

Memorandum

To: TJPA Board of Directors

From: Maria Ayerdi-Kaplan, Executive Director

Date: September 29, 2008

Re: Transbay Joint Powers Authority Quarterly Financial Reports

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

1. FY 2007-08 Fourth Quarter Budget vs. Actual Financial Report (Unaudited)
2. Status of Purchase Orders and Contracts Greater than \$25,000 as of June 30, 2008
3. Quarterly Investment Report as of June 30, 2008
4. Inception to June 30, 2008 Expenditures and Revenues – (Unaudited)

This memorandum describes the reports.

1. FY 2007-08 Fourth Quarter Budget vs. Actual Financial Report

The TJPA Board approved the FY 2007-08 TJPA budget in June 2007. As of its May 15, 2008 meeting, the Board had approved several budget amendments which have been consolidated and are within the original available adopted budget. FY 2007-08 Budget Amendment 4 was approved by the Executive Director on August 27, 2008. In accordance with the TJPA Budget Policy, the Executive Director has the authority to approve any administrative budget amendments. Accounting reports have been summarized to show budget versus actual amounts for expenditures and revenues through the fourth quarter of fiscal year 2007-08 (July 1, 2007 through June 30, 2008) unaudited.

The FY 2007-08 fourth quarter budget versus actual financial report is shown in Attachment 1. This report indicates that expenditures to fiscal year end 2008 are within the available budget. For three expenditure line items, the expended amount exceeds the budget due to faster rates of expenditure in the fiscal year than had been anticipated previously. For the Downtown Extension Preliminary Engineering & Design line item, the expenditure includes the completion of the Loop Study during the fiscal year. Overall the expenditures are still within the contract authorizations. The Executive Director has the authority to reallocate funding within and among expenditure categories so long as the aggregate amount reallocated in a fiscal year does not exceed ten percent of the original appropriation for a budget category. The variances shown in the budget vs. actual report do not exceed the ten percent threshold.

For two revenue line items, the Federal Demonstration 1601 Grant and the San Mateo County Sales Tax, the expended amounts exceed the budget. For the Federal grant, the amount equals the final expenditures to close out the grant, which had been anticipated to occur in FY 2006-07. The Federal Demonstration 1601 Grant revenues are multi-year, and do not lapse at the end of a fiscal year. Thus, the delay in closing out the grant did not impact the overall funding for the Transbay program. For the San Mateo County Sales Tax, revenues were drawn down according to the eligible expenditures, which were faster than anticipated. The TJPA is not required to spend the grant in a

particular fiscal year. Thus, the faster rate of expenditure does not impact the overall funding plan for the Transbay program. All other revenue receipts are at anticipated levels.

Budget versus actual variances in salaries, benefits and administration expenses are due largely to unfilled positions or budgeted costs that have not yet been realized. Budget versus actual variances for Professional & Specialized Services expenses are due largely to budgeted costs that have not yet been realized and/or invoiced by vendors. In some cases, planned expenditures for the fiscal year have not yet occurred as several contracts have not yet been awarded.

2. Status of Purchase Orders and Contracts Greater than \$25,000 as of June 30, 2008

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, 2008 are within the contract certification amounts. In general, procurement activities are proceeding as planned. Additional details for each contract are noted in the report.

3. Quarterly Investment Report as of June 30, 2008

The TJPA has two permitted investment instruments: 1) Insured savings account or money market account in a qualified public depository as established by state law, and 2) City & County of San Francisco investment pool (City Treasury Pool).

The Investment & Earnings report identifies the balance in the City Treasury Pool and the Money Market account at the end of each quarter and a cumulative amount for the fiscal year end of June 30, 2008. The interest earnings amount for the City Treasury Pool is recorded in FAMIS (City's accounting system) and the interest earnings amount for the Money Market account is obtained from the TJPA's Union Bank of California bank statement.

For the quarter ending June 30, 2008, interest earnings from the City Treasury Pool were \$21,756 with a total fiscal year earnings of \$159,284. Interest earnings from the Money Market for the fiscal year were \$984 (interest earned is offset against analysis fees) with total fiscal year earnings for both investment instruments of \$160,268. The annualized rate of return was 3.43% with an ending cash balance of \$4,785,648.

4. Inception to June 30, 2008 Expenditures and Revenues

The Inception to June 30, 2008 Expenditures and Revenues (unaudited) report provides an overview of the TJPA's expenditures and revenues from the beginning of the program through June 30, 2008. Summary level information is provided by major expenditures category and revenue source.

ENCLOSURES:

1. FY 2007-08 fourth Quarter Budget vs. Actual Financial Report (unaudited)
2. Status of Purchase Orders and Contracts Greater than \$25,000 as of June 30, 2008
3. Quarterly Investment Report as of June 30, 2008
4. Inception to June 30, 2008 Expenditures and Revenues (unaudited)

RECOMMENDATION:

Information only.

Transbay Joint Powers Authority
Fiscal Year 2007-08 Budget vs. Actual (Unaudited)
4th Quarter (July 2007 through June 2008)
As of 8/27/08

| | FY 2007-08 Budget Amendment 4 ¹ | FY 2007-08 4th Quarter Capital Outlay & Revenues | Remaining FY 2007-08 Balance | Percent Expended through 4th Quarter | Notes |
|--|--|---|------------------------------------|---|--|
| EXPENDITURES ² | | | | | |
| Salaries & Benefits | | | | | |
| Salaries | 1,141,600 | 989,077 | 152,523 | 87% | |
| Benefits | 428,400 | 281,579 | 146,821 | 66% | |
| Subtotal, Salaries & Benefits | \$ 1,570,000 | \$ 1,270,656 | \$ 299,344 | 81% | |
| Administration | | | | | |
| Rent | 112,000 | 109,436 | 2,564 | 98% | |
| Insurance | 49,700 | 25,531 | 24,169 | 51% | |
| Owner-Controlled Insurance Program | 1,903,000 | - | 1,903,000 | 0% | |
| Office Expenses | 95,500 | 88,539 | 6,961 | 93% | |
| Communications | 40,400 | 38,539 | 1,861 | 95% | |
| Travel/Conferences | 38,200 | 38,000 | 200 | 99% | |
| Professional Memberships | 8,000 | 5,158 | 2,842 | 64% | |
| Board Expenses | 9,000 | 6,322 | 2,678 | 70% | |
| Meeting Expenses | 30,000 | 7,128 | 22,872 | 24% | |
| Miscellaneous | 32,500 | 1,921 | 30,579 | 6% | |
| Subtotal, Administration | \$ 2,318,300 | \$ 320,575 | \$ 1,997,725 | 14% | |
| Professional & Specialized Services | | | | | |
| Program Management / Program Controls | 11,500,000 | 7,549,597 | 3,950,403 | 66% | |
| Downtown Extension Preliminary Engineering & Design | 1,884,000 | 2,521,238 | (637,238) | 134% | Over-expenditure based on faster rate of expenditure in fiscal year than previously anticipated; expenditures within contract authorizations and includes cost of required Loop Study; see Note 4. |
| Designer / Developer Competition | 100,000 | 100,000 | - | 100% | |
| Transit Center Engineering & Design | 8,789,000 | 1,250,000 | 7,539,000 | 14% | |
| Temporary Terminal Engineering & Design | 1,546,000 | 1,012,220 | 533,780 | 65% | |
| Bus Storage Engineering & Design | 2,219,850 | 321,045 | 1,898,805 | 14% | |
| Utility Relocation Engineering & Design | 1,470,000 | 828,167 | 641,833 | 56% | |
| Bus Ramps Engineering & Design | 1,247,000 | - | 1,247,000 | 0% | |
| Construction Management for Temporary Terminal | 97,000 | 32,395 | 64,605 | 33% | |
| Construction Management for Bus Storage | 106,000 | - | 106,000 | 0% | |
| Environmental Consultant / Building and Soil Haz. Mat. | 380,000 | 224,143 | 155,857 | 59% | |
| SF MTA Overhead Lines & Traffic Engineering | 407,277 | 527,618 | (120,341) | 130% | Over-expenditure based on faster rate of expenditure in fiscal year than previously anticipated; expenditures within contract authorizations; see Note 4. |

Transbay Joint Powers Authority
Fiscal Year 2007-08 Budget vs. Actual (Unaudited)
4th Quarter (July 2007 through June 2008)
As of 8/27/08

| | FY 2007-08 Budget Amendment 4 ¹ | FY 2007-08 4th Quarter Capital Outlay & Revenues | Remaining FY 2007-08 Balance | Percent Expended through 4th Quarter | |
|---|--|---|------------------------------------|---|---|
| Caltrans Coordination / Engineering | 25,000 | - | 25,000 | 0% | |
| PUC Water & Sewer Coordination | 50,000 | - | 50,000 | 0% | |
| PUC BLHP Street Lighting Engineering | 50,000 | - | 50,000 | 0% | |
| BOW AWSS Design | 75,000 | - | 75,000 | 0% | |
| PG&E Permits | 150,000 | - | 150,000 | 0% | |
| Other Plan Checks / Permit Fees | 316,000 | 34,168 | 281,832 | 11% | |
| Transbay Transit District Plan | 584,000 | 197,721 | 386,279 | 34% | |
| Economic Analysis | 215,170 | 215,170 | - | 100% | |
| Ridership Studies | - | - | - | 0% | |
| Environmental Review for DTX Loop | 1,000,000 | - | 1,000,000 | 0% | |
| Consulting Services for Design & Development Option Agreement | 100,000 | 93,268 | 6,732 | 93% | |
| Property Management | 83,200 | 4,873 | 78,327 | 6% | |
| Benefits Administration / Payroll Services | 140,000 | 91,483 | 48,518 | 65% | |
| Outside Legal Counsel | 545,312 | 412,790 | 132,522 | 76% | |
| City Attorney | 225,000 | 168,658 | 56,343 | 75% | |
| Financial & Grant Management | 1,057,191 | 1,061,062 | (3,871) | 100% | Over-expenditure based on faster rate of expenditure in fiscal year than previously anticipated; expenditures within contract authorizations; see Note 4. |
| Community & Public Relations | 217,620 | 217,620 | - | 100% | |
| Legislative Services | 287,425 | 287,425 | - | 100% | |
| Information Technology Support | 31,500 | 13,325 | 18,175 | 42% | |
| Accounting Software & Installation | 250,000 | 191,809 | 58,191 | 77% | |
| Audit Services | 65,655 | 65,655 | - | 100% | |
| SFMTA Grants Administration | 50,000 | - | 50,000 | 0% | |
| SFMTA Procurement Assistance | 16,200 | 16,200 | - | 100% | |
| Appraisal Services | 275,000 | 238,099 | 36,901 | 87% | |
| ALTA / Design Surveys | 350,000 | 188,478 | 161,522 | 54% | |
| Relocation Services Plan | 143,500 | 55,504 | 87,996 | 39% | |
| Geotechnical Analysis | 10,000 | - | 10,000 | 0% | |
| San Francisco Redevelopment Agency Administrative Fee | 1,015,900 | 310,160 | 705,740 | 31% | |
| Other Intergovernmental Agreements | 50,000 | - | 50,000 | 0% | |
| Other Consulting Assistance | 90,000 | 40,000 | 50,000 | 44% | |
| Subtotal, Professional & Specialized Services | \$ 37,214,801 | \$ 18,269,893 | \$ 18,944,908 | 49% | |
| Right of Way Acquisition | | | | | |
| Property Acquisition | 59,550,000 | 20,628,720 | 38,921,280 | 35% | |
| Title/Closing Costs | 38,000 | 16,630 | 21,370 | 44% | |
| Relocation Services Consultation and Assistance | 501,500 | 188,028 | 313,472 | 37% | |
| Hazardous Materials Mitigation | 700,000 | - | 700,000 | 0% | |
| Subtotal, Right of Way Acquisition | \$ 60,789,500 | \$ 20,833,378 | \$ 39,956,122 | 34% | |

Notes

Transbay Joint Powers Authority
Fiscal Year 2007-08 Budget vs. Actual (Unaudited)
4th Quarter (July 2007 through June 2008)
As of 8/27/08

| | FY 2007-08 Budget Amendment 4 ¹ | FY 2007-08 4th Quarter Capital Outlay & Revenues | Remaining FY 2007-08 Balance | Percent Expended through 4th Quarter | Notes |
|--|--|---|------------------------------------|---|---|
| Other | | | | | |
| <i>Fiscal Reserve</i> | 2,442,700 | - | 2,442,700 | 0% | |
| <i>Emergency Reserve</i> | 500,000 | - | 500,000 | 0% | |
| <i>Contingency Reserve</i> | - | - | - | 0% | |
| <i>Loan to SF Redevelopment Agency</i> | - | - | - | 0% | |
| Subtotal, Other | \$ 2,942,700 | \$ - | \$ 2,942,700 | 0% | |
| | | | | | |
| TOTAL EXPENDITURES + OTHER | \$ 104,835,301 | \$ 40,694,501 | \$ 64,140,800 | 39% | |
| | | | | | |
| REVENUE ³ | | | | | |
| Committed Revenue | | | | | |
| Federal Demonstration 1601 Grant | - | 26,949 | (26,949) | | Expenditure had been anticipated in FY07 |
| Federal SAFETEA-LU Earmark Grants | 8,439,500 | 3,254,191 | 5,185,309 | 39% | |
| Regional Measure 2 | 31,719,800 | 18,237,039 | 13,482,761 | 57% | |
| Proposition K San Francisco Sales Tax | 14,085,000 | 12,722,528 | 1,362,472 | 90% | |
| | | | | | |
| San Mateo County Sales Tax | 1,975,600 | 2,401,667 | (426,067) | 122% | Faster than anticipated revenue drawn down to match expenditures; revenue not required to be spent in particular fiscal year. |
| Regional Transportation Improvement Program (STIP) | 7,391,000 | 3,750,937 | 3,640,064 | 51% | |
| Lease Income | 911,900 | 301,191 | 610,709 | 33% | |
| Interest Income | 228,000 | - | 228,000 | 0% | |
| Subtotal, Committed Revenue | \$ 64,750,800 | \$ 40,694,501 | \$ 24,056,299 | 63% | |
| | | | | | |
| Planned Revenue | | | | | |
| SAFETEA-LU Earmark Grants | 13,713,500 | | 13,713,500 | 0% | |
| Regional Transportation Improvement Program (STIP) | | | - | 0% | |
| Proposition K San Francisco Sales Tax | | | - | 0% | |
| Regional Measure 2 | | | - | 0% | |
| Other Planned Revenue (RM-2, Prop K, San Mateo Sales Tax, other) | 23,342,900 | | 23,342,900 | 0% | |
| Subtotal, Planned Revenue | \$ 37,056,400 | \$ - | \$ 37,056,400 | 0% | |

Transbay Joint Powers Authority
Fiscal Year 2007-08 Budget vs. Actual (Unaudited)
4th Quarter (July 2007 through June 2008)
As of 8/27/08

| | FY 2007-08 Budget Amendment 4 ¹ | FY 2007-08 4th Quarter Capital Outlay & Revenues | Remaining FY 2007-08 Balance | Percent Expended through 4th Quarter | Notes |
|---|--|---|------------------------------------|---|-------|
| Other | | | | | |
| Fund Balance from Previous Year ⁵ | 2,028,100 | | 2,028,100 | 0% | |
| <i>Subtotal, Other</i> | \$ 2,028,100 | \$ - | \$ 2,028,100 | 0% | |
| New Revenues to be Identified | | | | | |
| Revenue Source to be Determined | 1,000,000 | | 1,000,000 | 0% | |
| <i>Subtotal, Revenue Source to be Determined</i> | \$ 1,000,000 | \$ - | \$ 1,000,000 | 0% | |
| TOTAL REVENUE + OTHER | \$ 104,835,300 | \$ 40,694,501 | \$ 64,140,799 | 39% | |

1: Budget Amendment 4 approved by Executive Director on August 27, 2008.

2: 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.

3: TJPA's 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.

4: Pursuant to the TJPA Board Policy 003: Budget Policy, "Once an annual budget has been adopted, the Executive Director may augment an existing line-item appropriation by re-allocating funding within and among expenditure categories (i.e., salaries and fringe benefits, non-personal services, administration and overhead) without further Board action, so long as the aggregate amount reallocated during the fiscal year does not exceed 10 percent of the original appropriation for the category, and the total amount of spending does not vary from the total amount of the approved annual budget." (TJPA Board Policy 003, Section III.C.1.)

5: Fund Balance from Previous Year does not include approximately \$2.3 million required for future year loan obligations to San Francisco Redevelopment Agency

Report to Transbay Joint Powers Authority Board
Status of Purchase Orders and Contracts greater than \$25,000

Attachment 3

As of June 30, 2008

| Purpose | Vendor | Accrued to | | Status | Funding Source | Notes |
|---|--|---|---------------|----------|--|--|
| | | Contract Value | June 30, 2008 | | | |
| Contracts | | | | | | |
| Benefits Administration / Financial Services | Local Government Services | \$500,000 (Administration Fee only) | \$57,134 | on-going | FTA grant & local match | Contract start date of November 2007; administrative fee for three years at varied rate depending on number of TJPA staff. |
| Information Technology Management and Support | Bluecrane | \$133,341 | \$90,242 | on-going | FTA grant & local match, RTIP, San Mateo Sales Tax | Contract start date of August 1, 2004; term of contract extended three years by Board on July 19, 2007. |
| Program Manager / Program Controls | URS Corporation | Certified for: \$4,192,243 Total: \$36,670,000 | \$2,379,429 | on-going | RM-2, Prop K, FTA grant & local match, San Mateo Sales Tax | Second contract term start date of March 20, 2008; not to exceed three years (with 1 three-year option); certification for less than contract amount based on revenue availability. |
| Early Starts Engineering | Parsons Transportation Group | Certified for: \$3,000,000 Total: \$10,710,000 | \$113,399 | on-going | Prop. K, San Mateo Sales Tax | Second contract term start date of July 1, 2008; term of contract not to exceed three years (with 1 three-year options); certification for less than contract amount based on revenue availability. Accrued through July 25, 2008. |
| Public Relations Services | Singer Associates | \$900,000 | \$110,609 | on-going | FTA grant & local match | Contract start date of April 8, 2008; term of contract not to exceed three years |
| Legal Counsel | Moscone, Emblidge & Quadra with Shute, Mihaly & Weinberger; Hanson Bridgett; and Ruiz & Sperow | Request for Services issued: \$1,805,000 (MEQ: \$80,000, SMW: \$2,020,000, HB:\$40,000) Total Contract Value: \$3,000,000 | \$1,829,914 | on-going | FTA grant & local match, RM-2, San Mateo Sales Tax | Contract start date of April 1, 2005; term of contract extended three years by Board on January 17, 2008; Request for Services less than contract amount based on revenue availability. Accruals by Moscone Emblidge & Quadra: \$75,786; accruals by Shute, Mihaly & Weinberger: \$1,719,937; accruals by Hanson Bridgett: \$34,191. |
| Real Estate Appraiser | Clifford Associates | Certified for: \$154,654 Total: \$350,000 | \$149,654 | on-going | FTA grant, RM-2, RTIP | Contract start date of July 7, 2006 with a term not to exceed three years. |
| Real Estate Appraiser | Carneghi-Blum & Partners | Certified for: \$320,175 Total: \$350,000 | \$294,680 | on-going | FTA grant, RM-2, RTIP | Contract start date of July 7, 2006 with a term not to exceed three years. |

Report to Transbay Joint Powers Authority Board
Status of Purchase Orders and Contracts greater than \$25,000

As of June 30, 2008

| Accrued to June 30, 2008 | | | | | | |
|---|----------------------------------|---|-------------|----------------|--|---|
| Purpose | Vendor | Contract Value | Status | Funding Source | Notes | |
| Real Estate Review Appraiser | Tattersal Advisory Services | Certified for: \$39,600 Total Contract Value: \$50,000 | \$31,100 | on-going | FTA grant, RM-2, RTIP | Contract start date of October 27, 2006 for a term not to exceed three years with an option to extend two years. |
| Financial Consulting Services | Nancy Whelan Consulting | \$1,800,000 | \$1,232,640 | on-going | FTA grant & local match, San Mateo Sales Tax | Contract start date of November 1, 2006; term of contract not to exceed three years, with one two-year option. |
| Relocation Assistance Services | Associated Right of Way Services | \$300,000 | \$272,531 | on-going | Prop K, RM-2, unrestricted revenue | Contract start date of February 15, 2007. New contract being brought to Board for approval as additional relocation assistance budget is required. |
| Auditor | Macias, Gini, & O'Connell | \$154,269 | \$119,931 | on-going | FTA grant & local match, RTIP, San Mateo Sales Tax | Contract start date of Jan. 22, 2007; term of contract not to exceed three years, with option to extend two years. |
| Temporary Terminal A/E Services | Carter & Burgess | Certified for: \$1,323,200 Total: \$1,760,000 | \$1,266,600 | on-going | RM-2 | Contract approved by Board on April 19, 2007. NTP issued April 24, 2007. Amended June 21 and Sept 1 to increase contract amount by \$60,000 and \$20,000 respectively. Contract to remain in effect no later than one year after final completion of construction of Temporary Terminal. |
| Bus Storage A/E Services | Carter & Burgess | Certified for: \$1,765,000 Total: \$3,565,000 | \$316,689 | on-going | RM-2 | Contract approved by Board on May 17, 2007. NTP issued May 18, 2007. Contract to remain in effect no later than one year after final completion of construction of Bus Storage. Contract amended May 15, 2008 to add scope and budget for Caltrans-required PSR. |
| Real Estate Transaction Title and Escrow Services | Chicago Title | \$300,000 | \$11,030 | on-going | Prop K, RM-2, STIP | Contract approved by Board on May 17, 2007, for a term of 5 years with option for additional 3 years. |
| As Needed Environmental Consulting Services | ERM | Certified for: \$221,007 Total: \$1,147,000 | \$71,498 | on-going | Prop K, RTIP | Contract approved by Board on July 19, 2007, for a term of 3 years with option for additional 2 years. NTP issued August 24, 2007. |
| As Needed Environmental Consulting Services | Treadwell & Rollo | Certified for: \$74,833 Total: \$333,992 | \$74,833 | on-going | Prop K, RTIP | Contract approved by Board on July 19, 2007, for a term of 3 years with option for additional 2 years. NTP issued August 6, 2007. |
| Real Estate Economics Advisory Services | Seifel Consulting | \$140,740 | \$58,200 | on-going | RM-2 | Contract start date of September 6, 2007, for a term of 2 years with option for additional 2 years. Contract amended July 21, 2008, to increase budget for previously negotiated scope. |
| Real Estate Economics Advisory Services | Keyser Marston Associates | \$130,125 | \$78,661 | on-going | FTA grant, RTIP | Contract approved by Board on September 20, 2007, for a term of 2 years with option for additional 2 years. |
| Real Estate Economics Advisory Services | The Concord Group | \$135,000 | \$124,868 | on-going | FTA grant | Contract start date of September 4, 2007, for a term of 2 years with option for additional 2 years; contract amended by Executive Director January 25, 2008 to increase amount from \$95,000 to \$100,000. Contract amended by the Board on July 21, 2008 to increase budget for previously negotiated scope. |

Report to Transbay Joint Powers Authority Board
Status of Purchase Orders and Contracts greater than \$25,000

Attachment 3

As of June 30, 2008

| Accrued to | | | | | | | |
|--|---------------------------------------|--|---------------|----------------------|----------------------|--|--|
| Purpose | Vendor | Contract Value | June 30, 2008 | Status | Funding Source | Notes | |
| Financial and Accounting Services | Fred Clarke Consulting | \$365,150 | \$275,910 | on-going | FTA grant, RM-2 | Contract approved by Board on September 20, 2007, for a term of 2 years; amended by Board on February 21, 2008 to increase amount from \$170,650 to \$365,150. | |
| Federal Advocacy Services | Chambers, Conlon & Hartwell | Certified for: \$80,500 Total: \$256,500 | \$59,943 | on-going | unrestricted revenue | Contract approved by Board on September 20, 2007, for a term of 3 years with option for additional 3 years. | |
| Federal Advocacy Services | Holland + Knight | Certified for: \$158,500 Total: \$505,500 | \$106,500 | on-going | unrestricted revenue | Contract approved by Board on September 20, 2007, for a term of 3 years with option for additional 3 years. | |
| State Advocacy Services | Suter, Wallauch, Corbett & Associates | Certified for: \$320,750 Total: \$362,250 | \$127,500 | on-going | unrestricted revenue | Contract approved by Board on September 20, 2007, for a term of 3 years with option for additional 3 years. | |
| Utility Relocation Design Services | Metcalf & Eddy | Certified for: \$1,465,593 Total: \$5,198,015 | \$829,036 | on-going | RM-2 | Contract approved by Board on September 20, 2007; contract to remain in effect through end of utility construction and warranty period. Value of Basic Services: \$4,328,327; Additional Services: \$869,688 | |
| As Needed Environmental Consulting Services | Geomatrix | Certified for: \$94,500 Total: \$500,000 | \$77,812 | on-going | Prop K | Contract approved by Board on November 16, 2007; NTP issued April 10, 2008 | |
| Machinery & Equipment Appraisers | Desmond, Marcello & Amster | Certified for: \$20,000 Total: \$62,500 | \$1,150 | on-going | RTIP | Contract start date of January 25, 2008; term of five years. | |
| Machinery & Equipment Appraisers | Neale & Sons Inc. | Certified for: \$26,000 Total: \$62,500 | \$14,750 | on-going | RTIP | Contract start date of January 25, 2008; term of five years. | |
| Goodwill Loss Appraisers | Desmond, Marcello & Amster | Certified for: \$25,000 Total: \$75,000 | \$0 | on-going | RTIP | Contract start date of February 20, 2008; term of five years. | |
| Goodwill Loss Appraisers | Donna Desmond Associates | Certified for: \$25,479 Total: \$75,000 | \$5,354 | on-going | RTIP | Contract start date of February 20, 2008; term of five years. | |
| Integrated Financial System | New World Systems | \$296,015 | \$152,982 | on-going | FTA grant, RM-2 | Contract start date of February 21, 2008; perpetual software license with software maintenance term of five years. | |
| Construction Management - Temporary Terminal | Townsend Management, Inc. | \$1,010,000 | \$32,395 | on-going | RM-2 | Contract approved by Board on April 17, 2008. Value of Basic Services: \$822,000; Additional Services: \$188,000. Term of contract 3 years with option to extend for additional 2 years. | |
| Invitations for Bids / Requests for Proposals | | | | | | | |
| Construction - Temporary Terminal | TBD | N/A | N/A | Bid Due Date 10/1/08 | TBD | Six bids received 8/5/08; rejection of bids and amendment to specifications recommended by City Attorney; project re-advertised 9/17/08; contract award anticipated in October 2008 | |

Report to Transbay Joint Powers Authority Board
Status of Purchase Orders and Contracts greater than \$25,000

Attachment 3

As of June 30, 2008

| Purpose | Vendor | Contract Value | Accrued to | | Status | Funding Source | Notes |
|---|---|--|-----------------------------------|------|----------|---|--|
| | | | June 30, | 2008 | | | |
| Interagency Agreements | | | | | | | |
| Legal Services | SF City Attorney | \$1,791,600 | \$1,791,600 | | on-going | FTA grant & local match, RM-2 | Additional monies to be encumbered for FY08-09 |
| Preparation and Sale of State Owned Parcels | SF Redevelopment Agency | Fee: \$895,643 Loan: \$2,500,000 | Fee: \$374,072 Loan: \$283,155 | | on-going | FTA grant & local match, RM-2, unrestricted revenue | Services to be provided on a Request for Services basis; no further loan amount anticipated at this time. |
| Survey & Mapping | San Francisco Department of Public Works Bureau of Street Use & Mapping | Certified for: \$249,386 Total: \$410,000 | \$227,086 | | on-going | Prop K | Intergovernmental Agreement approved by TJPA Board on Feb. 15, 2007; term of agreement for one year; agreement amended March 2008 to extend term to four years. |
| Addtl. Survey & Mapping, Sewer, Roadway Resurfacing, AWSS and General Services | San Francisco Department of Public Works | Certified for: \$295,000 Total: \$599,500 | \$24,175 | | on-going | Prop K | Intergovernmental Agreement approved by TJPA Board on January 17, 2008; term of agreement for five years. |
| Trolley Line Relocation & Street Modification | San Francisco Municipal Transportation Agency | Certified for: \$651,200 Total: \$811,962 | \$527,873 | | on-going | RM-2 | Intergovernmental Agreement approved by TJPA Board on July 19, 2007; agreement expires December 31, 2009. |
| Transbay Area Plan | SF Department of City Planning | \$730,000 | \$197,721 | | on-going | Prop K | Intergovernmental Agreement approved by TJPA Board on September 20, 2007; term of agreement for three years with option for one year. |
| Other | | | | | | | |
| Lease Agreement | 201 Mission St. | \$4,701,974 | \$446,955 | | on-going | FTA grant & local match | Value is combination of initial five-year lease plus second seven-year lease for additional square footage through 2015. Five-year lease brokered through BT Commercial and approved by TJPA Board in November 2003. Lease amended in February 2008 to extend for seven years. |
| Completed Items | | | | | | | |
| Program Grant Administration, Budgeting, Financial Management, and Cost Control | Transbay Financial Consulting | \$856,000 | \$855,980 | | complete | FTA grant & local match | Contract start date of February 19, 2004. Complete October 31, 2006. |
| Environmental Documentation / Planning | SF City Planning | \$50,000 | \$49,993 | | complete | FTA grant & local match | Interagency agreement of June 18, 2003. |
| Environmental Documentation / Planning | Caltrain / Parsons Transportation Group | \$2,110,626 | \$2,002,921 | | complete | FTA grant & local match | Parsons Transportation Group under contract with Caltrain to provide services. Caltrain reimbursed by TJPA per interagency agreement of June 18, 2003. |
| Environmental Documentation / Planning | Caltrain staff | \$208,740 | \$183,070 | | complete | FTA grant & local match | Interagency agreement of June 18, 2003. |

Report to Transbay Joint Powers Authority Board
Status of Purchase Orders and Contracts greater than \$25,000

Attachment 3

As of June 30, 2008

| Accrued to | | | | | | |
|------------------------|------------------------------------|----------------|-----------|----------------|-------------------------------|--|
| June 30, | | | | | | |
| 2008 | | | | | | |
| Purpose | Vendor | Contract Value | Status | Funding Source | Notes | |
| Procurement Assistance | SF Municipal Transportation Agency | \$64,800 | \$64,800 | complete | FTA grant & local match | MOU approved by TJPA Board Oct. 27, 2006. Complete Oct. 26, 2007. |
| Grant Administration | MUNI | \$109,678 | \$109,678 | complete | FTA grant & local match | Interagency agreement of April 1, 2004, for administration of Federal 1601 grant with TJPA as subrecipient to MTA. |
| Ridership Analysis | SF Water Transit Authority | \$60,000 | \$60,000 | complete | RM-2, FTA grant & local match | MOU approved by TJPA Board Oct. 27, 2006. Complete July 13, 2007. |

**TRANSBAY JOINT POWERS AUTHORITY
INVESTMENT & INTEREST EARNINGS REPORT**

For 1st Quarter Ending September 30, 2007

| Investment | Balance as of 9/30/2007 | Interest Earnings | Rate of Return | Annualized Rate of Return |
|--------------------|----------------------------|----------------------|-------------------|------------------------------|
| City Treasury Pool | \$ 4,513,261 | \$ 52,270 | 1.16% | 4.63% |
| Money Market | \$ 92,890 | \$ 219 | 0.24% | 0.94% |
| Total | \$ 4,606,151 | \$ 52,488 | 1.14% | 4.56% |

For 2nd Quarter Ending December 31, 2007

| Investment | Balance as of 12/31/2007 | Interest Earnings | Rate of Return | Annualized Rate of Return |
|--------------------|-----------------------------|----------------------|-------------------|------------------------------|
| City Treasury Pool | \$ 4,668,659 | \$ 55,398 | 1.19% | 4.69% |
| Money Market | \$ 66,300 | \$ 256 | 0.39% | 1.24% |
| Total | \$ 4,734,959 | \$ 55,654 | 1.18% | 4.63% |

For 3rd Quarter Ending March 31, 2008

| Investment | Balance as of 3/31/2008 | Interest Earnings | Rate of Return | Annualized Rate of Return |
|--------------------|----------------------------|----------------------|-------------------|------------------------------|
| City Treasury Pool | \$ 4,698,521 | \$ 29,861 | 0.64% | 3.97% |
| Money Market | \$ 95,686 | \$ 509 | 0.53% | 1.54% |
| Total | \$ 4,794,206 | \$ 30,370 | 0.63% | 3.93% |

For 4th Quarter Ending June 30, 2008

| Investment | Balance as of 6/30/2008 | Interest Earnings | Rate of Return | Annualized Rate of Return |
|--------------------|----------------------------|----------------------|-------------------|------------------------------|
| City Treasury Pool | \$ 4,729,043 | \$ 21,756 | 0.46% | 3.44% |
| Money Market | \$ 56,605 | \$ - | 0.00% | 1.15% |
| Total | \$ 4,785,648 | \$ 21,756 | 0.45% | 3.40% |

Cumulative For Fiscal Year Ending June 30, 2008

| Investment | Balance as of 6/30/2008 | Interest Earnings | Rate of Return | Annualized Rate of Return |
|--------------------|----------------------------|----------------------|-------------------|------------------------------|
| City Treasury Pool | \$ 4,729,043 | \$ 159,284 | 3.44% | 3.44% |
| Money Market | \$ 56,605 | \$ 984 | 1.15% | 1.15% |
| Total | \$ 4,785,648 | \$ 160,268 | 3.41% | 3.43% |

Transbay Joint Powers Authority
Inception to Date Expenditures and Revenues
As of June 30, 2008
includes June accruals (Unaudited)

| EXPENDITURES | INCEPTION TO DATE |
|---|------------------------------|
| <i>Salary and Benefits</i> | 3,734,077 |
| <i>Administration</i> | 1,034,931 |
| <i>Professional & Specialized Services</i> | |
| Transit Center & Associated Projects PE & Design | 5,090,838 |
| Downtown Extension Preliminary Engineering & Design | 14,080,247 |
| Program Management /Program Control | 25,500,547 |
| Other Professional Services | 11,444,720 |
| <i>Subtotal, Professional & Specialized</i> | \$56,116,352 |
| <i>Right of Way</i> | |
| Property Acquisition | 78,628,720 |
| Professional Services (closing costs, relocation, etc.) | 1,125,649 |
| <i>Subtotal, Right of Way</i> | 79,754,369 |
| <i>Loan to San Francisco Redevelopment Agency</i> | 283,155 |
| TOTAL EXPENDITURES | 140,922,884 |
| REVENUES | |
| Federal Demonstration Section 1601 | 8,795,355 |
| Federal High Priority Project 5309 | 5,495,653 |
| Toll Bridge 5% Reserve (RM-1) | 1,400,000 |
| SF Redevelopment Agency In-Kind | 798,689 |
| Regional Measure 2 | 63,965,597 |
| Proposition K SF Sales Tax | 48,662,172 |
| San Mateo Sales Tax | 7,040,402 |
| State Transportation Improvement Program (STIP) | 3,540,103 |
| Lease Income, Other Unrestricted | \$1,224,912 |
| TOTAL REVENUES | 140,922,884 |

Notes: Inception to Date Capital Outlay is based on payments made and reported in the GAS Financial System as of June 30, 2008 as well as accrued outstanding 6/30/08 Invoices
Revenues are based revenues received and recorded in the GAS Financial System as of June 30, 2008 as well as accrued outstanding 6/30/08 invoice receivables
Loan to San Francisco Redevelopment Agency anticipated to be repaid with Tax Increment

Sources: FAMIS report of Aug. 23, 2007 for period ending July 30, 2007
TJPA Government Accounting System Subfund reports for June 2008 as of 8/19/08
Summary of URS & Parsons Invoices Paid & Recorded as of June 2008 plus accruals
PRISM Reports for period ending June 30, 2008
All June accruals to June 30, 2008

Inception to June 30, 2008

| ITEM | COSTS INCURRED THROUGH |
|------------------------------------|---------------------------------------|
| PMPC Staff | 6/30/2008 |
| DTX Engineering Part 1 | 6/30/2008 |
| TJPA Administration | 6/30/2008 |
| Other Professional Services | 6/30/2008 |
| ROW Acquisition | 6/30/2008 |
| Loan to SFRA | 6/30/2008 |