

Memorandum

To: TJPA Board of Directors
From: Maria Ayerdi-Kaplan, Executive Director
Date: For the Board Meeting of September 10, 2015
Re: Transbay Joint Powers Authority Quarterly Reports

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

1. FY 2014-15 Fourth Quarter Budget vs. Actual Financial Report (Unaudited)
2. Status of Purchase Orders and Contracts Greater than \$25,000 as of June 30, 2015
3. Quarterly Investment & Earnings Report as of June 30, 2015
4. Inception to June 30, 2015 Expenditures and Funding Sources (Unaudited)
5. Status of Program Reserve and Contingencies through August 31, 2015

This memorandum describes the reports.

1. FY 2014-15 Fourth Quarter Budget vs. Actual Financial Report

The TJPA Board approved the FY 2014-15 TJPA budgets in June 2014. There have been three amendments to the capital budget; there have been no amendments to the operating 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 fiscal year 2014-15 (July 1, 2014 through June 30, 2015), unaudited, for the capital and operating budgets. The FY 2014-15 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, 2015

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, 2015 are within the contract certification amounts. 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 October 1, 2013 through September 30, 2016, 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 19% (including the DBE commitment). Actual payments to DBEs and SBEs through the third quarter of Federal Fiscal Year 2014-15 (ending June 30, 2015) were \$30.8 million.

3. Quarterly Investment & Earnings Report as of June 30, 2015

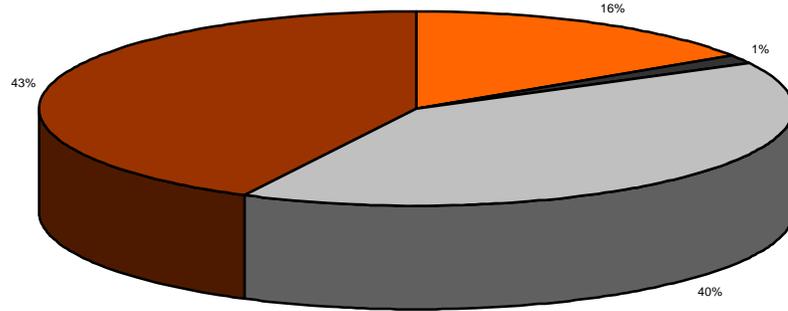
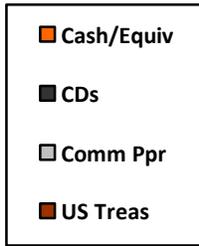
The primary objectives, in priority order, for the TJPA's investment activities are safety, liquidity, and return on investment. The TJPA's permitted investment instruments are governed by California Government Code and the TJPA Board-approved Investment Policy, as well as by financing agreements such as the TIFIA Loan Agreement and the Credit Agreement with Goldman Sachs and Wells Fargo. All cash is currently held in one of the following accounts:

- 1) Insured/collateralized checking accounts with U.S. Bank
 - Regular Checking
 - Payroll
 - Contractor Retention
- 2) City & County of San Francisco Treasurer's investment pool
- 3) Trust accounts with U.S. Bank (formerly Deutsche Bank)
 - Construction Fund for deposit of land sales proceeds and bridge financing proceeds for construction
 - TIFIA Collateral Agency account for deposit of net tax increment
 - Facility Collateral Agency account for holding bridge financing proceeds for capitalized interest and other payments associated with the bridge financing

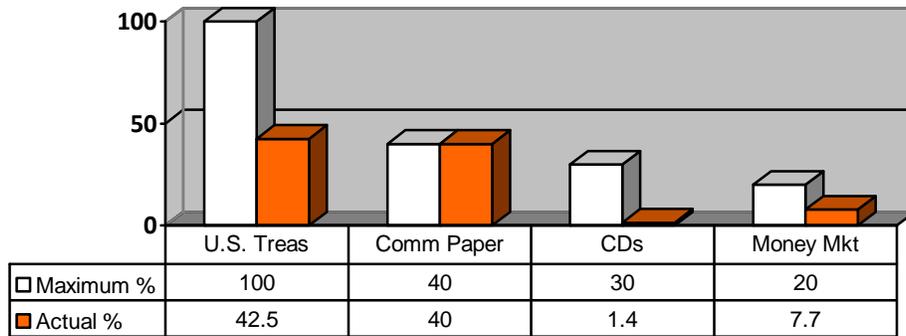
The Investment & Earnings report (Attachment 3) from the TJPA Chief Financial Officer identifies the balance in each of these accounts at the end of the quarter. Due to the current low interest rate environment, and because any interest earned on federal funds would need to be remitted to FTA and/or FRA, the U.S. Bank regular checking and payroll accounts are currently set up with an earnings credit rate, meaning that any earnings offset bank fees, and unused 'earnings' in one month are rolled to the following month(s). Thus no interest earnings are reported in the investment report for the bank account. TJPA holds only the amount necessary for estimated upcoming cash disbursements in the regular checking account, and a fixed imprest amount in the payroll account. The contractor retention account is a 'small business' checking account that has a limited amount of activity and no fees.

For the quarter ending June 30, 2015, interest earnings from the City Treasurer's Pool were \$26,935. The annualized rate of return for the quarter was .63% with an ending cash balance in the pool of \$17,164,075. The TJPA has trust accounts with U.S. Bank for gross sales proceeds from former state parcels, the interim bridge financing proceeds, and tax increment revenues. TJPA follows conservative investment practices of buying and holding investments until maturity. At June 30, 2015, the TJPA trust accounts collectively held \$204,455,000 (par value) of U.S. Treasury Bills and Notes, commercial paper, and certificates of deposit (cds) that mature on a rolling basis, plus cash and money market mutual funds balances totaling \$18,559,977 for projected upcoming disbursements in order to avoid penalties for selling any investments before maturity. The proceeds of the U.S. Treasury investments, commercial paper and cds that matured in July and August have been primarily reinvested in new U.S. Treasury investments and commercial paper with balances being transferred to the money market mutual funds for upcoming disbursements. Further details on investments are shown in Attachment 3.

Portfolio Investments



Compliance with Investment Policy Percentages



4. Inception to June 30, 2015 Capital Outlay and Funding Sources

The Inception to Date Capital Outlay and Funding Sources (unaudited) report (Attachment 4) provides an overview of the TJPA’s capital outlay and funding sources from the beginning of the program through June 30, 2015. Summary level information is provided by major capital outlay category and funding 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 since the last report. This issuance of the report shows draws through August 31, 2015; this data is also provided monthly in the Construction Updates presented at the Board meetings.

Information only.

Transbay Joint Powers Authority
Fiscal Year 2014-15 Budget vs. Actual (Unaudited)
4th Quarter (July 2014 through June 2015)
As of August 27, 2015

	FY 2014-15 Budget Amendment 3 ³	FY 2014-15 4th Quarter Capital Outlay & Funding Sources	Unexpended FY 2014-15 Budget	Percent Expended through Fiscal Year
CAPITAL EXPENDITURES ¹				
Salaries & Benefits				
Salaries	2,243,000	2,114,232	128,768	94%
Benefits	788,000	747,591	40,409	95%
Subtotal, Salaries & Benefits	3,031,000	2,861,822	169,178	94%
Administration				
Rent	740,000	700,128	39,872	95%
Insurance	86,000	78,061	7,939	91%
Office Expenses	89,000	55,293	33,707	62%
Communications	69,000	35,127	33,873	51%
Information Technology Support	80,000	40,311	39,689	50%
Travel/Conferences	40,000	27,445	12,555	69%
Professional Development	29,000	19,798	9,202	68%
Board Expenses	11,000	10,547	453	96%
Meeting Expenses	14,000	4,786	9,214	34%
Benefits Administration/Payroll Services	19,000	18,952	48	100%
Miscellaneous	35,000	18,310	16,690	52%
Subtotal, Administration	1,212,000	1,008,757	203,243	83%
Professional & Specialized Services				
Engineering & Design Services				
Program Management / Program Controls	7,559,000	7,087,757	471,243	94%
Downtown Extension Preliminary Engineering & Design	240,000	157,268	82,732	66%
Downtown Extension Interagency Coordination	360,000	18,662	341,338	5%
Transit Center & Ramps Engineering & Design	11,001,800	10,184,896	816,904	93%
Transit Center Traffic Signals	84,000	82,991	1,009	99%
Transit Center Overhead Lines	238,000	34,508	203,492	14%
Transit Center Commissioning Agent	120,000	20,713	99,287	17%
Bus Ramps Design Reviews	60,000	3,176	56,824	5%
Bus Storage Engineering & Design	370,000	251,095	118,905	68%
Utility Relocation Engineering & Design	231,000	5,808	225,192	3%
Environmental Consultant / Building and Soil Haz. Mat.	123,000	47,529	75,471	39%
Archaeological Support Services	167,000	49,393	117,607	30%
Public Art Program	300,000	159,714	140,286	53%
Other Engineering & Design Services	635,000	-	635,000	0%
Permits and Fees				
Transit Center Building & Ramps Permits & Fees	320,000	233,937	86,063	73%
DTX Permits & Fees	10,000	1,690	8,310	17%
Other Plan Checks / Permit Fees	82,000	-	82,000	0%
Real Estate Services				
Property Management	19,600	12,582	7,018	64%
Appraisal Services	36,000	35,791	209	99%
ALTA / Design Surveys	50,000	45,703	4,297	91%
SF Redevelopment Successor Agency Administrative Fee	155,000	154,349	651	100%
Miscellaneous Real Estate Services	400	-	400	0%
Construction Management				
Construction Management & Oversight for Transit Center	18,050,000	18,034,365	15,635	100%
Construction Dispute Resolution Services	70,200	69,269	931	99%
Construction				
Transit Center & Ramps CM/GC Pre-Construction Services	3,300,000	3,188,334	111,666	97%
Transit Center Building & Ramps Construction	251,791,800	243,391,397	8,400,403	97%
Utility Relocation Construction	684,000	605,605	78,395	89%
Planning & Environmental Analysis				
Community Benefits/Community Facilities Districts Formation	182,000	165,659	16,341	91%
Economic and Real Estate Analysis	162,000	33,517	128,483	21%
Environmental Review	413,000	271,236	141,764	66%
Operations Planning	700,000	261,240	438,760	37%
Other Planning Studies	36,000	6,132	29,868	17%

	FY 2014-15 Budget Amendment 3 ³	FY 2014-15 4th Quarter Capital Outlay & Funding Sources	Unexpended FY 2014-15 Budget	Percent Expended through 4th Quarter
Administration				
Outside Legal Counsel & City Attorney	3,129,000	2,974,450	154,550	95%
Financial & Grant Management	740,000	738,729	1,271	100%
New Revenue Consultation	87,200	87,195	5	100%
Accounting Software & Installation	20,000	17,416	2,584	87%
Audit Services	50,000	48,000	2,000	96%
Credit Rating Analysis	35,000	-	35,000	0%
Loan Servicing Fees and Interest	11,625,000	11,617,632	7,368	100%
Trustee Account Services	2,000	1,250	750	63%
Community & Public Relations	180,000	180,000	-	100%
Legislative Services	518,000	506,057	11,943	98%
Disadvantaged & Small Business Program	50,000	-	50,000	0%
Other Intergovernmental Agreements	30,000	-	30,000	0%
Other Consulting Assistance	19,000	-	19,000	0%
Subtotal, Professional & Specialized Services	314,036,000	300,785,042	13,250,958	96%
Right of Way Acquisition				
Property Acquisition	1,003,000	811,317	191,683	81%
Title/Closing Costs	32,000	2,558	29,442	8%
Relocation Services Consultation	24,000	-	24,000	0%
Relocation Services Assistance	20,000	-	20,000	0%
Other Right of Way Expenses	4,000	-	4,000	0%
Subtotal, Right of Way Acquisition	1,083,000	813,875	269,125	75%
Other				
Caltrans Attorney Parking	100,000	47,520	52,480	48%
Subtotal, Other	100,000	47,520	52,480	48%
Reserves				
<i>Fiscal Reserve</i>	2,809,000	-	2,809,000	0%
<i>Emergency Reserve</i>	500,000	-	500,000	0%
Subtotal, Reserves	3,309,000	-	3,309,000	0%
TOTAL EXPENDITURES + OTHER	322,771,000	305,517,017	17,253,983	95%
CAPITAL FUNDING SOURCES ²				
Committed Funds				
Federal Bus Facility, Alternatives Analysis and PNRS Grants (FTA)	5,555,000	5,247,536	307,464	94%
Federal High Speed and Intercity Passenger Rail Program	33,100,000	33,069,961	30,039	100%
Regional Measure 1	20,000,000	18,813,892	1,186,108	94%
Regional Measure 2	4,000,000	3,054,139	945,861	76%
AB1171 Bridge Tolls	14,000,000	12,541,090	1,458,910	90%
Proposition K San Francisco Sales Tax	23,598,300	20,850,965	2,747,335	88%
AC Transit Capital Contribution	8,352,500	5,585,732	2,766,768	67%
Land Sales Proceeds	130,000,000	125,153,925	4,846,075	96%
Bridge Loan	80,000,000	79,914,146	85,854	100%
Lease Income	104,800	96,906	7,894	92%
Interest Income	142,000	232,765	(90,765)	164%
Reimbursements by Others (Private Utilities, Adjacent Prop. Developers)	240,000	467,981	(227,981)	195%
Subtotal, Committed Funds	319,092,600	305,029,037	14,063,563	96%
Other				
Fund Balance from Previous Year	3,678,400	487,980	3,190,420	11%
Subtotal, Other	3,678,400	487,980	3,190,420	13%
TOTAL FUNDING SOURCES + OTHER	322,771,000	305,517,017	17,253,983	95%

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 TJPA Executive Director under TJPA Budget Policy.

	FY 2014-15 Operating Budget	FY 2014-15 4th Quarter Operating Expenses & Revenues	Unexpended FY 2014-15 Budget	Percent Expended through Fiscal Year
OPERATING EXPENSES				
Professional & Specialized Services				
Temporary Terminal Facility Management & Security	1,204,000	1,037,834	166,166	86%
Police Services as Needed	10,000	-	10,000	0%
AC Transit Additional Operating Support & Staging Lease	2,925,608	2,393,378	532,230	82%
Parking Control Officers	150,000	127,508	22,492	85%
Utilities	40,000	36,507	3,493	91%
Insurance	50,300	48,845	1,455	97%
Subtotal, Professional & Specialized Services	4,379,908	3,644,073	735,835	83%
Reserves				
Operating Reserve	372,800	406,662	(33,862)	109%
Subtotal, Reserves	372,800	406,662	(33,862)	109%
TOTAL OPERATING EXPENSES	4,752,708	4,050,735	701,973	85%
OPERATING REVENUE				
Regional Measure 2	4,379,908	3,644,073	735,835	83%
Rents	319,800	353,880	(34,080)	111%
Advertising, Interest, Other	53,000	52,782	218	100%
Subtotal, Operating Revenue	4,752,708	4,050,735	701,973	85%
TOTAL OPERATING REVENUE	4,752,708	4,050,735	701,973	85%

Transbay Joint Powers Authority
Status of Purchase Orders and Contracts greater than \$25,000
Fiscal Year 2014-15 through Fourth Quarter (July 2014 to June 2015)

as of August 28, 2015

Purpose	Vendor	Contract Value	Accrued to June 30, 2015	Term	Funding Source	DBE Advisory	DBE Actual through June 30, 2015	SBE Goal	SBE Actual through June 30, 2015
Professional & Specialized Services									
Program Management / Program Controls	AECOM (formerly URS)	Authorized: \$7,200,000 Total: \$21,760,000	\$7,142,278	7/1/14-6/30/18	Prop K	n/a	32%	37%	37%
Downtown Extension Preliminary Engineering	Parsons Transportation Group	Authorized: \$1,843,087 Total: \$4,200,000	\$1,596,559	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	\$4,578,290	5/17/07- Bus Storage Warranty	RM-2, RTIP	16%	13%	0%	30%
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: \$146,395,721 Total: \$152,000,000	\$138,637,011	5/16/08- Transit Ctr Warranty	AB1171, AC Transit, developer contributions, FRA, Prop K, RM-2, RTIP	0%	0%	0%	7%
Cast Steel Nodes Engineering & Administrative Services	Cast Connex, Inc.	\$1,710,000	\$1,702,200	6/26/12-6/25/16	AB1171	0%	0%	0%	0%
Commissioning Agent	Enovity Inc.	Authorized: \$337,585 Total: \$828,196	\$319,613	9/10/09-6/30/16	RM-2	5%	0%	90%	100%
Environmental Consulting Services During Construction	Langan Environmental (formerly Treadwell & Rollo)	Authorized: \$445,613 Total: \$650,000	\$408,748	6/10/10-7/28/17	Prop K	20%	25%	37%	52%
Supplemental EIR/EIS Preparation Services	AECOM	\$1,367,200	\$1,148,031	11/26/12-11/25/15	FTA, Prop K	0%	15%	21%	21%
Artwork: Grand Hall Terrazzo Floor	Julie Chang Olcott	Authorized: \$62,500 Total: \$125,000	\$62,500	1/6/11-12/31/17	Prop K	n/a	n/a	n/a	n/a
Artwork: CityPark Bus Jet Fountain	Ned Kahn Studios	Authorized: \$50,000 Total: \$100,000	\$50,000	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	\$60,000	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	Authorized: \$500,000 Total: \$700,000	\$278,390	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 2014-15 through Fourth Quarter (July 2014 to June 2015)
as of August 28, 2015

Purpose	Vendor	Contract Value	Accrued to June 30, 2015	Term	Funding Source	DBE Advisory	DBE Actual through June 30, 2015	SBE Goal	SBE Actual through June 30, 2015
Lease Agreement	California Mission Street Partners	\$8,675,726	\$4,746,679	12/1/03-3/31/21	FTA, RTIP, sublease	n/a	n/a	n/a	n/a
Legal Bench 12-02		Authorized:							
General Counsel	Shute, Mihaly & Weinberger	\$5,345,000	\$4,736,492	9/1/12-8/31/17	FTA, developer contribution, Prop K	0%	0%	100%	90%
Construction Counsel	Seyfarth Shaw	\$3,099,000	\$2,806,545	9/1/12-8/31/17	FRA, FTA, developer contribution	0%	0%	0%	0%
Labor Counsel	Renne Sloan Holtzman Sakai	\$270,773	\$225,267	9/1/12-8/31/17	FTA, Prop K	0%	0%	0%	0%
Financial Counsel	Nixon Peabody	\$355,000	\$329,909	9/1/12-8/31/17	FTA, Prop K	0%	0%	0%	0%
Total Authorized:		\$9,069,773	Total Bench NTE:	\$10,000,000					

Legal Counsel	Thompson Coburn	Authorized: \$600,000 Total: \$1,000,000	\$574,613	11/1/10-10/31/15	FTA	0%	0%	0%	0%
Financial Consulting Services	Sperry Capital (formerly Nancy Whelan Consulting)	\$4,284,920	\$2,778,321	3/1/11-2/28/16	FRA, FTA, Prop K	30%	21%	72%	71%
Federal Advocacy Services	Chambers, Conlon & Hartwell	\$708,500	\$669,875	10/1/10-9/30/15	unrestricted revenue	n/a	0%	0%	0%
Federal Advocacy Services	Manatt, Phelps & Phillips (formerly Holland + Knight)	\$708,500	\$655,500	10/1/10-9/30/15	unrestricted revenue	n/a	0%	0%	0%
State Advocacy Services	Mercury Public Affairs	\$618,000	\$495,500	8/1/10-7/31/16	unrestricted revenue	n/a	0%	0%	0%
State Advocacy Services	Townsend Public Affairs	\$618,000	\$495,500	8/1/10-7/31/16	unrestricted revenue	n/a	0%	0%	0%
Integrated Financial System	New World Systems	\$409,577	\$333,465	2/21/08-6/30/18	FTA, RM-2	0%	0%	0%	0%
Public Relations & Community Outreach	Singer Associates	\$900,000	\$765,000	4/1/11-3/31/16	FTA, Prop K	18%	0%	40%	100%
Independent Auditor	Vavrinek, Trine, Day & Co	\$240,000	\$212,000	3/18/11-3/17/16	FTA, Prop K	0%	0%	10%	14%
Information Technology Support Services	Decision Consultants	Authorized: \$15,000 Total: \$100,000	\$5,364	7/24/13-7/23/16	FTA	0%	0%	0%	100%
Community Benefits District Formation Services	MJM Management Group	\$79,900	\$50,332	4/1/13-3/31/16	Prop K	0%	0%	0%	0%

Transbay Joint Powers Authority
Status of Purchase Orders and Contracts greater than \$25,000
Fiscal Year 2014-15 through Fourth Quarter (July 2014 to June 2015)
as of August 28, 2015

Purpose	Vendor	Contract Value	Accrued to June 30, 2015	Term	Funding Source	DBE Advisory	DBE Actual through June 30, 2015	SBE Goal	SBE Actual through June 30, 2015
Real Estate Related Professional Services									
Real Estate Appraiser	Carneghi and Partners (formerly Carneghi-Blum)	Authorized: \$282,880 Total: \$425,000	\$282,880	4/17/09-11/20/15	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	\$172,648	5/17/07-5/16/16	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	Doorman Property Management	\$7,500	\$1,000	as needed	FTA, Prop K	n/a	n/a	n/a	n/a
On-Call Survey & Mapping Services	F3 & Associates	Authorized: \$179,044 Total: \$390,000	\$151,124	1/20/11-1/19/18	FRA, Prop K	15%	0%	100%	100%
On-Call Survey & Mapping Services	Luk and Associates	Authorized: \$48,830 Total: \$390,000	\$30,764	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	\$193,993	\$174,993	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	\$205,996	\$195,718	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	\$15,000	\$5,190	6/4/15-6/3/18	Prop K	0%	0%	0%	0%
	Total Authorized:	\$422,039	Total Bench NTE:	\$500,000					
Construction & Construction Management									
Construction Management Oversight	Turner Construction Company	\$45,980,000	\$40,854,188	6/28/10-6/27/16	AB1171, AC Transit, Bridge financing, FRA, Prop K	35%	39%	35%	45%
Construction Manager/ General Contractor - TTC & Ramps	Webcor/Obayashi	Authorized Pre-Construction: \$30,728,362 of \$31,191,821; NTP'd Construction: \$691,984,624 Awarded Construction: \$1,010,341,829	\$659,628,431 (including retention held by TJPA)	3/12/09-Completion	AB1171, AC Transit, Bridge financing, developer & utility reimbursements, FRA, land sales, Prop K, RM-1, RM-2	17%	3%	17%	11%
Construction Management - Bus Storage	Townsend Management	\$1,250,000	\$0	3 years from NTP	RM-2	55%	n/a	74%	n/a
Construction Labor Compliance Software	Elation Systems	Authorized: \$73,500 Total: \$102,500	\$71,500	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 2014-15 through Fourth Quarter (July 2014 to June 2015)

as of August 28, 2015

Purpose	Vendor	Contract Value	Accrued to June 30, 2015	Term	Funding Source	DBE Advisory	DBE Actual through June 30, 2015	SBE Goal	SBE Actual through June 30, 2015		
Operations											
Temporary Terminal Facility Manager	ABM Facility Services (formerly Linc)	\$9,500,000	\$4,862,823	8/20/09-12/31/18	RM-2	2%	4%	15%	10%		
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	9%	19%	\$80,096,411	\$181,496,448
Federal Fiscal Years October 2013 - September 2016							14.8%	3%	16%	\$30,839,518	\$52,137,369
<i>*TJPA began tracking SBEs in FFY08-09</i>											
Agency	Contract or Budget Value	Accrued to June 30, 2015	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	\$62,819	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)	\$1,814,504	\$1,814,504	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; future work will be authorized for Block 4.						
SF City Attorney	\$2,687,133	\$2,687,133	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	\$658,343	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	\$2,502,526	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: \$693,952 Total: \$950,000	\$693,952	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.						
Contract	Issued	Due Date	Funding Source	SBE Goal	Notes						
Invitations for Bids / Requests for Proposals											
Master Retail Lessor/ Facilities Operator/ Events Programmer	TBD	TBD	TBD	TBD	RFP to be released in Winter 2015						
Sponsorship Opportunities	2/19/15	10/22/15	n/a	n/a							
Purpose	Vendor	Award Value	Total Spent	Term	Funding Source	DBE Advisory	DBE Actual	SBE Goal	SBE Actual		
Contracts Completed 4/1/15 - 6/30/15											
Property Management Services	Colliers International	\$105,500	\$101,134	3/1/09-4/30/15	FTA	n/a	n/a	n/a	n/a		

Transbay Joint Powers Authority
Investment & Interest Earnings Report¹
Fiscal Year 2015 4th Quarter

Summary of Deposit and Investment Accounts

Depository / Investment Type	Balance	4th Quarter Interest ²	Annualized Rate of Return
City Treasurer / Pooled Deposit on call	\$ 17,164,075	\$ 26,935	0.63%
U.S. Bank / All Checking Accounts	\$ 3,007,837	\$ -	0.00%
U.S. Bank / Trust - Construction Fund	\$ 197,324,347	\$ 98,657	0.20%
U.S. Bank / Trust - Bridge Financing Collateral Accounts	\$ 23,277,647	\$ 909	0.02%
U.S. Bank / Trust - TIFIA (Tax Increment) Collateral Accounts	\$ 2,420,589	\$ 501	0.08%
Total Portfolio	\$ 243,194,495		

Listing of Deposits and Investments

Investment Type	Par Value	Carrying Value	Market Value ³	% of Portfolio	Purchase Date	Maturity Date	Yield to Maturity	Weighted Average Maturity (in days) ⁴
Cash								
Checking	\$ 3,007,837	\$ 3,007,837	\$ 3,007,837					
TIFIA Collateral Trust	\$ 795	\$ 795	\$ 795					
Total Cash	\$ 3,008,632	\$ 3,008,632	\$ 3,008,632	1.2%				
Cash Equivalents								
City & County of San Francisco Treasurer's Pool	\$ 17,164,075	\$ 17,164,075	\$ 17,164,075		n/a	n/a	n/a	
Fidelity Treasury Portfolio Money Market Fund (US Treasuries)	\$ 14,480,911	\$ 14,480,911	\$ 14,480,911	6.0%	n/a	n/a	n/a	
Federated Government Obligations Money Market Fund (US Treasuries)	\$ 4,078,271	\$ 4,078,271	\$ 4,078,271	1.7%	n/a	n/a	n/a	
Total Cash Equivalents	\$ 35,723,257	\$ 35,723,257	\$ 35,723,257	14.7%				1
Certificates of Deposit (FDIC Insured)								
State Bank of India	\$ 250,000	\$ 250,000	\$ 250,018		1/13/2015	7/14/2015	0.45%	
First Niagara Bank	\$ 250,000	\$ 250,000	\$ 250,013		1/13/2015	7/15/2015	0.35%	
Safra National Bank	\$ 250,000	\$ 250,000	\$ 250,013		1/13/2015	7/15/2015	0.35%	
Whitney Bank	\$ 250,000	\$ 250,000	\$ 250,023		1/13/2015	7/28/2015	0.30%	
S&T Bank	\$ 250,000	\$ 250,000	\$ 250,033		2/3/2015	8/12/2015	0.30%	
First Merit Bank	\$ 250,000	\$ 250,000	\$ 250,045		2/3/2015	8/13/2015	0.35%	
Oriental Bank	\$ 250,000	\$ 250,000	\$ 250,010		9/18/2015	9/18/2015	0.30%	
Everbank	\$ 250,000	\$ 250,000	\$ 250,015		6/19/2015	9/18/2015	0.25%	
Enerbank	\$ 250,000	\$ 250,000	\$ 250,058		2/26/2015	9/28/2015	0.35%	
Plainscapital CD	\$ 250,000	\$ 250,000	\$ 250,078		7/17/2015	10/16/2015	0.25%	
Homestreet Bank	\$ 95,000	\$ 95,000	\$ 95,032		4/14/2015	10/19/2015	0.25%	
Synovus Bank	\$ 225,000	\$ 225,000	\$ 225,072		1/26/2015	10/29/2015	0.40%	
Private Bank and Trust	\$ 250,000	\$ 250,000	\$ 250,070		2/11/2015	11/30/2015	0.40%	
USAmeriBank	\$ 250,000	\$ 250,000	\$ 250,053		2/6/2015	1/12/2016	0.40%	
Total Certificates of Deposit	\$ 3,320,000	\$ 3,320,000	\$ 3,320,529	1.4%				77
Commercial Paper								
Bank of Tokyo	\$ 10,000,000	\$ 9,999,242	\$ 9,999,800	4.1%	6/16/2015	7/7/2015	0.13%	
ING Funding	\$ 12,500,000	\$ 12,486,031	\$ 12,499,500	5.1%	2/11/2015	7/10/2015	0.27%	
Union Bank	\$ 12,500,000	\$ 12,488,618	\$ 12,499,500	5.1%	2/11/2015	7/10/2015	0.22%	
ING Funding	\$ 12,930,000	\$ 12,912,724	\$ 12,929,095	5.3%	1/13/2015	7/17/2015	0.26%	
Natixis	\$ 20,000,000	\$ 19,976,822	\$ 19,994,800	8.2%	3/24/2015	8/20/2015	0.28%	
US Bank	\$ 5,000,000	\$ 5,000,000	\$ 5,000,000	2.1%	3/24/2015	8/21/2015	0.17%	
ING Funding	\$ 8,500,000	\$ 8,486,173	\$ 8,496,515	3.5%	3/2/2015	9/1/2015	0.32%	
General Electric	\$ 1,500,000	\$ 1,498,246	\$ 1,499,385	0.6%	3/2/2015	9/1/2015	0.23%	
Bank of Tokyo	\$ 15,000,000	\$ 14,981,513	\$ 14,985,600	6.2%	5/28/2015	10/28/2015	0.23%	
Total Commercial Paper	\$ 97,930,000	\$ 97,829,368	\$ 97,904,195	40.3%				43
U.S. Treasury Bills								
U.S. Treasury Bill	\$ 12,000,000	\$ 11,992,160	\$ 11,998,560		9/26/2014	11/12/2015	0.04%	
U.S. Treasury Bill	\$ 1,534,000	\$ 1,533,899	\$ 1,533,969		4/2/2015	7/30/2015	0.20%	
Total U.S. Treasury Bills	\$ 13,534,000	\$ 13,526,059	\$ 13,532,529	5.6%				123
U.S. Treasury Notes								
U.S. Treasury Note	\$ 19,962,000	\$ 19,981,818	\$ 19,968,188		1/23/2015	9/15/2015	0.25%	
U.S. Treasury Note	\$ 19,600,000	\$ 19,619,776	\$ 19,609,212		2/11/2015	10/15/2015	0.25%	
U.S. Treasury Note	\$ 17,978,000	\$ 17,994,836	\$ 17,989,326		1/23/2015	12/15/2015	0.25%	
U.S. Treasury Note	\$ 20,131,000	\$ 20,175,244	\$ 20,159,385		1/23/2015	1/15/2016	0.38%	
U.S. Treasury Note	\$ 12,000,000	\$ 12,015,506	\$ 12,005,640		4/2/2015	8/31/2015	0.38%	
Total U.S. Treasury Notes	\$ 89,671,000	\$ 89,787,180	\$ 89,731,751	36.9%				127
Total Investments	\$ 240,178,257	\$ 240,185,864	\$ 240,212,262					73
Total Portfolio	\$ 243,186,889	\$ 243,194,495	\$ 243,220,894					

¹ The TJPA investment portfolio is in compliance with the TJPA Investment Policy (California Government Code Section 53646(b)(2)). TJPA has sufficient resources to cover expenditures for the next six months (California Government Code Section 53646(b)(3)).

² Investment interest reported net of premium/discount amortization.

³ Source of Market Value is U.S. Bank portfolio statements issued for 6/30/15. TJPA holds securities until maturity.

⁴ The calculation of Weighted Average Maturity for total investments assumes a maturity date of one day for investments without a maturity date.

Transbay Joint Powers Authority
Inception to Date Capital Outlay and Funding Sources
As of June 30, 2015 (Unaudited)

CAPITAL OUTLAY	INCEPTION TO DATE
Salary and Benefits	19,742,927
Administration	7,889,992
Professional & Specialized Services	
Transit Center/Bus Ramps Preliminary Engineering & Design	148,063,011
Temporary Terminal Preliminary Engineering & Design	3,263,825
Bus Storage Preliminary Engineering & Design	4,690,873
Utility Relocation Engineering & Design	5,860,326
Downtown Extension Preliminary Engineering & Design	26,580,416
Program Management/Program Control	90,955,341
Other Professional & Specialized Services	58,670,202
Subtotal, Professional & Specialized	338,083,994
Construction & Construction Management	
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	39,872,828
Former Terminal and Ramps Demolition (complete)	15,748,484
Construction Management and Construction Management Oversight	41,477,810
Transit Center Building Construction	585,893,071
Utility Relocation Construction	21,110,132
Bus Ramps Construction	26,293,391
Subtotal, Construction & Construction Management	752,874,532
Right of Way	
Property Acquisition	117,898,267
Professional Services (closing costs, relocation, etc.)	5,067,234
Subtotal, Right of Way	122,965,501
Other (Caltrans Attorney Parking)	411,538
TOTAL EXPENDITURES	1,241,968,484
FUNDING SOURCES	
Federal Demonstration Section 1601	8,795,355
Federal High Priority Project 5309	27,546,573
Federal Projects of National & Regional Significance	22,035,840
Federal High Speed Intercity Passenger Rail	393,505,506
Federal Rail Relocation	2,650,000
Federal Homeland Security Transit Security Grant Program	100,000
AC Transit Capital Contributions	15,432,643
AB 1171	140,210,815
Regional Measure 1	54,398,792
Regional Measure 2	146,951,244
San Francisco (Proposition K) Sales Tax	140,273,166
San Mateo Sales Tax	23,359,514
Regional Transportation Improvement Program (RTIP)	10,153,000
Land Sales	169,132,997
Bridge Financing Proceeds	79,914,146
Lease, Interest Income & Other Unrestricted Revenues	4,811,361
Reimbursements by Others (Private Utilities, Adjacent Property Developers, etc.)	1,898,842
Former SF Redevelopment Agency In-Kind Contribution	798,689
TOTAL FUNDING SOURCES	1,241,968,484

Notes: Inception to Date capital outlay is based on payments made and reported in the LOGOS Financial System as of June 30, 2015 as well as accrued outstanding June 2015 invoices.

Funding sources are based on funds received and recorded in the LOGOS Financial System as of June 30, 2015 as well as receivables related to accrued expenditures.

Report is for capital outlay/funding sources only; does not include operations.

Transbay Joint Powers Authority
Status of Program Reserve and Contingencies
through August 31, 2015

Date	Cost Trend Description	Design Contingency	Construction Contingency	CMGC Contingency	Program Reserve	Escalation	Revised Baseline Budget
	Phase 1 Revised Baseline Budget Amount as of 5/31/15	\$4,684,233	\$38,069,302	\$19,795,061	\$5,504,771	\$17,317,830	\$1,899,400,000
	Transfers & Draws						
6/4/2015	CCO - TG8.11 - W-2 curtain wall ground level embeds procurement		\$ (326,933)				
6/25/2015	CCO - TG7.1 - Rooftop steel associated with back of house/elevator machine room		\$ (1,067,129)				
6/25/2015	CCO - TG7.1 - Shop priming of all Bus Deck, Roof, and Light Column cast nodes		\$ (301,519)				
6/25/2015	CCO - TG7.1 - Non SLRS Frequency P Testing		\$ (34,155)				
7/8/2015	CCO - TG7.1 - Beam Modifications, Level two popout framing, edge of slab support		\$ (10,567)				
7/9/2015	Award - TG12.1 - Civil/Sitework	\$ (87,425)				\$ (698,299)	
7/9/2015	Award - TG8.2 - Exterior Awning				\$ 2,759,959		
7/9/2015	Award - TG16.0 - Interiors	\$ (348,118)			\$ (1,293,523)	\$ (2,334,583)	
7/23/2015	CCO - Credit to TG6.0 for materials		\$ 704,996				
7/23/2015	CCO - TG7.2 -Additional Rebar and Dowels for Added Bus Deck Level Crash Rai		\$ (479,366)				
7/31/2015	CCO - TG 18.1 - Unknown Building Foundations & Utilitie:		\$ (11,833)				
7/31/2015	CCO - TG4.2 Added Water Main at Natoma and Minne		\$ (275,668)				
7/31/2015	CCO - TG6.0 Trestle Sleeve shims and credit rebar labor			\$ (56,267)			
8/4/2015	CCO - TG7.1 - Structural Steel Revisions		\$ (130,410)				
8/4/2015	CCO - TG18.1 - Overhead Contact System Poles Relocation & Hazmat Testing		\$ (40,120)				
8/18/2015	CCO - TG18.1 - Bridge Deck Drain		\$ (179,727)				
8/18/2015	CCO - TG8.6 - Provide W-14 metal ceiling anchors and coordination drawings:		\$ (1,887,938)				
8/20/2015	CCO - TG6.0 - Schedule Acceleration			\$ (751,679)			
8/25/2015	ROW Reconciliation with closeout of acquisition				\$ 1,572,111		
	Total Transfers/Draws	\$ (435,543)	\$ (4,040,369)	\$ (807,946)	\$ 3,038,547	\$ (3,032,882)	\$ -
	Phase 1 Baseline Budget Amount as of 8/31/15	\$4,248,690	\$34,028,933	\$18,987,115	\$8,543,318	\$14,284,948	\$1,899,400,000
	Summary of Total Program Contingencies & Reserve						
	Beginning Contingencies & Reserve Balance (5/31/15)	\$ 4,684,233	\$ 38,069,302	\$ 19,795,061	\$ 5,504,771	\$ 17,317,830	\$ 85,371,197
	Changes since Previous Report	\$ (435,543)	\$ (4,040,369)	\$ (807,946)	\$ 3,038,547	\$ (3,032,882)	\$ (5,278,193)
	Current Contingency & Reserve Balances (8/31/15)	\$ 4,248,690	\$ 34,028,933	\$ 18,987,115	\$ 8,543,318	\$ 14,284,948	\$ 80,093,004

CCO = Contract Change Order