

**To:** TJPA Board of Directors  
**From:** Mark Zabaneh, Executive Director  
**Date:** For the Board Meeting of March 14, 2019  
**Re:** Transbay Joint Powers Authority **Quarterly Financial Reports**

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

1. FY 2018-19 Second Quarter Budget vs. Actual Financial Report (Unaudited)
2. Status of Purchase Orders and Contracts Greater than \$25,000 as of December 31, 2018
3. Inception to December 31, 2018 Capital Expenditures and Funding Sources (Unaudited)

This memorandum describes the reports, which are provided for information only; no Board action is required.

### **1. FY 2018-19 Second Quarter Budget vs. Actual Financial Report**

The TJPA Board approved the FY 2018-19 capital and operating budgets in June 2018. There have been two amendments to each of the fiscal year budgets, approved by the Executive Director under TJPA Budget Policy.

Accounting reports have been summarized to show budget versus actual amounts for capital expenditures, operating expenses, and corresponding funding sources and revenues through the second quarter of fiscal year 2018-19 (July 1, 2018 through December 31, 2018), unaudited, for the capital and operating budgets. The FY 2018-19 second quarter budget versus actual financial report is Attachment 1.

### **2. Status of Purchase Orders and Contracts Greater than \$25,000 as of December 31, 2018**

TJPA staff periodically reports to the Board on the status of contracts greater than \$25,000. As shown in Attachment 2, expenditures and expenses as of December 31, 2018, 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. With minimal amounts of FTA grants remaining for new contract awards, TJPA does not have a target DBE Participation Level for the three Federal Fiscal Years October 1, 2016 through September 30, 2019 but does have an SBE goal for the Program of 14.3%. The DBE commitment for all contracts awarded thus far in the period was 8% and the SBE commitment was 15%. \$77.5 million has been paid to DBEs and SBEs for the Federal Fiscal Years 2016-19 (October 1, 2016 – September 30, 2019) thus far.

### **3. Inception to December 31, 2018 Capital Outlay and Funding Sources**

The Inception to Date Capital Outlay and Funding Sources (unaudited) report (Attachment 3) provides an overview of the TJPA's capital outlay and funding sources from the beginning of the program through December 31, 2018, for both program phases. Summary level information is provided by major capital outlay category and funding source. This report does not include operating expenses or revenues.

Additionally, the Second Quarter Investment Report was distributed to the Board and posted on the TJPA website under Financial Documents on February 8, 2019. TJPA investments were in compliance with the TJPA Investment Policy.

**Transbay Joint Powers Authority**  
**Fiscal Year 2018-19 Budget vs. Actual (Unaudited)**  
**2nd Quarter (July 2018 through December 2018)**  
As of February 25, 2019

	FY 2018-19 Capital Budget Amendment 2 <sup>3</sup>	FY 2018-19 2nd Quarter Capital Outlay & Funding Sources	Unexpended FY 2018 -19 Capital Budget	Percent Expended through Fiscal Year
<b>CAPITAL EXPENDITURES<sup>1</sup></b>				
<b>Salaries &amp; Benefits</b>				
Salaries	1,436,100	853,724	582,376	59%
Benefits	488,400	281,509	206,891	58%
<b>Subtotal, Salaries &amp; Benefits</b>	<b>1,924,500</b>	<b>1,135,233</b>	<b>789,267</b>	<b>59%</b>
<b>Administration</b>				
Rent	615,320	368,190	247,130	60%
Insurance	77,700	45,731	31,969	59%
Office Expenses	142,700	24,539	118,161	17%
Office Moving Expenses & Other One-Time Costs	500,000	-	500,000	0%
Communications	47,700	16,898	30,802	35%
Information Technology Support	201,100	62,393	138,707	31%
Travel/Conferences	22,700	24	22,676	0%
Professional Development	11,800	3,263	8,537	28%
Board Expenses	12,000	228	11,772	2%
Meeting Expenses	2,700	706	1,994	26%
Benefits Administration/Payroll Services	15,000	9,475	5,525	63%
Miscellaneous	40,400	4,386	36,014	11%
<b>Subtotal, Administration</b>	<b>1,689,120</b>	<b>535,833</b>	<b>1,153,287</b>	<b>32%</b>
<b>Professional &amp; Specialized Services</b>				
<b>Engineering &amp; Design Services</b>				
Program Management / Program Controls	5,260,000	1,878,516	3,381,484	36%
Downtown Extension Preliminary Engineering & Design	8,024,700	709,292	7,315,408	9%
Downtown Extension Interagency Coordination	300,000	-	300,000	0%
Transit Center & Ramps Engineering & Design	2,670,000	2,665,535	4,465	100%
Transit Center Traffic Signals	100,000	72,775	27,225	73%
Transit Center Overhead Lines	200,000	-	200,000	0%
Transit Center Commissioning Agent	347,300	36,242	311,058	10%
Bus Ramps Design Reviews	86,000	86,000	-	0%
Bus Storage Engineering & Design	240,000	-	240,000	0%
Environmental Consultant / Building and Soil Haz. Mat.	1,000	-	1,000	0%
Public Art Program	1,000,000	-	1,000,000	0%
Other Engineering & Design Services	535,500	-	535,500	0%
<b>Permits and Fees</b>				
Transit Center Building & Ramps Permits & Fees (including DBI)	265,000	264,187	813	100%
Bus Storage Permits & Fees	44,000	43,430	570	99%
DTX Permits & Fees	4,000	3,609	391	90%
<b>Real Estate Services</b>				
Property Management	9,000	7,666	1,334	85%
ALTA / Design Surveys	7,360	6,272	1,088	85%
Miscellaneous Real Estate Services	120,000	-	120,000	0%
<b>Construction Management</b>				
Construction Management Oversight for Transit Center	3,800,000	1,698,275	2,101,725	45%
Construction Management for Bus Storage	168,000	163,135	4,865	97%
Construction Dispute Resolution Services	100,000	32,638	67,363	33%
<b>Construction</b>				
Transit Center Building & Ramps Construction	102,081,700	28,376,808	73,704,892	28%
Base Building / Tenant Improvements	26,888,720	3,668,885	23,219,835	14%
Bus Storage Construction	3,000,000	2,901,269	98,731	97%
<b>Planning &amp; Environmental Analysis</b>				
Economic and Real Estate Analysis	13,100	9,467	3,633	72%
Environmental Review	3,800,000	-	3,800,000	0%
<b>Administration</b>				
Outside Legal Counsel & City Attorney	4,653,600	4,648,762	4,838	100%
Financial & Grant Management	310,000	282,428	27,573	91%
Accounting Software, Installation and Maintenance	30,350	30,342	9	100%
Audit Services	28,000	28,000	-	100%
Credit Rating Analysis	27,500	27,500	-	100%
Loan Servicing Fees and Interest	1,287,400	1,140,491	146,909	89%
Trustee Account Services	1,100	275	825	25%
Community & Public Relations	111,220	111,061	159	100%
Legislative Services	261,250	129,000	132,250	49%
Other Intergovernmental Agreements / Other Consulting Assistance	68,300	66,296	2,004	97%
<b>Transit Center Temporary Closure</b>				
Transit Center Temporary Closure	375,000	374,211	789	100%
<b>Subtotal, Professional &amp; Specialized Services</b>	<b>166,219,100</b>	<b>49,462,364</b>	<b>116,756,736</b>	<b>30%</b>
<b>TOTAL CAPITAL EXPENDITURES</b>	<b>169,832,720</b>	<b>51,133,430</b>	<b>118,699,290</b>	<b>30%</b>

**Transbay Joint Powers Authority**  
**Fiscal Year 2018-19 Budget vs. Actual (Unaudited)**  
**2nd Quarter (July 2018 through December 2018)**  
As of February 25, 2019

	FY 2018 -19 Capital Budget	FY 2018-19 2nd Quarter Capital Outlay & Funding Sources	Unexpended FY 2018 -19 Capital Budget	Percent Expended through Fiscal Year
<b>CAPITAL FUNDING SOURCES <sup>2</sup></b>				
<b>Committed Funding Sources</b>				
FTA Bus Facility, Alternatives Analysis, OBAG, PNRS Grants	1,135,510	1,353,509	(217,999)	119%
Regional Measure 2	556,960	124,200	432,760	22%
AB1171 Bridge Tolls	214,000	565,228	(351,228)	264%
Proposition K San Francisco Sales Tax	1,801,300	1,546,474	254,826	86%
AC Transit Capital Contribution	143,090	-	143,090	0%
Land Sales Proceeds	5,150,000	247,375	4,902,625	5%
Bridge Loan Proceeds	524,380	1,077,011	(552,631)	205%
TIFIA Proceeds	17,414,960	10,087,616	7,327,344	58%
City Financing Proceeds	39,923,000	14,250,881	25,672,119	36%
Transit Center District CFD Bond Proceeds / Impact Fees	63,500,930	19,141,527	44,359,403	30%
Early Naming Rights Payment	3,918,300	-	3,918,300	0%
Net Tax Increment Revenue	1,288,230	1,140,394	147,836	89%
Lease Income	95,000	135,311	(40,311)	142%
Interest Income	443,750	613,267	(169,517)	138%
Reimbursements by Others (Private Utilities, Adjacent Properties)	1,500,000	981,854	518,146	65%
<b>Subtotal, Committed Revenue</b>	<b>137,609,410</b>	<b>51,264,647.84</b>	<b>86,344,762</b>	<b>37%</b>
<b>Planned Funding Sources</b>				
Proposition K San Francisco Sales Tax	9,678,630	-	9,678,630	0%
Transit Center District Impact Fees	22,544,680	-	22,544,680	0%
<b>Subtotal, Planned Revenue</b>	<b>32,223,310</b>	<b>-</b>	<b>32,223,310</b>	<b>0%</b>
<b>Other</b>				
Use of (Contribution to) Fund Balance	-	(131,218)	131,218	0%
<b>Subtotal, Other</b>	<b>-</b>	<b>(131,218)</b>	<b>131,218</b>	<b>0%</b>
<b>TOTAL CAPITAL REVENUE + OTHER</b>	<b>169,832,720</b>	<b>51,133,430</b>	<b>118,699,290</b>	<b>30%</b>

<sup>1</sup> 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.

<sup>2</sup>

Capital 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.

<sup>3</sup> Capital Budget Amendment 2 approved by TJPA Executive Director under TJPA Budget Policy.

**Transbay Joint Powers Authority**  
**Fiscal Year 2018-19 Budget vs. Actual (Unaudited)**  
**2nd Quarter (July 2018 through December 2018)**  
As of February 25, 2019

	FY 2018-19 Operating Budget Amendment 2 <sup>1</sup>	FY 2018 -19 2nd Quarter Operating Expenses & Revenues	Unexpended FY 2018 -19 Operating Budget	Percent Expended through Fiscal Year
<b>OPERATING EXPENSES</b>				
<b>Temporary Terminal</b>				
Temporary Terminal Facility Management, Security & Utilities	466,779	466,354	425	100%
Parking Control Officers	22,000	15,456	6,544	70%
Insurance	10,400	10,400	-	100%
<b>Subtotal, Temporary Terminal</b>	<b>499,179</b>	<b>492,209</b>	<b>6,970</b>	<b>99%</b>
<b>Transit Center</b>				
Transit Center Maintenance	2,725,200	722,159	2,003,041	26%
Transit Center Janitorial	2,234,636	795,572	1,439,064	36%
Transit Center Utilities	2,160,800	362	2,160,438	0%
Park Maintenance & Programming	663,700	67,232	596,468	10%
Park Management Fee & Administration	798,000	412,845	385,155	52%
Digital Content Management & Wayfinding Systems	729,700	220,280	509,420	30%
Marketing & Leasing Commissions	2,794,500	858,525	1,935,975	31%
Asset Management Fee & Administration	2,675,600	1,175,581	1,500,019	44%
Security	7,994,300	3,248,963	4,745,337	41%
Insurance	1,080,425	1,077,108	3,317	100%
Transit Center Temporary Closure	49,460	49,411	49	100%
<b>Subtotal, Transit Center</b>	<b>23,906,321</b>	<b>8,628,038</b>	<b>15,278,283</b>	<b>36%</b>
<b>Program</b>				
TJPA Staff Salaries & Benefits	1,313,750	305,475	1,008,275	23%
TJPA Administration	577,600	4,677	572,923	1%
Community Benefits District Special Tax Assessments	109,600	109,555	45	100%
Audit Services	24,000	-	24,000	0%
Legal Services	500,000	-	500,000	0%
Loan Servicing Fees & Interest	2,090,700	-	2,090,700	0%
<b>Subtotal, Program</b>	<b>4,615,650</b>	<b>419,707</b>	<b>4,195,943</b>	<b>9%</b>
<b>Reserves</b>				
Emergency Reserve	500,000	-	500,000	0%
Operating Contingency	3,635,900	-	3,635,900	0%
<b>Subtotal, Reserves</b>	<b>4,135,900</b>	<b>-</b>	<b>4,135,900</b>	<b>0%</b>
<b>TOTAL OPERATING EXPENSES</b>	<b>33,157,050</b>	<b>9,539,954</b>	<b>23,617,096</b>	<b>29%</b>
<b>OPERATING REVENUE &amp; FUNDING SOURCES</b>				
Regional Measure 2	8,026,000	7,548,115	477,885	94%
Net Tax Increment Revenue	2,090,700	-	2,090,700	0%
Other Regional Contributions	3,788,950	-	3,788,950	0%
Community Benefit District Park Payments	1,157,400	504,873	652,527	44%
Neutral Host DAS fees	1,375,000	66,837	1,308,163	5%
Naming Rights	5,194,400	1,300,412	3,893,988	25%
Transit Center Retail Revenue	1,351,400	-	1,351,400	0%
Transit Center Sponsorship / Event Revenue	947,400	-	947,400	0%
Transit Center Advertixing & Miscellaneous Revenue	907,800	-	907,800	0%
Temporary Terminal Rents	347,200	2,624	344,576	1%
Other Operator Rents	279,600	-	279,600	0%
201 Mission Sublease	324,525	-	324,525	0%
<b>Subtotal, Operating Revenue</b>	<b>25,790,375</b>	<b>9,422,862</b>	<b>16,367,513</b>	<b>37%</b>
Use of Fund Balance	500,000	-	500,000	0%
Use of Operating & Maintenance Reserve	6,866,675	117,093	6,749,582	2%
<b>Subtotal, Other Sources</b>	<b>7,366,675</b>	<b>117,093</b>	<b>7,249,582</b>	<b>2%</b>
<b>TOTAL OPERATING SOURCES</b>	<b>33,157,050</b>	<b>9,539,954</b>	<b>23,617,096</b>	<b>29%</b>

<sup>1</sup> Operating Budget Amendment 2 approved by TJPA Executive Director under TJPA Budget Policy.

**Transbay Joint Powers Authority**  
**Status of Purchase Orders and Contracts greater than \$25,000**  
**Fiscal Year 2018-19 through Second Quarter (July 2018 to December 2018)**  
As of February 27, 2019

Purpose	Vendor	Contract Value	Accrued to December 31, 2018	Term	Funding Source	DBE Advisory	DBE Actual through December 31, 2018	SBE Goal	SBE Actual through December 31, 2018
<b>Professional &amp; Specialized Services</b>									
Program Management / Program Controls	AECOM (formerly URS)	Authorized: \$30,295,075 Total: \$34,030,000	\$28,077,779	7/1/14-12/31/19	AB1171, Bridge loan, CFD impact fees & bonds, developer contribution, Planning, Prop K, TIFIA	n/a	18%	37%	26%
Downtown Extension Preliminary Engineering	Parsons Transportation Group	\$22,300,000	\$7,346,171	7/1/11-12/31/19	CFD impact fees, Planning, Prop K	31%	6%	0%	8%
Bus Storage A&E Services	Jacobs Engineering (formerly Carter & Burgess)	Authorized: \$5,691,451 Total: \$5,733,696	\$5,681,940	5/21/07- Bus Storage Warranty	City Financing, RM-2, RTIP	16%	11%	0%	25%
Bus Ramp Design Peer Review Services	Thornton Tomasetti	Authorized: \$86,000 Total: \$86,000	\$86,000	11/20/17 - 11/19/18	CFD bonds	n/a	0%	n/a	0%
Utility Relocation A&E Services	AECOM (formerly Metcalf & Eddy)	Authorized: \$5,548,071 Total: \$5,593,515	\$5,548,071	9/20/07- Utility Warranty	AB1171, FRA, RM-2	26%	7%	33%	15%
Transit Center Bldg & Related Structures A&E Services	Pelli Clarke Pelli Architects	Authorized: \$156,069,931 Total: \$156,360,000	\$155,820,647	5/16/08- Transit Ctr Warranty	AB1171, AC Transit, bridge loan, CFD bonds, City Financing, developer contrib, FRA, land sales, Prop K, RM-2, RTIP, TIFIA	0%	0%	n/a	8%
Commissioning Agent	Enovity Inc.	Authorized: \$779,292 Total: \$828,196	\$578,046	9/10/09- 6/30/19	RM-2	5%	0%	90%	85%
Organizational Assessment	Management Partners	Authorized: \$68,300 Total: \$100,000	\$59,266	8/16/18- 8/15/21	FTA, TIFIA	n/a	n/a	n/a	n/a
Elevators	Otis Elevator Company	Authorized: \$406,426 Total: \$2,160,000	\$203,212	9/1/18 - 8/31/28	City Financing	n/a	n/a	n/a	n/a
Escalators	Schindler Elevator Corporation	Authorized: \$465,982 Total: \$3,000,000	\$465,982	9/1/18 - 8/31/29	TIFIA	n/a	n/a	n/a	n/a
Artwork: Shaw Alley Pedestrian Passage	James Carpenter Design Associates	\$207,000	\$175,950	3/3/11- 9/30/18	Bridge loan, CFD bonds, City Financing, Prop K	n/a	n/a	n/a	n/a
Artwork: Bus Level Enclosure LED Array	Jenny Holzer	\$260,000	\$233,000	9/8/16- n/a	AB1171, City Financing, Prop K	n/a	n/a	n/a	n/a
Lease Agreement (Rent Costs only)	California Mission Street Partners	\$8,629,300	\$6,925,175	12/1/03- 3/31/21	Bridge loan, CFD bonds, FTA, RTIP, sublease, TIFIA	n/a	n/a	n/a	n/a

**Transbay Joint Powers Authority**  
**Status of Purchase Orders and Contracts greater than \$25,000**  
**Fiscal Year 2018-19 through Second Quarter (July 2018 to December 2018)**  
As of February 27, 2019

Purpose	Vendor	Contract Value	Accrued to December 31, 2018	Term	Funding Source	DBE Advisory	DBE Actual through December 31, 2018	SBE Goal	SBE Actual through December 31, 2018	
<b>Legal Bench 12-02</b>		<b>Authorized:</b>								
General Counsel	Shute, Mihaly & Weinberger	\$10,784,600	\$10,605,955	9/1/12-8/31/19	CFD Bonds, City Financing, developer contribution, FTA, Prop K, TIFIA	0%	0%	100%	84%	
Construction Counsel	Seyfarth Shaw	\$4,144,000	\$3,898,610	9/19/12-9/18/19	CFD bonds, City Financing, developer contribution, FRA, FTA, Prop K, unrestricted revenue	0%	0%	0%	0%	
Financial Counsel	Nixon Peabody	\$685,000	\$663,446	9/21/12-9/20/19	CFD bonds, FTA, Prop K, TIFIA	0%	0%	0%	0%	
Labor Counsel	Renne Public Law Group	\$270,773	\$256,078	9/1/12-8/31/19	CFD bonds, FTA, Prop K	0%	0%	0%	0%	
<b>Total Authorized:</b>		<b>\$15,884,373</b>	<b>Total Bench NTE: \$17,000,000</b>							
Legal Counsel	Thompson Coburn	Authorized: \$600,000 Total: \$1,000,000	\$582,172	11/1/10-7/31/19	CFD bonds, FTA	0%	0%	0%	0%	
Legal Counsel	Jones Day	Authorized: \$13,000,000 Total: \$15,700,000	\$12,182,215	12/14/16-12/13/21	City Financing, insurer reimbursements	n/a	0%	0%	0%	
Financial Consulting Services	Sperry Capital (formerly Nancy Whelan Consulting)	\$4,804,920	\$4,286,849	3/1/11-11/30/19	FRA, FTA, Prop K, TIFIA	30%	14%	72%	74%	
Public Relations & Community Outreach	Davis & Associates	\$188,850	\$188,840	11/6/17-11/5/19	FTA, CFD bonds	n/a	100%	80%	100%	
State Advocacy Services	Townsend Public Affairs	\$327,000	\$234,750	11/1/16-10/31/19	unrestricted revenue	n/a	0%	0%	0%	
Federal Advocacy Services	Carpi & Clay	\$483,000	\$289,756	2/1/17-1/31/20	unrestricted revenue	n/a	0%	0%	0%	
Integrated Financial System	Tyler Technologies (formerly New World Systems)	\$507,782	\$422,570	2/21/08-6/30/20	Bridge loan, FTA, RM-2, TIFIA	0%	0%	0%	0%	
Independent Auditor	Vavrinek, Trine, Day & Co	\$144,000	\$144,000	3/11/16-3/10/19	Bridge loan, CFD bonds, TIFIA	0%	0%	0%	0%	
Information Technology Support Services	CyberTrails (formerly Decision Consultants)	Authorized: \$370,000 Total: \$510,000	\$351,670	7/24/13-7/23/19	Bridge loan, FTA, TIFIA	n/a	86%	n/a	86%	
<b>Real Estate Related Professional Services</b>										
On-Call Survey & Mapping Services	F3 & Associates	Authorized: \$219,175 Total: \$390,000	\$211,054	1/20/11-8/31/18	FRA, Prop K	15%	0%	100%	100%	

**Transbay Joint Powers Authority**  
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**Fiscal Year 2018-19 through Second Quarter (July 2018 to December 2018)**  
As of February 27, 2019

Purpose	Vendor	Contract Value	Accrued to December 31, 2018	Term	Funding Source	DBE Advisory	DBE Actual through December 31, 2018	SBE Goal	SBE Actual through December 31, 2018	
<b>Construction &amp; Construction Management</b>										
Construction Management Oversight	Turner Construction Company	\$78,000,000	\$75,000,000	6/28/10-6/30/20	AB1171, AC Transit, bridge loan, CFD bonds, FRA, land sales, Prop K, TIFIA	35%	40%	35%	45%	
Construction Manager/ General Contractor - TTC & Ramps	Webcor/Obayashi	Authorized Pre-Construction: \$30,728,362 Authorized Construction: \$1,385,741,369	\$1,409,243,686	3/12/09-Completion	AB1171, AC Transit, bridge loan, bridge tolls, CFD bonds, City Financing, developer & utility reimbursements, FRA, land sales, OBAG, Prop K, TIFIA	17%	5%	17%	11%	
Bus Storage Construction Management	Townsend Management	\$1,375,000	\$1,370,155	12/1/16-11/30/19	City Financing, RM-2, TIFIA	55%	100%	74%	100%	
Bus Storage Construction	Ghilotti Construction	\$24,379,665	\$24,357,710	5/1/17-Completion	City Financing	0%	19%	32%	23%	
Construction Labor Compliance Software	Elation Systems	\$110,300	\$96,500	9/15/08-12/31/18	AB1171, CFDBND, City Financing, FRA, Prop K, RM-2, TIFIA	0%	35%	0%	47%	
<b>Operations</b>										
Transit Center Asset Manager	LPC West Transit Management	based on services provided	\$12,407,994	5/8/17-5/7/23	Community Benefits District, CFD bonds, City Financing, RM-2, TIFIA, TTC Operating	n/a	5%	0%	11%	
Unarmed Security Guard & Roving Ambassafor Services	Allied Universal	Authorized: \$3,012,223 Total: \$18,191,100	\$2,092,405	1/11/18-6/30/21	Community Benefits District, RM-2, TTC Operating	n/a	0%	n/a	0%	
Physical Security (PSIM) System & Emergency Communication (ECS/ MNS) Integration Svcs	G4S Technology	\$5,606,664	\$4,229,788	6/8/17-6/7/19	CFD bonds, City Financing, land sales	0%	0%	0%	0%	
IT Cybersecurity	Mosaic451	Authorized: \$625,973 Total: \$2,020,891	\$407,937	3/12/18-3/11/21	RM-2, TTC Operating	n/a	0%	n/a	0%	
Two-way Radio	Wireless Voice & Data, Inc.	\$165,079	\$126,282	7/12/18 7/11/21	RM-2	n/a	n/a	n/a	n/a	
<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	8%	15%	\$142,930,280	\$134,129,372
Federal Fiscal Years October 2016 - September 2019						n/a	8%	15%	\$41,324,794	\$36,216,070

\*TJPA began tracking SBEs in FFY08-09

**Transbay Joint Powers Authority**  
**Status of Purchase Orders and Contracts greater than \$25,000**  
**Fiscal Year 2018-19 through Second Quarter (July 2018 to December 2018)**  
As of February 27, 2019

Agency	Contract or Budget Value	Accrued to December 31, 2018	Term	Funding Source	Notes
<b>Interagency Agreements</b>					
California Department of Transportation (Caltrans)	\$300,000	\$268,955	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 (Agreement #04-2247).
Caltrans	\$500,000	\$325,949	7/3/14-completion of Bus Ramp & Bus Storage	CFD bonds, 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; amended to include Bus Storage Facility in resolution 17-032.
Caltrans	\$377,018	\$377,018	5/15/17-completion of Bus Storage	City Financing	Bus Storage Facility 25-year Lease Agreement; agreement approved by the TJPA Board in resolution 17-008. TJPA responsible only through construction, then AC Transit assumes responsibility per Sublease Agreement with AC Transit, approved by the TJPA Board in resolution 17-018.
SF City Attorney	\$2,712,133	\$2,705,148	on-going	CFD bonds, Bridge loan, FTA, Prop K	Legal Services provided via Administrative Services agreement dated October 2001 between TJPA and City and County of San Francisco.
SF Police Department	\$2,369,000	\$1,013,045	8/12/18-on-going	Naming Rights and RM-2	Supplemental Police Services in coordination with other law enforcement and City agencies.
SF Public Works	Authorized: \$1,969,129 Total: \$2,255,500	\$1,002,370	2/11/08-12/10/18	CFD bonds, 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 Public Works	\$4,491,461	\$1,526,722	1/4/16-Phase 1 Completion	Prop K	Construction Management and Oversight Services provided via agreement approved by TJPA Board in resolution 16-008.
SF Municipal Transportation Agency	Authorized: \$4,457,379 Total: \$5,393,677	\$4,501,809	8/01/09-6/30/18	CFD bonds, Prop K, RM-2, TIFIA	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; amended to extend and redistribute budget in Board resolution 17-029.
SF Art Commission	\$950,000	\$938,042	7/1/08-6/30/20	AB1171, FTA, Prop K, RTIP, TIFIA	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: \$4,794,890	\$4,774,643	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.

**Transbay Joint Powers Authority**  
**Status of Purchase Orders and Contracts greater than \$25,000**  
**Fiscal Year 2018-19 through Second Quarter (July 2018 to December 2018)**  
As of February 27, 2019

Purpose	Vendor	Award Value	Total Spent	Term	Funding Source	DBE Advisory	DBE Actual	SBE Goal	SBE Actual
<b>Contracts Completed 10/1/18 - 12/31/18</b>									
Temporary Terminal Facility Manager	ABM Facility Services (formerly Linc)	\$9,500,000	\$8,417,924	8/20/09-10/31/18	RM-2	2%	5%	15%	11%
Phase 2 Real Estate Valuation Services	Runde & Partners	\$62,500	\$62,500	10/19/16-10/18/18	CFD impact fees	n/a	0%	0%	0%
<b>Real Estate Bench 11-03 Authorized:</b>									
Real Estate Economics Advisory Services	The Concord Group	\$219,993	\$219,993	8/1/11-12/31/18	FTA, Prop K	0%	0%	0%	0%
Real Estate Economics Advisory Services	Seifel Consulting	\$263,963	\$263,963	8/1/11-12/31/18	FTA, Prop K	0%	0%	100%	100%
Real Estate Economics Advisory Services	Jones Lang LaSalle	\$7,050	\$7,050	4/23/12-4/22/17 (complete)	FTA	0%	0%	0%	0%
Real Estate Economics Advisory Services	Keyser Marston	\$8,995	\$8,995	6/4/15 - 6/3/18 (complete)	Prop K	0%	0%	0%	0%
<b>Total Authorized:</b>		<b>\$500,000</b>	<b>Total Bench NTE:</b>	<b>\$500,000</b>					

**Transbay Joint Powers Authority**  
**Inception to Date Capital Expenditures and Funding Sources (Phase 1 and Phase 2)**  
**As of December 31, 2018**  
(Unaudited)

Attachment 3

<b>CAPITAL EXPENDITURES</b>	<b>INCEPTION TO DATE</b>
<b>Salary and Benefits</b>	<b>28,949,084</b>
<b>Administration</b>	<b>11,466,132</b>
<b>Professional &amp; Specialized Services</b>	
Transit Center/Bus Ramp Engineering & Design	171,014,717
Temporary Terminal Engineering & Design (complete)	3,263,825
Bus Storage Engineering & Design	6,220,410
Utility Relocation Engineering & Design	5,990,409
Downtown Extension Preliminary Engineering & Design	32,362,504
Program Management/Program Controls	111,890,842
Other Professional Services	70,780,628
<b>Subtotal, Professional &amp; Specialized</b>	<b>401,523,333</b>
<b>Construction &amp; Construction Management</b>	
Temporary Terminal Construction Management (complete)	1,749,247
Temporary Terminal Construction (complete)	20,729,570
Transit Center CM/GC Pre-Construction Services and Bonds	43,973,394
Former Terminal and Ramps Demolition (complete)	15,748,484
Construction Management and Construction Management Oversight	76,751,407
Utility Relocation Construction	27,688,118
Transit Center Building Construction	1,346,715,653
Transit Center Temporary Closure	374,211
Tenant Improvements	5,860,297
Bus Ramp Construction	64,010,149
Bus Storage Construction Management	1,421,783
Bus Storage Construction	24,734,727
<b>Subtotal, Construction &amp; Construction Management</b>	<b>1,629,757,041</b>
<b>Right of Way</b>	
Property Acquisition (complete for Phase 1)	117,982,980
Professional Services (closing costs, relocation, etc.)	5,067,734
<b>Subtotal, Right of Way</b>	<b>123,050,714</b>
<b>Other</b>	
Caltrans Attorney Parking (complete)	411,538
Financing Costs (Bridge Loan, TIFIA, City Financing)	28,429,253
<b>Subtotal, Other</b>	<b>28,840,791</b>
<b>TOTAL ACCRUED CAPITAL EXPENDITURES</b>	<b>2,223,587,094</b>

**CAPITAL FUNDING SOURCES**

FTA: Federal Demonstration Section 1601	8,795,355
FTA: Federal High Priority Project 5309	30,142,647
FTA: Federal Projects of National & Regional Significance	24,438,286
FTA: Federal Congestion Management & Air Quality (One Bay Area Grant)	5,704,129
FRA: Federal High Speed Intercity Passenger Rail	400,000,000
FRA: Federal Rail Relocation Grant	2,650,000
FEMA: Federal Homeland Security Transit Security Grant	100,000
AC Transit Capital Contributions	39,473,919
AB 1171 Bridge Tolls	149,629,893
Regional Measure 1 Bridge Tolls	54,400,000
Regional Measure 2 Bridge Tolls	149,552,063
San Francisco (Proposition K) SF Sales Tax	195,430,502
San Mateo Sales Tax	23,359,514
Regional Transportation Improvement Program (RTIP)	10,153,000
Land Sales	514,418,519
Bridge Loan Proceeds	156,425,526
TIFIA Loan Proceeds	168,667,597
City Financing Proceeds	158,542,778
Mello-Roos Community Facilities District (CFD) Bond Proceeds	102,581,158
Lease, Interest Income & Other Unrestricted Sources	9,179,484
Reimbursements by Others (Private Utilities, Adjacent Property Developers, etc.)	7,567,576
Net Tax Increment	11,187,159
Former SF Redevelopment Agency In-Kind Contribution	798,689
Transit Center District Impact Fees	389,301
<b>TOTAL CAPITAL FUNDING SOURCES</b>	<b>2,223,587,094</b>

Notes: Inception to Date capital outlay is based on payments made and reported in the LOGOS Financial System as of December 2018, as well as accrued outstanding December 2018 invoices, and accrued interest payable.  
Revenues are based on revenue received and recorded in the LOGOS Financial System as of December 31, 2018, as well as receivables related to accrued expenditures.  
Report is for capital expenditures/revenues only; does not include operations.