58,681	92%	
Subtotal, Salaries & Benefits	2,917,000	2,759,865	157,135	95%	
Administration					
Rent	710,000	695,389	14,611	98%	
Insurance	88,000	77,375	10,625	88%	
Interest Expense	25,000	-	25,000	0%	
Office Expenses	92,000	79,386	12,614	86%	
Communications	77,000	52,711	24,289	68%	
Information Technology Support	46,000	31,949	14,051	69%	
Travel/Conferences	40,500	40,397	103	100%	
Professional Development	29,000	23,663	5,337	82%	
Board Expenses	10,000	9,935	65	99%	
Meeting Expenses	15,000	2,793	12,207	19%	
Benefits Administration/Payroll Services	19,000	17,552	1,448	92%	
Miscellaneous	32,500	5,760	26,740	18%	
Subtotal, Administration	1,184,000	1,036,911	147,089	88%	
Professional & Specialized Services					
Engineering & Design Services					
Program Management / Program Controls	9,279,000	9,003,591	275,409	97%	
Downtown Extension Preliminary Engineering & Design	500,000	448,817	51,183	90%	
Downtown Extension Interagency Coordination	177,000	-	177,000	0%	
Transit Center & Ramps Engineering & Design	11,804,000	9,652,411	2,151,589	82%	
Transit Center Traffic Signals	50,000	37,423	12,577	0%	
Transit Center Overhead Lines	250,000	145,071	104,929	58%	
Transit Center Commissioning Agent	200,000	86,783	113,218	43%	
Bus Ramps Design Reviews	30,000	23,176	6,824	77%	
Bus Storage Engineering & Design	1,166,000	537,246	628,754	46%	
Utility Relocation Engineering & Design	230,000	217,476	12,524	95%	
Environmental Consultant / Building and Soil Haz. Mat.	173,000	6,031	166,969	3%	
Archaeological Support Services	100,000	-	100,000	0%	
Public Art Program	500,000	270,197	229,803	54%	
Other Engineering & Design Services	1,223,000	-	1,223,000	0%	
Permits and Fees					
Transit Center Building & Ramps Permits & Fees	916,600	88,934	827,666	10%	
Utility Relocation Permits & Fees	101,400	101,354	46	100%	
DTX Permits & Fees	10,000	1,690	8,310	17%	
Other Plan Checks / Permit Fees	51,000	-	51,000	0%	
Real Estate Services					
Property Management	14,000	9,000	5,000	64%	
Appraisal Services	82,200	82,101	99	100%	
ALTA / Design Surveys	179,800	6,107	173,693	3%	
SF Redevelopment Successor Agency Administrative Fee	722,000	494,596	227,404	69%	
Miscellaneous Real Estate Services	50,000	-	50,000	0%	
Construction Management					
Construction Management & Oversight for Transit Center	8,761,700	8,761,643	57	100%	
Construction Dispute Resolution Services	200,000	180,687	19,313	90%	
Construction					
Transit Center & Ramps CM/GC Pre-Construction Services	6,100,000	6,005,089	94,911	98%	
Transit Center Building & Ramps Construction	213,205,900	166,330,414	46,875,486	78%	
Utility Relocation Construction	2,528,400	2,528,333	67	100%	
Planning & Environmental Analysis					
Community Benefits District Formation	50,000	24,063	25,937	48%	
Economic and Real Estate Analysis	287,000	101,550	185,451	35%	
Environmental Review	1,000,000	733,658	266,342	73%	
Operations Planning	17,150	17,150	-	100%	
Other Planning Studies	49,850	-	49,850	0%	
Administration					
Outside Legal Counsel & City Attorney	3,129,000	3,029,925	99,075	97%	
Financial & Grant Management	742,075	742,075	-	100%	
New Revenue Consultation	25,000	-	25,000	0%	
Accounting Software & Installation	20,000	15,980	4,020	80%	
Audit Services	50,000	48,000	2,000	96%	
Credit Rating Analysis	201,925	-	201,925	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	180,000	-	100%	
Legislative Services	506,000	504,137	1,863	100%	
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	210,491,443	54,592,557	79%	

	FY 2013-14 Budget Amendment 4 ³	FY 2013-14 1st-4th Quarter Capital Outlay & Revenues	Unexpended FY 2013-14 Budget	Percent Expended through 4th Quarter	Notes
Right of Way Acquisition					
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%	
Subtotal, Right of Way Acquisition	10,429,000	216,795	10,212,205	2%	
Other					
Caltrans Attorney Parking	100,000	87,120	12,880	87%	
Subtotal, Other	100,000	87,120	12,880	87%	
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	214,592,134	68,371,866	76%	

CAPITAL REVENUE²

	FY 2013-14 Operating Budget Amendment 1 ⁴	FY 2013-14 1st-4th Quarter Operating Expenses & Revenues	Unexpended FY 2013-14 Budget	Percent Expended through 4th Quarter	Notes
Committed Revenue					
Federal Alternatives Analysis Grant	1,240,000	506,224	733,776	41%	
Federal Bus Facility & PNRS Grants	9,238,000	7,715,493	1,522,508	84%	
Federal High Speed and Intercity Passenger Rail Program	85,120,000	55,650,664	29,469,336	65%	
Regional Measure 1	28,984,900	28,984,900	-	100%	
Regional Measure 2	1,831,000	704,919	1,126,081	38%	
AB1171 Bridge Tolls	69,482,800	69,482,722	78	100%	
Proposition K San Francisco Sales Tax	13,452,000	2,715,899	10,736,101	20%	
AC Transit Capital Contribution	4,000,000	3,850,123	149,877	96%	
Land Sales Proceeds	60,317,600	43,542,708	16,774,892	72%	
Lease Income	100,000	97,600	2,400	98%	
Interest Income	330,000	242,005	87,995	73%	
Reimbursements by Others (Private Utilities, Adjacent Prop. Developers)	801,700	801,620	80	100%	
Subtotal, Committed Revenue	274,898,000	214,294,877	60,603,123	78%	
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	297,257	3,471,743	7%	
Subtotal, Other	3,769,000	297,257	3,471,743	8%	
TOTAL REVENUE + OTHER	282,964,000	214,592,134	68,371,866	76%	

	FY 2013-14 Operating Budget Amendment 1 ⁴	FY 2013-14 1st-4th Quarter Operating Expenses & Revenues	Unexpended FY 2013-14 Budget	Percent Expended through 4th Quarter	Notes
OPERATING EXPENDITURES					
Professional & Specialized Services					
Temporary Terminal Facility Management & Security	1,169,000	979,162	189,838	84%	
Police Services as Needed	10,000	-	10,000	0%	
AC Transit Additional Operating Support & Staging Lease	2,817,895	2,523,685	294,210	90%	
Parking Control Officers	146,000	127,508	18,492	87%	
Utilities	41,000	38,301	2,699	93%	
Insurance	47,900	47,726	174	100%	
Operating Contingency	-	-	-	-	
Subtotal, Professional & Specialized Services	4,231,795	3,716,381	515,414	88%	
Reserves					
Operating Reserve	1,381,100	1,233,917	147,183	89%	
Subtotal, Reserves	1,381,100	1,233,917	147,183	89%	
TOTAL OPERATING EXPENDITURES	5,612,895	4,950,298	662,597	88%	
OPERATING REVENUE					
Regional Measure 2	4,231,795	3,716,381	515,414	88%	
AC Transit Reserve Contribution	1,025,000	870,941	154,059	85%	
Rents	305,000	311,544	(6,544)	102%	excess revenues contribute to Operating Reserve
Advertising, Interest, Other	51,100	51,432	(332)	101%	excess revenues contribute to Operating Reserve
Subtotal, Operating Revenue	5,612,895	4,950,298	662,597	88%	
TOTAL OPERATING REVENUE	5,612,895	4,950,298	662,597	88%	

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 4 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 Fourth Quarter (July 2013 to June 2014)

as of August 21, 2014

Purpose	Vendor	Contract Value	Accrued to June 30, 2014	Term	Funding Source	DBE Advisory	DBE Actual through June 30, 2014	SBE Goal	SBE Actual through June 30, 2014
Professional & Specialized Services									
Program Management / Program Controls	URS Corporation	\$21,760,000	\$0 (begins July 1)	7/1/14-6/30/18	Prop K	0%	n/a	37%	n/a
Downtown Extension Preliminary Engineering	Parsons Transportation Group	Authorized: \$1,543,087 Total: \$4,200,000	\$1,426,904	7/1/11-6/30/17	Prop K	30%	2%	0%	2%
Bus Storage A&E Services	Jacobs (formerly Carter & Burgess)	Authorized: \$5,375,379 Total: \$5,748,379	\$4,327,196	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	\$5,490,450	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: \$137,229,451 Total: \$152,000,000	\$128,723,719	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	\$1,343,400	6/26/12-6/25/16	AB1171	0%	0%	0%	0%
Commissioning Agent	Enovity Inc.	Authorized: \$337,585 Total: \$828,196	\$298,901	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	\$361,218	6/10/10-7/28/17	Prop K	20%	29%	37%	48%
Supplemental EIR/EIS Preparation Services	AECOM	\$1,312,800	\$876,795	11/26/12-11/25/14	FTA, Prop K	0%	20%	21%	27%
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: \$103,500 Total: \$207,000	\$103,500	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
Concept of Operations	Ross & Baruzzini	\$700,000	\$17,150	5/8/14-5/13/17	FTA	n/a	0%	0%	0%

Transbay Joint Powers Authority
Status of Purchase Orders and Contracts greater than \$25,000
Fiscal Year 2013-14 through Fourth Quarter (July 2013 to June 2014)
as of August 21, 2014

Purpose	Vendor	Contract Value	Accrued to June 30, 2014	Term	Funding Source	DBE Advisory	DBE Actual through June 30, 2014	SBE Goal	SBE Actual through June 30, 2014
Lease Agreement	California Mission Street Partners	\$5,122,518	\$4,035,920	2003-2015	FTA, RTIP	n/a	n/a	n/a	n/a
Legal Bench 12-02		Authorized:							
General Counsel	Shute, Mihaly & Weinberger	\$3,878,000	\$3,264,193	9/1/12-8/31/17	FTA, developer contribution	0%	0%	100%	88%
Construction Counsel	Seyfarth Shaw	\$2,114,000	\$1,675,042	9/1/12-8/31/17	FRA, FTA, developer contribution	0%	0%	0%	0%
Labor Counsel	Renne Sloan Holtzman Sakai	\$208,373	\$175,250	9/1/12-8/31/17	FTA	0%	0%	0%	0%
Financial Counsel	Nixon Peabody	\$150,000	\$116,802	9/1/12-8/31/17	FTA	0%	0%	0%	0%
	Total Authorized:	\$6,350,373	Total Bench NTE:	\$8,000,000					
Retail Counsel	Sheppard Mullin Hampton & Richter	\$200,000	\$54,978	9/10/09-12/30/14	FTA	0%	0%	0%	0%
Legal Counsel	Thompson Coburn	Authorized: \$600,000 Total: \$1,000,000	\$535,834	11/1/10-10/31/15	FTA	0%	0%	0%	0%
Financial Consulting Services	Sperry Capital (formerly Nancy Whelan Consulting)	\$4,284,920	\$2,044,881	3/1/11-2/28/16	FRA, FTA, Prop K	30%	28%	72%	68%
Federal Advocacy Services	Chambers, Conlon & Hartwell	\$708,500	\$517,819	10/1/10-9/30/15	unrestricted revenue	n/a	0%	0%	0%
Federal Advocacy Services	Manatt, Phelps & Phillips (formerly Holland + Knight)	\$708,500	\$505,500	10/1/10-9/30/15	unrestricted revenue	n/a	0%	0%	0%
State Advocacy Services	Mercury Public Affairs	\$402,000	\$393,500	8/1/10-7/31/14	unrestricted revenue	n/a	0%	0%	0%
State Advocacy Services	Townsend Public Affairs	\$402,000	\$393,500	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: \$720,000 Total: \$900,000	\$585,000	4/1/11-3/31/16	FTA, Prop K	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	\$240,000	\$164,000	3/18/11-3/17/16	FTA, Prop K	0%	0%	10%	12%

Transbay Joint Powers Authority
Status of Purchase Orders and Contracts greater than \$25,000
Fiscal Year 2013-14 through Fourth Quarter (July 2013 to June 2014)
as of August 21, 2014

Purpose	Vendor	Contract Value	Accrued to June 30, 2014	Term	Funding Source	DBE Advisory	DBE Actual through June 30, 2014	SBE Goal	SBE Actual through June 30, 2014
Real Estate Related Professional Services									
Real Estate Appraiser	Carneghi-Blum & Partners	Authorized: \$276,352 Total: \$425,000	\$237,089	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	\$94,592	as needed	FTA	n/a	n/a	n/a	n/a
On-Call Survey & Mapping Services	F3 & Associates	Authorized: \$142,044 Total: \$390,000	\$117,491	1/20/11-1/19/18	FRA, Prop K	15%	0%	100%	100%
On-Call Survey & Mapping Services	Luk and Associates	Authorized: \$49,160 Total: \$390,000	\$28,694	5/11/11-5/10/18	FRA, Prop K, RM-2	15%	100%	100%	100%
Real Estate Bench 11-03		Authorized:							
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	\$188,656	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: \$28,485,555 Total: \$38,500,000	\$22,914,092	6/28/10-6/27/16	AB1171, AC Transit, FRA, Prop K	35%	23%	35%	30%
Construction Manager/ General Contractor - TTC & Ramps	Webcor/Obayashi	Authorized Pre-Construction: \$30,228,362 of \$31,191,821; Authorized Construction: \$793,009,455	\$417,395,113 (including retention held by TJPA)	3/12/09-Completion	AB1171, AC Transit, developer & utility reimbursements, FRA, land sales, 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
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Fiscal Year 2013-14 through Fourth Quarter (July 2013 to June 2014)

as of August 21, 2014

Purpose	Vendor	Contract Value	Accrued to June 30, 2014	Term	Funding Source	DBE Advisory	DBE Actual through June 30, 2014	SBE Goal	SBE Actual through June 30, 2014		
Operations											
Temporary Terminal Facility Manager	ABM Facility Services (formerly Linc)	\$5,542,812	\$3,824,988	8/20/09-12/31/14	RM-2	2%	3%	15%	9%		
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	12%	21%*	\$57,897,926	\$142,282,039*
Federal Fiscal Years October 2013 - September 2016							14.8%	9%	22%	\$8,641,546	\$12,945,415
<i>*TJPA began tracking SBEs in FFY08-09</i>											
Agency	Contract or Budget Value	Accrued to June 30, 2014	Term	Funding Source	Notes						
Interagency Agreements											
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.						
California Department of Transportation (Caltrans)	\$400,000	\$0	7/3/14-completion of Bus Ramps	Prop K	Quality assurance and construction oversight services for Bus Ramps elements within or affecting State right-of-way; agreement approved by TJPA Board in resolution 14-019.						
Office of Community Investment & Infrastructure (successor to SF Redevelopment)	\$1,657,047	\$1,484,414	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	\$2,653,178	\$2,628,178	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	\$649,360	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: \$2,890,680 Total: \$5,393,677	\$2,320,281	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 by TJPA Board in resolution 10-027.						
SF Art Commission	Authorized: \$671,836 Total: \$950,000	\$661,777	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	\$757,831	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 Fourth Quarter (July 2013 to June 2014)
as of August 21, 2014

Contract	Issued	Due Date	Funding Source	SBE Goal	Notes				
Invitations for Bids / Requests for Proposals									
Plumbing	1/30/14	8/20/14	Land sales, Prop K	12%	Six pre-qualified bidders; scheduled for award at the TJPA October 2014 Board Meeting				
Heating, Ventilating and Air Conditioning	1/30/14	8/20/14	Land sales	12%	Six pre-qualified bidders; scheduled for award at the TJPA September 2014 Board Meeting				
Fire Protection	1/30/14	8/19/14	Land sales, Prop K	5%	Four pre-qualified bidders; scheduled for award at the TJPA September 2014 Board Meeting				
Electrical, Communications, Security and Integrated Networks	1/30/14	9/18/14	Land sales	15%	Six pre-qualified bidders; scheduled for award at the TJPA September 2014 Board Meeting				
Fireproofing	7/10/14	9/11/14	Bridge financing, land sales	10%	Six pre-qualified bidders; scheduled for award at the TJPA October 2014 Board Meeting				
Exterior Awning	7/30/14	9/30/14	Bridge financing, land sales	5%	Design-Build RFP; scheduled for award at the TJPA November 2014 Board Meeting				
Expansion Joints	8/13/14	10/21/14	Land sales	20%	Six pre-qualified bidders; scheduled for award at the TJPA November 2014 Board Meeting				
Dock Levelers & Bumpers	8/7/14	10/14/14	Land sales	15%	Five pre-qualified bidders; scheduled for award at the TJPA November 2014 Board Meeting				
Façade Access Equipment	8/7/14	10/15/14	Land sales	5%	Three pre-qualified bidders; scheduled for award at the TJPA November 2014 Board Meeting				
Bollards and Barriers	8/7/14	10/16/14	Land sales	10%	Five pre-qualified bidders; scheduled for award at the TJPA November 2014 Board Meeting				
Miscellaneous Metals	8/20/14	10/22/14	Bridge financing, land sales	10%	Five pre-qualified bidders; scheduled for award at the TJPA November 2014 Board Meeting				
Skylights	8/1/14	11/13/14	Bridge financing, land sales	5%	Design-Build RFP; scheduled for award at the TJPA January 2015 Board Meeting				
Roofing/Waterproofing	8/27/14	11/18/14	District Plan revenues, land sales	10%	Five pre-qualified bidders; scheduled for award at the TJPA December 2014 Board Meeting				
Purpose	Vendor	Award Value	Total Spent	Term	Funding Source	DBE Advisory	DBE Actual	SBE Goal	SBE Actual
Contracts Completed 4/1/14 - 6/30/14									
Program Management / Program Controls	URS Corporation	\$28,400,000	\$28,126,303	7/1/11-6/30/14	AB1171, AC Transit, FRA	30%	27%	30%	40%

Transbay Joint Powers Authority
Investment & Interest Earnings Report¹
Fiscal Year 2014 4th Quarter

Depository	Investment Type	Date of Investment	Balance	4th Quarter Interest²	Annualized Rate of Return
City Treasurer	Pooled Deposit on call	continuous	\$ 6,786,397	\$ 12,718	0.75%
U.S. Bank	Checking	continuous	\$ 1,362,186	\$ -	0.00%
U.S. Bank	Trust Accounts	varies	\$ 190,688,633	\$ 15,232	0.03%

U.S. Bank Trust Account Detail

	Maturity Date	Par Value	Carrying Value	Market Value³	Yield to Maturity
Cash	n/a	\$ 63,439	\$ 63,439	\$ 63,439	0.00%
Mutual Funds	n/a	\$ 20,582,673	\$ 20,582,673	\$ 20,582,673	0.00%
Commercial Paper	7/28/2014	\$ 10,000,000	\$ 10,000,000	\$ 10,000,000	0.06%
U.S. Treasury Bills	7/17/2014	\$ 50,000,000	\$ 49,990,889	\$ 49,999,500	0.05%
U.S. Treasury Bills	9/25/2014	\$ 60,000,000	\$ 59,989,139	\$ 59,995,800	0.05%
U.S. Treasury Notes	12/15/2014	\$ 50,000,000	\$ 50,062,493	\$ 50,039,000	0.25%
Totals		\$ 190,646,112	\$ 190,688,633	\$ 190,680,412	

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 Investment interest reported net of premium/discount amortization.

³ Source of Market Value is U.S. Bank portfolio statement issued for 6/30/14. TJPA holds securities until maturity.

Transbay Joint Powers Authority
Inception to Date Capital Expenditures and Revenues
As of June 30, 2014 (Unaudited)

EXPENDITURES	INCEPTION TO DATE
<i>Salary and Benefits</i>	16,881,104
<i>Administration</i>	7,167,309
 <i>Professional & Specialized Services</i>	
Transit Center/Bus Ramps Preliminary Engineering & Design	137,203,408
Temporary Terminal Preliminary Engineering & Design	3,263,825
Bus Storage Preliminary Engineering & Design	4,439,779
Utility Relocation Engineering & Design	5,826,258
Downtown Extension Preliminary Engineering & Design	26,409,072
Program Management/Program Control	83,813,063
Other Professional Services	41,170,542
Subtotal, Professional & Specialized	302,125,946
 <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	33,626,573
Former Terminal and Ramps Demolition (complete)	15,748,484
Construction Management and Construction Management Oversight	23,531,714
Transit Center Building Construction	371,748,004
Utility Relocation Construction	20,504,527
Subtotal, Construction & Construction Management	487,638,119
 <i>Right of Way</i>	
Property Acquisition	117,086,950
Professional Services (closing costs, relocation, etc.)	5,016,302
Subtotal, Right of Way	122,103,252
 <i>Other (Caltrans Attorney Parking)</i>	356,098
TOTAL EXPENDITURES	936,271,829
 REVENUES	
Federal Demonstration Section 1601	8,795,355
Federal High Priority Project 5309	27,097,072
Federal Projects of National & Regional Significance	17,230,197
Federal High Speed Intercity Passenger Rail	360,432,211
Federal Homeland Security Transit Security Grant	100,000
Federal Rail Relocation Grant	2,650,000
AC Transit Capital Contributions	9,846,911
AB 1171	127,669,725
Regional Measure 1	35,584,900
Regional Measure 2	143,897,105
San Francisco (Proposition K) Sales Tax	119,422,202
San Mateo Sales Tax	23,359,514
Regional Transportation Improvement Program (RTIP)	10,153,000
Land Sales	43,952,041
Lease, Interest Income & Other Unrestricted Revenues	3,848,710
Franchise Work Repaid by Utilities	801,620
Former SF Redevelopment Agency In-Kind Contribution	798,689
Developer Transaction Cost Contribution	632,577
TOTAL REVENUES	936,271,829

Notes: Inception to Date capital outlay is based on payments made and reported in the LOGOS Financial System as of June 30, 2014 as well as accrued outstanding June 2014 invoices.
Revenues are based on revenue received and recorded in the LOGOS Financial System as of June 30, 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 August 22, 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 5/31/14	\$6,473,044	\$61,179,000	\$35,324,000	\$58,908,701	\$30,284,540	\$1,899,400,000
	Transfers & Draws						
6/3/14	CCO - BSE - Additional Resolution of Lower Concourse Bracing Conflicts		\$ (27,000)	\$ (27,000)			
6/3/14	CCO - AWSS - Obstructions at Mission and Main Street Intersection ¹		\$ (284,961)				
6/9/14	Caltrans Parcels H & I Two-Year Lease for Bus Ramps Construction		\$ (5,000)				
6/12/14	CCO - BSE - Pipe and Conduit Penetrations		\$ (12,041)				
6/26/14	CCO - BSE - Unforeseen Obstructions		\$ (80,035)				
6/26/14	CCO - BSE - Review of Quickdeck Under Beale Street Bridge		\$ (7,744)				
6/26/14	CCO - BSE - Settlement of Claims 25, 31 and 39		\$ (84,335)				
7/10/14	Award - TG05.8 Rooftop Crane				\$ (3,512,500)	\$ (487,500)	
7/10/14	Award - TG05.10 Temporary Facilities				\$ (2,702,132)	\$ (805,167)	
7/10/14	Award - TG07.5R Metal Stairs and Ladders	\$ (18,610)			\$ (4,502,548)	\$ (151,546)	
7/10/14	Award - TG14.1A Elevators	\$ (4,482)			\$ (3,928,434)	\$ (586,898)	
7/10/14	Award - TG14.1B Escalators	\$ (4,826)			\$ (1,231,419)	\$ (620,816)	
7/24/14	CCO - BGS - Added Barlocks for Rebracing Access to Waterproofing		\$ (46,028)				
7/24/14	CCO - AWSS - Obstructions between First and Fremont Streets ²		\$ (196,790)				
7/24/14	CCO - BGS - Increase in SF City Sales Tax on Purchased Materials		\$ (169,532)				
7/24/14	CCO - BGS - Use of Manlift Platform for Zone 3 Mat Slab Placement			\$ (49,431)			
8/18/14	CCO - BGS - Final Lift of Train Box Waterproofing on Wall		\$ (907,977)				
8/18/14	CCO - BGS - Various changes incl. Addtl. Pile Rebar, Archeo. Finding Additional Minor Change Orders - Net Credit		\$ (152,553)				
	Total Transfers/Draws	\$ (27,918)	\$ (1,973,996)	\$ (76,431)	\$ (15,877,033)	\$ (2,651,927)	\$ -
	Phase 1 Baseline Budget Amount as of 8/22/14	\$6,445,126	\$59,205,004	\$35,247,569	\$43,031,668	\$27,632,613	\$1,899,400,000
	Summary of Total Program Contingencies & Reserve						
	Beginning Contingencies & Reserve Balance (6/1/14)	\$ 6,473,044	\$ 61,179,000	\$ 35,324,000	\$ 58,908,701	\$ 30,284,540	\$ 192,169,285
	Changes since Previous Report (5/31/14)	\$ (27,918)	\$ (1,973,996)	\$ (76,431)	\$ (15,877,033)	\$ (2,651,927)	\$ (20,607,305)
	Current Contingency & Reserve Balances (8/22/14)	\$ 6,445,126	\$ 59,205,004	\$ 35,247,569	\$ 43,031,668	\$ 27,632,613	\$ 171,561,980

Acronyms

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

Notes

¹ To be reimbursed by PG&E
² To be partially reimbursed by PG&E and AT&T