

# Memorandum

**To:** TJPA Board of Directors  
**From:** Erin Roseman, Chief Financial Officer  
**Date:** For the Board Meeting of June 13, 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 Third Quarter Budget vs. Actual Financial Report (Unaudited)
2. Status of Purchase Orders and Contracts Greater than \$25,000 as of March 31, 2019
3. Inception to March 31, 2019 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 Third Quarter Budget vs. Actual Financial Report**

The TJPA Board approved the FY 2018-19 capital and operating budgets in June 2018. There have been three 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 third quarter of fiscal year 2018-19 (July 1, 2018 through March 31, 2019), unaudited, for the capital and operating budgets. The FY 2018-19 third quarter budget versus actual financial report is Attachment 1.

## **2. Status of Purchase Orders and Contracts Greater than \$25,000 as of March 31, 2019**

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 March 31, 2019, 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%. \$79 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 March 31, 2019 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 March 31, 2019, 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 Third Quarter Investment Report was distributed to the Board and posted on the TJPA website under Financial Documents on May 31, 2019. TJPA investments were in compliance with the TJPA Investment Policy.

**Transbay Joint Powers Authority**  
**Fiscal Year 2018-19 Budget vs. Actual (Unaudited)**  
**3rd Quarter (July 2018 through March 2019)**  
**As of May 24, 2019**

	FY 2018-19 Capital Budget Amendment 3 <sup>3</sup>	FY 2018-19 3rd 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	1,510,000	1,131,454	378,546	75%
Benefits	488,400	364,674	123,726	75%
<b>Subtotal, Salaries &amp; Benefits</b>	<b>1,998,400</b>	<b>1,496,128</b>	<b>502,272</b>	<b>75%</b>
<b>Administration</b>				
Rent	615,320	565,484	49,836	92%
Insurance	77,700	45,731	31,969	59%
Office Expenses	142,700	32,846	109,854	23%
Office Moving Expenses & Other One-Time Costs	500,000	-	500,000	0%
Communications	47,700	26,544	21,156	56%
Information Technology Support	201,100	76,138	124,962	38%
Travel/Conferences	22,700	24	22,676	0%
Professional Development	11,800	4,394	7,406	37%
Board Expenses	12,000	8,039	3,961	67%
Meeting Expenses	2,700	1,222	1,478	45%
Benefits Administration/Payroll Services	15,000	14,792	208	99%
Miscellaneous	40,400	4,699	35,701	12%
<b>Subtotal, Administration</b>	<b>1,689,120</b>	<b>779,914</b>	<b>909,206</b>	<b>46%</b>
<b>Professional &amp; Specialized Services</b>				
<b>Engineering &amp; Design Services</b>				
Program Management / Program Controls	5,260,000	2,408,033	2,851,967	46%
Downtown Extension Preliminary Engineering & Design	8,024,700	724,292	7,300,408	9%
Downtown Extension Interagency Coordination	300,000	-	300,000	0%
Transit Center & Ramps Engineering & Design	4,085,000	3,063,462	1,021,538	75%
Transit Center Retail Consulting Services	-	-	-	0%
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	222,205	125,095	64%
Bus Ramps Design Reviews	86,000	86,000	-	100%
Bus Storage Engineering & Design	240,000	-	240,000	0%
Utility Relocation Engineering & Design	-	-	-	0%
Environmental Consultant / Building and Soil Haz. Mat.	1,000	-	1,000	0%
Archaeological Support Services	-	-	-	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)	370,000	277,830	92,170	75%
Bus Storage Permits & Fees	44,000	43,430	570	99%
Utility Relocation Permits & Fees	-	-	-	0%
DTX Permits & Fees	4,000	3,609	391	90%
Other Plan Checks / Permit Fees	-	-	-	0%
<b>Real Estate Services</b>				
Property Management	12,300	9,166	3,134	75%
Appraisal Services	-	-	-	0%
ALTA / Design Surveys	17,800	13,338	4,462	75%
Geotechnical Analysis	-	-	-	0%
SF Redevelopment Successor Agency Administrative Fee	-	-	-	0%
Miscellaneous Real Estate Services	120,000	-	120,000	0%
<b>Construction Management</b>				
Construction Management for Utility Relocation	-	-	-	0%
Construction Management Oversight for Transit Center	3,800,000	2,842,511	957,489	75%
Construction Management Oversight for Bus Ramps	-	-	-	0%
Construction Management for Bus Storage	170,100	170,030	70	100%
Construction Dispute Resolution Services	100,000	53,078	46,922	53%
<b>Construction</b>				
Transit Center & Ramps CM/GC Pre-Construction Services	-	-	-	0%
Transit Center Building & Ramps Construction	94,537,860	33,209,851	61,328,009	35%
Base Building / Tenant Improvements	26,888,720	4,843,752	22,044,968	18%
Bus Storage Construction	3,000,000	2,923,264	76,736	97%
Utility Relocation Construction	-	-	-	0%
Labor Standards Enforcement	-	-	-	0%
<b>Planning &amp; Environmental Analysis</b>				
Community Benefits/Community Facilities Districts Formation	-	-	-	0%
Transbay Center District Plan	-	-	-	0%
Economic and Real Estate Analysis	13,100	9,467	3,633	72%
Environmental Review	3,800,000	-	3,800,000	0%

**Transbay Joint Powers Authority**  
**Fiscal Year 2018-19 Budget vs. Actual (Unaudited)**  
**3rd Quarter (July 2018 through March 2019)**

As of May 24, 2019

Operations Planning	-	-	-	0%
Other Planning Studies	-	-	-	0%
<b>Administration</b>				
Outside Legal Counsel & City Attorney	8,300,000	6,342,369	1,957,631	76%
Financial & Grant Management	748,000	440,461	307,539	59%
New Revenue Consultation	-	-	-	0%
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	0%
Loan Servicing Fees and Interest	400	97	303	24%
CBD Special Tax Assessment	-	-	-	0%
Trustee Account Services	1,100	-	1,100	0%
Community & Public Relations	111,220	111,061	159	100%
Legislative Services	261,250	195,250	66,000	75%
Disadvantaged & Small Business Program	-	-	-	0%
Other Intergovernmental Agreements	-	-	-	0%
Other Intergovernmental Agreements / Other Consulting Assistance	80,000	74,130	5,870	93%
<b>Transit Center Temporary Closure</b>				
Transit Center Temporary Closure	3,500,000	2,589,197	910,803	74%
<b>Subtotal, Professional &amp; Specialized Services</b>	<b>166,145,200</b>	<b>60,786,998</b>	<b>105,358,202</b>	<b>37%</b>
<b>TOTAL CAPITAL EXPENDITURES</b>	<b>169,832,720</b>	<b>63,063,040</b>	<b>106,769,680</b>	<b>37%</b>
	<b>FY 2018 -19 Capital Budget</b>	<b>FY 2018-19 3rd Quarter Capital Outlay &amp; Funding Sources</b>	<b>Unexpended FY 2018 -19 Capital Budget</b>	<b>Percent Expended through Fiscal Year</b>
<b>CAPITAL FUNDING SOURCES <sup>2</sup></b>				
<b>Committed Funding Sources</b>				
FTA Bus Facility, Alternatives Analysis, OBAG, PNRS Grants	1,135,510	1,588,104	(452,594)	140%
Regional Measure 2	556,960	453,987	102,973	82%
AB1171 Bridge Tolls	214,000	565,963	(351,963)	264%
Proposition K San Francisco Sales Tax	1,801,300	1,845,893	(44,593)	102%
AC Transit Capital Contribution	143,090	44,882	98,208	31%
Land Sales Proceeds	5,150,000	2,381,542	2,768,458	46%
Bridge Loan Proceeds	524,380	1,104,817	(580,437)	211%
TIFIA Proceeds	17,414,960	11,833,728	5,581,232	68%
City Financing Proceeds	39,923,000	16,200,560	23,722,440	41%
Transit Center District CFD Bond Proceeds / Impact Fees	63,500,930	24,035,005	39,465,925	38%
Early Naming Rights Payment	3,918,300	-	3,918,300	0%
Net Tax Increment Revenue	1,288,230	-	1,288,230	0%
Lease Income	95,000	185,776	(90,776)	196%
Interest Income	443,750	995,969	(552,219)	224%
Reimbursements by Others (Private Utilities, Adjacent Properties)	1,500,000	2,026,740	(526,740)	135%
<b>Subtotal, Committed Revenue</b>	<b>137,609,410</b>	<b>63,262,965</b>	<b>74,346,445</b>	<b>46%</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	-	(199,925)	199,925	0%
<b>Subtotal, Other</b>	<b>-</b>	<b>(199,925)</b>	<b>199,925</b>	<b>0%</b>
<b>TOTAL CAPITAL REVENUE + OTHER</b>	<b>169,832,720</b>	<b>63,063,040</b>	<b>106,769,680</b>	<b>37%</b>

1 Italics indicate those line items for which the approval of the expenditure amount provides expenditure authorization from the Board. Other line items are generally authorized through contract approvals.

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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.

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

**Transbay Joint Powers Authority**  
**Fiscal Year 2018-19 Budget vs. Actual (Unaudited)**  
**3rd Quarter (July 2018 through March 2019)**  
As of May 24, 2019

	FY 2018-19 Operating Budget Amendment 3 <sup>1</sup>	FY 2018 -19 3rd 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	800,000	593,537	206,463	74%
Parking Control Officers	22,000	15,456	6,544	70%
Insurance	10,400	10,400	-	100%
<b>Subtotal, Temporary Terminal</b>	<b>832,400</b>	<b>619,392</b>	<b>213,008</b>	<b>74%</b>
<b>Transit Center</b>				
Transit Center Maintenance	2,725,200	876,556	1,848,644	32%
Transit Center Janitorial	2,234,636	943,112	1,291,524	42%
Transit Center Utilities	562,239	362	561,877	0%
Park Maintenance & Programming	663,700	68,163	595,537	10%
Park Management Fee & Administration	798,000	598,500	199,500	75%
Digital Content Management & Wayfinding Systems	729,700	429,579	300,121	59%
Marketing & Leasing Commissions	2,594,500	858,525	1,735,975	33%
Asset Management Fee & Administration	2,675,600	1,582,366	1,093,234	59%
Community & Public Relations for Transition	-	-	-	0%
Security	7,994,300	4,377,168	3,617,132	55%
Insurance	1,080,425	1,077,108	3,317	100%
Transit Center Temporary Closure	115,000	84,028	30,972	73%
<b>Subtotal, Transit Center</b>	<b>22,173,300</b>	<b>10,895,467</b>	<b>11,277,833</b>	<b>49%</b>
<b>Program</b>				
TJPA Staff Salaries & Benefits	1,313,750	560,976	752,774	43%
TJPA Administration	577,600	11,335	566,266	2%
Community Benefits District Special Tax Assessments	222,000	221,541	459	100%
Audit Services	24,000	-	24,000	0%
Legal Services	500,000	12,843	487,157	3%
Legislative Advocacy Services	-	-	-	0%
Loan Servicing Fees & Interest	3,378,100	1,615,653	1,762,448	48%
<b>Subtotal, Program</b>	<b>6,015,450</b>	<b>2,422,348</b>	<b>3,593,102</b>	<b>40%</b>
<b>Reserves</b>				
Emergency Reserve	500,000	-	500,000	0%
Operating Contingency	3,635,900	-	3,635,900	0%
O&M Reserve Contributions	-	-	-	200%
<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>13,937,206</b>	<b>19,219,844</b>	<b>42%</b>
<b>OPERATING REVENUE &amp; FUNDING SOURCES</b>				
Regional Measure 2	8,026,000	\$7,914,035	111,965	99%
Net Tax Increment Revenue	2,090,700	1,615,653	475,048	77%
Other Regional Contributions	3,788,950	-	3,788,950	0%
Community Benefit District Park Payments	1,157,400	663,769	493,631	57%
Neutral Host DAS fees	1,375,000	254,110	1,120,890	18%
Naming Rights	5,194,400	3,221,169	1,973,231	62%
Transit Center Retail Revenue	1,351,400	-	1,351,400	0%
Transit Center Sponsorship / Event Revenue	947,400	-	947,400	0%
Transit Center Advertising & Miscellaneous Revenue	907,800	-	907,800	0%
Temporary Terminal Rents	347,200	7,302	339,898	2%
Other Operator Rents	279,600	-	279,600	0%
AC Transit (Bus Storage Facility and Bart Bridge Security)	-	106,184	(106,184)	0%
201 Mission Sublease	324,525	-	324,525	0%
<b>Subtotal, Operating Revenue</b>	<b>25,790,375</b>	<b>13,782,221</b>	<b>12,008,154</b>	<b>53%</b>
Use of Fund Balance	500,000	-	500,000	0%
Use of Operating & Maintenance Reserve	6,866,675	154,985	6,711,690	2%
<b>Subtotal, Other Sources</b>	<b>7,366,675</b>	<b>154,985</b>	<b>7,211,690</b>	<b>2%</b>
<b>TOTAL OPERATING SOURCES</b>	<b>33,157,050</b>	<b>13,937,206</b>	<b>19,219,844</b>	<b>42%</b>

<sup>1</sup> Operating Budget Amendment 3 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 Third Quarter (July 2018 to March 2019)**

As of May 20, 2019

Purpose	Vendor	Contract Value	Accrued to March 31, 2019	Term	Funding Source	DBE Advisory	DBE Actual through March 31, 2019	SBE Goal	SBE Actual through March 31, 2019
<b>Professional &amp; Specialized Services</b>									
Program Management / Program Controls	AECOM (formerly URS)	Authorized: \$31,202,180 Total: \$34,750,000	\$28,655,902	7/1/14-12/31/19	AB1171, Bridge loan, CFD impact fees & bonds, developer contribution, Planning, Prop K, TIFIA	n/a	18%	37%	30.29%
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 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: \$159,611,911 Total: \$160,360,000	\$157,166,282	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: \$828,196 Total: \$828,196	\$764,010	9/10/09-6/30/19	RM-2	5%	0%	90%	80%
Organizational Assessment	Management Partners	Authorized: \$68,300 Total: \$100,000	\$67,100	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	\$203,213	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	3/3/11-12/31/19	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, CFD bonds, City Financing, Prop K	n/a	n/a	n/a	n/a
Lease Agreement (Rent Costs only)	California Mission Street Partners	\$8,629,300	\$7,110,376	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 Third Quarter (July 2018 to March 2019)**

As of May 20, 2019

Purpose	Vendor	Contract Value	Accrued to March 31, 2019	Term	Funding Source	DBE Advisory	DBE Actual through March 31, 2019	SBE Goal	SBE Actual through March 31, 2019
<b>Legal Bench 12-02</b>		<b>Authorized:</b>							
General Counsel	Shute, Mihaly & Weinberger	\$11,684,600	\$10,929,612	9/1/12-8/31/19	CFD Bonds, City Financing, developer contribution, FTA, Naming Rights, Prop K, TIFIA, unrestricted revenue	0%	0%	100%	83%
Construction Counsel	Seyfarth Shaw	\$4,144,000	\$4,123,891	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	\$257,058	9/1/12-8/31/19	CFD bonds, FTA, Prop K	0%	0%	0%	0%
<b>Total Authorized:</b>		<b>\$16,784,373</b>	<b>Total Bench NTE:</b>	<b>\$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	\$13,151,026	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	\$4,444,893	3/1/11-11/30/19	FRA, FTA, Prop K, TIFIA	30%	14%	72%	<b>72%</b>
State Advocacy Services	Townsend Public Affairs	\$327,000	\$262,250	11/1/16-10/31/19	unrestricted revenue	n/a	0%	0%	0%
Federal Advocacy Services	Carpi & Clay	\$483,000	\$327,756	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	\$369,623	7/24/13-7/23/19	Bridge loan, FTA, TIFIA	n/a	<b>81%</b>	n/a	<b>81%</b>

**Transbay Joint Powers Authority**  
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As of May 20, 2019

Purpose	Vendor	Contract Value	Accrued to March 31, 2019	Term	Funding Source	DBE Advisory	DBE Actual through March 31, 2019	SBE Goal	SBE Actual through March 31, 2019
<b>Construction &amp; Construction Management</b>									
Construction Management Oversight	Turner Construction Company	\$78,000,000	\$76,427,209	6/28/10-6/30/20	AB1171, AC Transit, bridge loan, CFD bonds, FRA, land sales, Prop K, TIFIA, unrestricted revenue	35%	40%	35%	44.03%
Construction Manager/ General Contractor - TTC & Ramps	Webcor/Obayashi	Authorized Pre-Construction: \$30,728,362 Authorized Construction: \$1,386,961,150	\$1,412,251,797	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	12/1/16-3/1/19	City Financing, RM-2, TIFIA	55%	100%	74%	100%
Construction Labor Compliance Software	Elation Systems	\$134,500	\$106,500	9/15/08-6/30/20	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	\$15,813,451	5/8/17-5/7/23	Community Benefits District, CFD bonds, City Financing, RM-2, TIFIA, Temp Terminal and TTC Operating	n/a	5%	0%	11%
Unarmed Security Guard & Roving Ambassafor Services	Allied Universal	Authorized: \$3,012,223 Total: \$18,191,100	\$2,702,640	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	\$4,744,958	6/8/17-6/7/19	CFD bonds, City Financing, land sales	0%	0%	0%	0%
IT Cybersecurity	Mosaic451	Authorized: \$719,041 Total: \$2,020,891	\$547,539	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	\$141,956	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%	\$143,666,080	\$134,911,149
Federal Fiscal Years October 2016 - September 2019					n/a	8%	15%	\$42,060,594	\$36,997,847

\*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 Third Quarter (July 2018 to March 2019)**  
As of May 20, 2019

Agency	Contract or Budget Value	Accrued to March 31, 2019	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	\$328,844	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	\$2,705,361	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	\$1,605,295	8/12/18-on-going	TTC operating 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	\$1,865,800	1/4/16-Phase 1 Completion	CFD bonds, 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.				
<b>Contracts Completed 1/1/19 - 3/31/19</b>									
Public Relations & Community Outreach	Davis & Associates	\$188,850	\$188,840	11/6/17-11/5/19	FTA, CFD bonds	n/a	100%	80%	100%
On-Call Survey & Mapping Services	F3 & Associates	Authorized: \$219,175 Total: \$390,000	\$218,119	1/20/11-8/31/18	FRA, Prop K	15%	0%	100%	100%
Bus Storage A&E Services	Jacobs Engineering (formerly Carter & Burgess)	Authorized: \$5,691,451 Total: \$5,733,696	\$5,681,940	5/21/07-4/30/19	City Financing, RM-2, RTIP	16%	11%	0%	25%
Bus Storage Construction	Ghilotti Construction	\$24,379,705	\$24,379,705	5/1/17-Completion	City Financing	0%	19%	32%	23%

**Transbay Joint Powers Authority**  
**Inception to Date Capital Expenditures and Funding Sources (Phases 1 and 2)**  
**As of March 31, 2019**  
(Unaudited)

<b>CAPITAL EXPENDITURES</b>	<b>INCEPTION TO DATE</b>
<b>Salary and Benefits</b>	<b>29,309,979</b>
<b>Administration</b>	<b>11,577,330</b>
<b>Professional &amp; Specialized Services</b>	
Transit Center/Bus Ramp Engineering & Design	171,612,251
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	32,377,504
Program Management/Program Controls	112,420,358
Other Professional Services	72,704,706
<b>Subtotal, Professional &amp; Specialized</b>	<b>404,589,462</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	77,916,083
Utility Relocation Construction	27,688,118
Transit Center Building Construction	1,351,381,008
Transit Center Temporary Closure	1,691,430
Tenant Improvements	7,209,355
Bus Ramp Construction	64,009,411
Bus Storage Construction Management	1,428,679
Bus Storage Construction	24,756,722
<b>Subtotal, Construction &amp; Construction Management</b>	<b>1,638,281,500</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)	27,288,859
<b>Subtotal, Other</b>	<b>27,700,397</b>
<b>TOTAL ACCRUED CAPITAL EXPENDITURES</b>	<b>2,234,509,382</b>

**CAPITAL FUNDING SOURCES**

FTA: Federal Demonstration Section 1601	8,795,355
FTA: Federal High Priority Project 5309	30,356,524
FTA: Federal Projects of National & Regional Significance	24,459,002
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	39,518,801
AB 1171 Bridge Tolls	149,630,628
Regional Measure 1 Bridge Tolls	54,400,000
Regional Measure 2 Bridge Tolls	149,881,849
San Francisco (Proposition K) SF Sales Tax	195,729,921
San Mateo Sales Tax	23,359,514
Regional Transportation Improvement Program (RTIP)	10,153,000
Land Sales	516,752,043
Bridge Loan Proceeds	156,453,332
TIFIA Loan Proceeds	169,515,943
City Financing Proceeds	160,492,458
Mello-Roos Community Facilities District (CFD) Bond Proceeds	107,379,027
Lease, Interest Income & Other Unrestricted Sources	9,235,030
Reimbursements by Others (Private Utilities, Adjacent Property Developers, etc.)	8,612,462
Net Tax Increment	10,046,765
Former SF Redevelopment Agency In-Kind Contribution	798,689
Transit Center District Impact Fees	484,909
<b>TOTAL CAPITAL FUNDING SOURCES</b>	<b>2,234,509,382</b>

Notes: Inception to Date capital outlay is based on payments made and reported in the LOGOS Financial System as of March 2019, as well as accrued outstanding March 2019 invoices and accrued interest payable.  
Revenues are based on revenue received and recorded in the LOGOS Financial System as of March 31, 2019, as well as receivables related to accrued expenditures.  
Report is for capital expenditures and revenues only; does not include operations.