

# Memorandum

**To:** TJPA Board of Directors  
**From:** Erin Roseman, Chief Financial Officer  
**Date:** For the Board Meeting of September 12, 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 Fourth Quarter Budget vs. Actual Financial Report (Unaudited)
2. Status of Purchase Orders and Contracts Greater than \$25,000 as of June 30, 2019
3. Inception to June 30, 2019 Capital Expenditures and Funding Sources (Unaudited)
4. Status of Reserves

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

## **1. FY 2018-19 Fourth 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 the capital fiscal year budget, and four amendments to the operating fiscal year budget, 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 fourth quarter of fiscal year 2018-19 (July 1, 2018 through June 30, 2019), unaudited, for the capital and operating budgets. The FY 2018-19 fourth quarter budget versus actual financial report is Attachment 1.

The agenda for the September 12, 2019 TJPA Board of Directors meeting includes an amendment to the FY 2018-19 capital budget to reallocate budget authority between line items. This fourth amendment to the capital budget would exceed the Executive Director's annual authorization limit for budget reallocations. While the report attached here shows several line items with overdrawn amounts, should the Board approve the proposed amendment today, those line items would no longer be overdrawn. The annual capital budget is a single fiscal year view of expenditures and revenues, and represents a portion of the overall capital program budget. Expenditures are within the overall multi-year capital budget amounts.

The FY 2018-19 operating budget vs. actual report includes a transfer of approximately \$2.13 million in contributions to Unassigned Fund Balance, which had not been budgeted. This results in a negative amount shown in the "Unexpended" column for the fiscal year. The status of the all Reserves is discussed in Section 4 of this memo.

## **2. Status of Purchase Orders and Contracts Greater than \$25,000 as of June 30, 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 June 30, 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%. \$85 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 June 30, 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 June 30, 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 Fourth Quarter Investment Report was distributed to the Board and posted on the TJPA website under Financial Documents on August 20, 2019. TJPA investments were in compliance with the TJPA Investment Policy.

### **4. Status of Reserves**

The TJPA Board Policy defines three reserve categories Emergency Reserve, Fiscal Reserve, and Operating & Maintenance Reserve. The Emergency Reserve and the Operations & Maintenance Reserve are accounted for in Operations while the Fiscal Reserve is accounted for in Capital. Additionally, as unbudgeted revenues have been realized, those funds have been accounted for in Unassigned Fund Balance both in Operations and Capital.

For Fiscal Year 18-19, in the Operating Funds, the Emergency Reserve was maintained in accordance with Policy at \$500,000. The Operating & Maintenance Reserve Policy goal of 25% of the total operating budget goal was modified with the adoption of the FY18-19 Operating Budget to 7.5%. The O&M Reserve was maintained in accordance with the modified goal at \$2,585,801. Finally, as unbudgeted revenues have been realized, these additional revenues have been accounted for in the Unassigned Fund Balance. For FY18-19, in Operating Funds, the Unassigned Fund Balance has been increased by the additional receipts of \$2,131,379 from Naming Rights, Rental Income, and Interest. The FY18-19 year-end unaudited Unassigned Fund balance is \$7,720,845. As a note, the Unassigned Fund Balance will fluctuate until the year is completely closed and audited.

In the Capital Funds, the Fiscal Reserve Policy goal is to maintain 15% of the budgeted expenses not including ROW or 60 days of working capital. For Fiscal Year 18-19, \$6,408,069 or 4% of the Capital Budget was maintained as the Fiscal Reserve.

**Transbay Joint Powers Authority**  
**Fiscal Year 2018-19 Budget vs. Actual (Unaudited)**  
**4th Quarter (July 2018 through June 2019)**  
**As of August 27, 2019**

	FY 2018-19 Capital Budget Amendment 3 <sup>3</sup>	FY 2018-19 4th 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	1,452,891	57,109	96%
Benefits	488,400	472,517	15,883	97%
<b>Subtotal, Salaries &amp; Benefits</b>	<b>1,998,400</b>	<b>1,925,408</b>	<b>72,992</b>	<b>96%</b>
<b>Administration</b>				
Rent	615,320	767,621	(152,301)	125%
Insurance	77,700	46,606	31,094	60%
Office Expenses	142,700	33,309	109,391	23%
Office Moving Expenses & Other One-Time Costs	500,000	59,751	440,249	12%
Communications	47,700	33,936	13,764	71%
Information Technology Support	201,100	89,179	111,921	44%
Travel/Conferences	22,700	45	22,655	0%
Professional Development	11,800	6,457	5,343	55%
Board Expenses	12,000	12,657	(657)	105%
Meeting Expenses	2,700	1,735	965	64%
Benefits Administration/Payroll Services	15,000	19,277	(4,277)	129%
Miscellaneous	40,400	5,125	35,275	13%
<b>Subtotal, Administration</b>	<b>1,689,120</b>	<b>1,075,698</b>	<b>613,422</b>	<b>64%</b>
<b>Professional &amp; Specialized Services</b>				
<b>Engineering &amp; Design Services</b>				
Program Management / Program Controls	5,260,000	2,889,936	2,370,064	55%
Downtown Extension Preliminary Engineering & Design	8,024,700	724,792	7,299,908	9%
Downtown Extension Interagency Coordination	300,000	-	300,000	0%
Transit Center & Ramps Engineering & Design	4,085,000	3,057,751	1,027,249	75%
Transit Center Retail Consulting Services	-	-	-	0%
Transit Center Traffic Signals	100,000	139,560	(39,560)	140%
Transit Center Overhead Lines	200,000	130,312	69,688	65%
Transit Center Commissioning Agent	347,300	245,703	101,597	71%
Bus Ramps Design Reviews	86,000	86,000	-	100%
Bus Storage Engineering & Design	240,000	9,512	230,488	4%
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	15,500	984,500	2%
Other Engineering & Design Services	535,500	-	535,500	0%
<b>Permits and Fees</b>				
Transit Center Building & Ramps Permits & Fees (including DBI)	370,000	299,059	70,941	81%
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	10,666	1,634	87%
Appraisal Services	-	-	-	0%
ALTA / Design Surveys	17,800	6,272	11,528	35%
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	3,927,630	(127,630)	103%
Construction Management Oversight for Bus Ramps	-	-	-	0%
Construction Management for Bus Storage	170,100	177,548	(7,448)	104%
Construction Dispute Resolution Services	100,000	62,353	37,647	62%
<b>Construction</b>				
Transit Center & Ramps CM/GC Pre-Construction Services	-	-	-	0%
Transit Center Building & Ramps Construction	94,537,860	42,674,555	51,863,305	45%
Base Building / Tenant Improvements	26,888,720	8,320,742	18,567,978	31%
Bus Storage Construction	3,000,000	2,923,264	76,736	97%
Utility Relocation Construction	-	-	-	0%
Labor Standards Enforcement	-	-	-	0%

**Transbay Joint Powers Authority**  
**Fiscal Year 2018-19 Budget vs. Actual (Unaudited)**  
**4th Quarter (July 2018 through June 2019)**  
*As of August 27, 2019*

<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%
Operations Planning	-	-	-	0%
Other Planning Studies	-	-	-	0%
<b>Administration</b>				
Outside Legal Counsel & City Attorney	8,300,000	9,411,520	(1,111,520)	113%
Financial & Grant Management	748,000	684,762	63,238	92%
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	-	100%
Loan Servicing Fees and Interest	400	97	303	24%
CBD Special Tax Assessment	-	-	-	0%
Trustee Account Services	1,100	275	825	25%
Community & Public Relations	111,220	111,061	159	100%
Legislative Services	261,250	261,250	-	100%
Disadvantaged & Small Business Program	-	-	-	0%
Other Intergovernmental Agreements	-	-	-	0%
Other Intergovernmental Agreements / Other Consulting Assistance	80,000	88,779	(8,779)	111%
<b>Transit Center Temporary Closure</b>				
Transit Center Temporary Closure	3,500,000	6,155,660	(2,655,660)	176%
<b>Subtotal, Professional &amp; Specialized Services</b>	<b>166,145,200</b>	<b>82,556,904</b>	<b>83,588,296</b>	<b>50%</b>
<b>TOTAL CAPITAL EXPENDITURES</b>	<b>169,832,720</b>	<b>85,558,009</b>	<b>84,274,711</b>	<b>50%</b>

**CAPITAL FUNDING SOURCES <sup>2</sup>****Committed Funding Sources**

	FY 2018 -19 Capital Budget	FY 2018-19 4th Quarter Capital Outlay & Funding Sources	Unexpended FY 2018 -19 Capital Budget	Percent Expended through Fiscal Year
FTA Bus Facility, Alternatives Analysis, OBAG, PNRS Grants	1,135,510	2,300,637	(1,165,127)	203%
Regional Measure 2	556,960	477,484	79,476	86%
AB1171 Bridge Tolls	214,000	604,098	(390,098)	282%
Proposition K San Francisco Sales Tax	1,801,300	2,520,764	(719,464)	140%
AC Transit Capital Contribution	143,090	44,882	98,208	31%
Land Sales Proceeds	5,150,000	3,394,760	1,755,240	66%
Bridge Loan Proceeds	524,380	1,198,922	(674,542)	229%
TIFIA Proceeds	17,414,960	13,231,985	4,182,975	76%
City Financing Proceeds	39,923,000	5,857,251	34,065,750	15%
Transit Center District CFD Reimbursements / Impact Fees	63,500,930	51,132,282	12,368,648	81%
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	226,108	(131,108)	238%
Interest Income	443,750	1,132,993	(689,243)	255%
Reimbursements by Others (Private Utilities, Adjacent Properties)	1,500,000	3,625,190	(2,125,190)	242%
<b>Subtotal, Committed Revenue</b>	<b>137,609,410</b>	<b>85,747,356</b>	<b>51,862,054</b>	<b>62%</b>

**Planned Funding Sources**

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>

**Other**

Use of (Contribution to) Fund Balance	-	(189,347)	189,347	0%
<b>Subtotal, Other</b>	<b>-</b>	<b>(189,347)</b>	<b>189,347</b>	<b>0%</b>
<b>TOTAL CAPITAL REVENUE + OTHER</b>	<b>169,832,720</b>	<b>85,558,009</b>	<b>84,274,711</b>	<b>50%</b>

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

2 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)**  
**4th Quarter (July 2018 through June 2019)**  
As of August 27, 2019

	FY 2018-19 Operating Budget Amendment 4 <sup>1</sup>	FY 2018 -19 4th 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	877,137	877,137	0	100%
Parking Control Officers	22,000	15,456	6,544	70%
Insurance	10,400	10,400	-	100%
<b>Subtotal, Temporary Terminal</b>	<b>909,537</b>	<b>902,993</b>	<b>6,545</b>	<b>99%</b>
<b>Transit Center</b>				
Transit Center Maintenance	2,725,200	1,852,996	872,204	68%
Transit Center Janitorial	2,234,636	1,283,184	951,452	57%
Transit Center Utilities	562,239	362	561,877	0%
Park Maintenance & Programming	663,700	67,979	595,721	10%
Park Management Fee & Administration	798,000	798,000	-	100%
Digital Content Management & Wayfinding Systems	729,700	680,135	49,565	93%
Marketing & Leasing Commissions	2,468,128	914,157	1,553,971	37%
Asset Management Fee & Administration	2,675,600	2,373,034	302,566	89%
Community & Public Relations for Transition	-	-	-	0%
Security	7,994,300	5,769,388	2,224,912	72%
Insurance	1,080,425	1,077,458	2,967	100%
Transit Center Temporary Closure	164,235	164,235	0	100%
<b>Subtotal, Transit Center</b>	<b>22,096,163</b>	<b>14,980,929</b>	<b>7,115,234</b>	<b>68%</b>
<b>Program</b>				
TJPA Staff Salaries & Benefits	1,313,750	846,861	466,889	64%
TJPA Administration	577,600	11,476	566,124	2%
Community Benefits District Special Tax Assessments	222,000	221,541	459	100%
Audit Services	24,000	-	24,000	0%
Legal Services	500,000	109,073	390,927	22%
Legislative Advocacy Services	-	-	-	0%
Loan Servicing Fees & Interest	3,378,100	2,134,512	1,243,588	63%
<b>Subtotal, Program</b>	<b>6,015,450</b>	<b>3,323,464</b>	<b>2,691,986</b>	<b>55%</b>
<b>Reserves</b>				
Emergency Reserve	500,000	-	500,000	0%
Operating Contingency	3,635,900	-	3,635,900	0%
Unassigned Fund Balance	-	2,131,379	(2,131,379)	0%
Operating & Maintenance Reserve Contributions	-	-	-	0%
<b>Subtotal, Reserves</b>	<b>4,135,900</b>	<b>2,131,379</b>	<b>2,004,521</b>	<b>52%</b>
<b>TOTAL OPERATING EXPENSES</b>	<b>33,157,050</b>	<b>21,338,765</b>	<b>11,818,286</b>	<b>64%</b>
<b>OPERATING REVENUE &amp; FUNDING SOURCES</b>				
Regional Measure 2	8,026,000	8,026,046	(46)	100%
Net Tax Increment Revenue	2,090,700	2,134,512	(43,812)	102%
Other Regional Contributions	3,788,950	320,843	3,468,107	8%
Community Benefit District Park Payments	1,157,400	246,255	911,145	21%
Neutral Host DAS fees	1,375,000	791,661	583,339	58%
Naming Rights	5,194,400	9,112,700	(3,918,300)	175%
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	284,556	623,244	31%
Temporary Terminal Rents	347,200	343,665	3,535	99%
Temporary Terminal Advertising & Miscellaneous Revenue	-	78,525	(78,525)	0%
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>21,338,765</b>	<b>4,451,611</b>	<b>83%</b>
Use of Fund Balance	500,000	-	500,000	0%
Use of Operating & Maintenance Reserve	6,866,675	-	6,866,675	0%
<b>Subtotal, Other Sources</b>	<b>7,366,675</b>	<b>\$0</b>	<b>7,366,675</b>	<b>0%</b>
<b>TOTAL OPERATING SOURCES</b>	<b>33,157,050</b>	<b>\$21,338,765</b>	<b>11,818,286</b>	<b>64%</b>

<sup>1</sup> Operating Budget Amendment 4 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 Fourth Quarter (July 2018 to June 2019)**

As of August 26, 2019

Purpose	Vendor	Contract Value	Accrued to June 30, 2019	Term	Funding Source	DBE Advisory	DBE Actual through June 30, 2019	SBE Goal	SBE Actual through June 30, 2019	
<b>Professional &amp; Specialized Services</b>										
1	Program Management / Program Controls	AECOM (formerly URS)	Authorized: \$31,202,180 Total: \$34,750,000	\$29,137,806	7/1/14-12/31/19	AB1171, Bridge loan, CFD impact fees, Reimbursements, developer contribution, Planning, Prop K, TIFIA	n/a	23%	37%	30%
2	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%
3	Bus Ramp Design Peer Review Services	Thornton Tomasetti	Authorized: \$86,000 Total: \$86,000	\$86,000	11/20/17 - 11/19/18	Reimbursements	n/a	0%	n/a	0%
4	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%
5	Transit Center Bldg & Related Structures A&E Services	Pelli Clarke Pelli Architects	Authorized: \$160,110,517 Total: \$160,360,000	\$158,219,733	5/16/08-Transit Ctr Warranty	AB1171, AC Transit, bridge loan, Reimbursements, City Financing, developer contrib, FRA, land sales, Prop K, RM-2, RTIP, TIFIA	0%	0%	n/a	8%
6	Commissioning Agent	Enovity Inc.	Authorized: \$828,196 Total: \$828,196	\$787,507	9/10/09-6/30/20	RM-2	5%	0%	90%	60%
7	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
8	Elevators	Otis Elevator Company	Authorized: \$406,426 Total: \$2,160,000	\$203,213	9/1/18 - 8/31/28	Reimbursements, City Financing	n/a	n/a	n/a	n/a
9	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
10	Artwork: Shaw Alley Pedestrian Passage	James Carpenter Design Associates	\$207,000	\$175,950	3/3/11-12/31/19	Bridge loan, Reimbursements, City Financing, Prop K	n/a	n/a	n/a	n/a
11	Artwork: Bus Level Enclosure LED Array	Jenny Holzer	\$260,000	\$248,500	9/8/16-n/a	AB1171, Reimbursements, City Financing, Prop K	n/a	n/a	n/a	n/a
12	Lease Agreement (Rent Costs only)	California Mission Street Partners	\$8,629,300	\$7,295,577	12/1/03-3/31/21	Bridge loan, Reimbursements, 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 Fourth Quarter (July 2018 to June 2019)**  
As of August 26, 2019

Purpose	Vendor	Contract Value	Accrued to June 30, 2019	Term	Funding Source	DBE Advisory	DBE Actual through June 30, 2019	SBE Goal	SBE Actual through June 30, 2019	
<b>Legal Bench 12-02</b>		<b>Authorized:</b>								
13	General Counsel	Shute, Mihaly & Weinberger	\$11,684,600	\$11,657,020	9/1/12-8/31/20	Reimbursements, City Financing, developer contribution, FTA, Naming Rights, Prop K, TIFIA, unrestricted revenue	0%	0%	100%	82%
14	Construction Counsel	Seyfarth Shaw	\$4,359,000	\$4,248,105	9/19/12-9/18/20	Reimbursements, City Financing, developer contribution, FRA, FTA, Prop K, unrestricted revenue	0%	0%	0%	0%
15	Financial Counsel	Nixon Peabody	\$685,000	\$663,446	9/21/12-9/20/20	Reimbursements, FTA, Prop K, TIFIA	0%	0%	0%	0%
16	Labor Counsel	Renne Public Law Group	\$270,773	\$257,058	9/1/12-8/31/20	Reimbursements, FTA, Prop K	0%	0%	0%	0%
<b>Total Authorized:</b>		<b>\$16,999,373</b>	<b>Total Bench NTE: \$20,000,000</b>							
17	Legal Counsel	Thompson Coburn	Authorized: \$600,000 Total: \$1,000,000	\$582,172	11/1/10-7/31/19	Reimbursements, FTA	0%	0%	0%	0%
18	Legal Counsel	Jones Day	Authorized: \$15,700,000 Total: \$18,100,000	\$15,480,718	12/14/16-12/13/21	Reimbursements, insurer reimbursements	n/a	0%	0%	0%
19	Financial Consulting Services	Sperry Capital (formerly Nancy Whelan Consulting)	\$4,804,920	\$4,689,194	3/1/11-11/30/19	Reimbursements, FRA, FTA, Prop K, TIFIA	30%	12%	72%	<b>70%</b>
20	State Advocacy Services	Townsend Public Affairs	\$327,000	\$290,000	11/1/16-10/31/19	unrestricted revenue	n/a	0%	0%	0%
21	Federal Advocacy Services	Carpi & Clay	\$483,000	\$366,006	2/1/17-1/31/20	unrestricted revenue	n/a	0%	0%	0%
22	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%
23	Independent Auditor	Vavrinek, Trine, Day & Co	\$144,000	\$144,000	3/11/16-3/10/20	Bridge loan, Reimbursements, TIFIA	0%	0%	0%	0%
24	Information Technology Support Services	CyberTrails (formerly Decision Consultants)	Authorized: \$385,000 Total: \$510,000	\$378,457	7/24/13-2/20/20	Bridge loan, FTA, TIFIA	n/a	<b>80%</b>	n/a	<b>0%</b>

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

As of August 26, 2019

Purpose	Vendor	Contract Value	Accrued to June 30, 2019	Term	Funding Source	DBE Advisory	DBE Actual through June 30, 2019	SBE Goal	SBE Actual through June 30, 2019	
<b>Construction &amp; Construction Management</b>										
25	Construction Management Oversight	Turner Construction Company	\$81,000,000	\$79,167,656	6/28/10-6/30/20	AB1171, AC Transit, bridge loan, Reimbursements, FRA, land sales, Prop K, TIFIA, unrestricted revenue	35%	38%	35%	42%
26	Construction Manager/ General Contractor - TTC & Ramps	Webcor/Obayashi	Authorized Pre-Construction: \$30,728,362 Authorized Construction: \$1,386,594,081	\$1,417,792,373	3/12/09-Completion	AB1171, AC Transit, bridge loan, bridge tolls, Reimbursements, City Financing, developer & utility reimbursements, FRA, land sales, OBAG, Prop K, TIFIA	17%	4%	17%	11%
27	Construction Labor Compliance Software	Elation Systems	\$134,500	\$109,000	9/15/08-12/31/21	AB1171, Reimbursements, City Financing, FRA, Prop K, RM-2, TIFIA	0%	47%	0%	57%
<b>Operations</b>										
28	Transit Center Asset Manager	LPC West Transit Management	based on services provided	\$22,845,545	5/8/17-5/7/23	Community Benefits District, Reimbursements, City Financing, RM-2, TIFIA, Temp Terminal and TTC Operating	n/a	0%	0%	0%
29	Unarmed Security Guard & Roving Ambassafor Services	Allied Universal	Authorized: \$3,473,840 Total: \$18,191,100	\$3,473,840	1/11/18-6/30/21	Community Benefits District, Neutral DAS revenue, RM-2	n/a	0%	n/a	0%
30	Physical Security (PSIM) System & Emergency Communication (ECS/ MNS) Integration Svcs	G4S Technology	\$5,930,894	\$5,598,854	6/8/17-6/30/20	Reimbursements, City Financing, land sales, RM2	0%	0%	0%	0%
31	IT Cybersecurity	Mosaic451	Authorized: \$977,845 Total: \$2,020,891	\$697,141	3/12/18-3/11/21	RM-2, TTC Operating	n/a	0%	n/a	0%
<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%	\$145,988,369	\$137,886,844
Federal Fiscal Years October 2016 - September 2019						n/a	8%	15%	\$44,429,519	\$40,150,007

\*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 Fourth Quarter (July 2018 to June 2019)**

As of August 26, 2019

Agency		Contract or Budget Value	Accrued to June 30, 2019	Term	Funding Source	Notes				
<b>Interagency Agreements</b>										
1	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).				
2	Caltrans	\$500,000	\$330,533	7/3/14-completion of Bus Ramp & Bus Storage	Reimbursements, 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.				
3	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.				
5	SF City Attorney	\$2,712,133	\$2,705,361	on-going	Reimbursements, Bridge loan, FTA, Prop K	Legal Services provided via Administrative Services agreement dated October 2001 between TJPA and City and County of San Francisco.				
6	SF Police Department	\$2,369,000	\$1,953,896	8/12/18-on-going	TTC operating and RM-2	Supplemental Police Services in coordination with other law enforcement and City agencies.				
7	SF Public Works	Authorized: \$1,969,129 Total: \$2,255,500	\$1,629,821	2/11/08-12/31/19	Reimbursements, 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.				
8	SF Public Works	\$4,491,461	\$2,100,923	1/4/16-Phase 1 Completion	Reimbursements, Prop K	Construction Management and Oversight Services provided via agreement approved by TJPA Board in resolution 16-008.				
9	SF Municipal Transportation Agency	Authorized: \$5,044,640 Total: \$5,393,677	\$4,674,253	8/01/09-12/31/19	Reimbursements, Prop K, RM-2, TIFIA, TTC Operating	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.				
10	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.				
11	SF Department of Building Inspection	Based on services; Authorized: \$4,794,890	\$4,794,872	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>Contract</b>					<b>Issued</b>	<b>Due Date</b>	<b>Notes</b>			
<b>Invitations for Bids / Requests for Proposals</b>										
Financial Advisory and Consulting Services					8/16/2019	9/11/2019	New invitation, accepting proposals through September 11, 2019			
<b>Purpose</b>	<b>Vendor</b>	<b>Award Value</b>	<b>Total Spent</b>	<b>Term</b>	<b>Funding Source</b>	<b>DBE Advisory</b>	<b>DBE Actual</b>	<b>SBE Goal</b>	<b>SBE Actual</b>	
<b>Contracts Completed 4/1/19 - 6/30/19</b>										
1	Bus Storage Construction Management	Townsend Management	\$1,375,000	\$1,374,984	12/1/16-3/1/19	City Financing, RM-2, TIFIA	55%	100%	74%	100%
2	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

**Transbay Joint Powers Authority**  
**Inception to Date Capital Expenditures and Funding Sources (Phases 1 and 2)**  
**As of June 30, 2019**  
(Unaudited)

<b>CAPITAL EXPENDITURES</b>	<b>INCEPTION TO DATE</b>
<b>Salary and Benefits</b>	<b>29,678,245</b>
<b>Administration</b>	<b>11,857,088</b>
<b>Professional &amp; Specialized Services</b>	
Transit Center/Bus Ramp Engineering & Design	171,863,863
Temporary Terminal Engineering & Design (complete)	3,263,825
Bus Storage Engineering & Design	6,229,921
Utility Relocation Engineering & Design	5,990,409
Downtown Extension Preliminary Engineering & Design	32,377,504
Program Management/Program Controls	112,902,262
Other Professional Services	76,137,542
<b>Subtotal, Professional &amp; Specialized</b>	<b>408,765,325</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	79,010,477
Utility Relocation Construction	27,749,404
Transit Center Building Construction	1,356,843,391
Transit Center Temporary Closure	6,155,660
Tenant Improvements	10,722,917
Bus Ramp Construction	64,009,411
Bus Storage Construction Management	1,436,197
Bus Storage Construction	24,756,722
<b>Subtotal, Construction &amp; Construction Management</b>	<b>1,652,884,872</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)	20,060,728
<b>Subtotal, Other</b>	<b>20,472,266</b>
<b>TOTAL ACCRUED CAPITAL EXPENDITURES</b>	<b>2,246,708,510</b>

**CAPITAL FUNDING SOURCES**

FTA: Federal Demonstration Section 1601	8,795,355
FTA: Federal High Priority Project 5309	30,317,801
FTA: Federal Projects of National & Regional Significance	24,459,002
FTA: Federal Congestion Management & Air Quality (One Bay Area Grant)	6,000,000
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	149,405,924
Regional Measure 1 Bridge Tolls	54,399,940
Regional Measure 2 Bridge Tolls	149,905,346
San Francisco (Proposition K) SF Sales Tax	195,788,490
San Mateo Sales Tax	23,359,514
Regional Transportation Improvement Program (RTIP)	10,153,000
Land Sales	512,870,784
Bridge Loan Proceeds	154,571,455
TIFIA Loan Proceeds	167,951,178
City Financing Proceeds	132,722,852
Mello-Roos Community Facilities District (CFD) Reimbursements	159,456,376
Lease, Interest Income & Other Unrestricted Sources	9,936,749
Reimbursements by Others (Private Utilities, Adjacent Property Developers, etc.)	10,210,911
Net Tax Increment	2,818,634
Former SF Redevelopment Agency In-Kind Contribution	798,689
Transit Center District Impact Fees	562,591
<b>TOTAL CAPITAL FUNDING SOURCES</b>	<b>2,246,708,510</b>

Notes: Inception to Date capital outlay is based on payments made and reported in the LOGOS Financial System as of June 2019, as well as accrued outstanding June 2019 invoices.

Revenues are based on revenue received and recorded in the LOGOS Financial System as of June 30, 2019, as well as receivables related to accrued expenditures.

Report is for capital expenditures and revenues only; does not include operations.