To: TJPA Board of Directors

From: Mark Zabaneh, Executive Director | Sara Debord, Chief Financial Officer

Date: For the Board Meeting of March 8, 2018

Re: Transbay Joint Powers Authority Quarterly Financial Reports

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

- 1. FY 2017-18 Second Quarter Budget vs. Actual Financial Report (Unaudited)
- 2. Status of Purchase Orders and Contracts Greater than \$25,000 as of December 31, 2017
- 3. Inception to December 31, 2017 Capital Expenditures and Funding Sources (Unaudited)

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

1. FY 2017-18 Second Quarter Budget vs. Actual Financial Report

The TJPA Board approved the FY 2017-18 capital and operating budgets in June 2017. There has been one amendment to each of the fiscal year budgets, approved by the Executive Director under TJPA Budget Policy.

Accounting reports have been summarized to show budget versus actual amounts for capital expenditures, operating expenses, and corresponding funding sources and revenues through the second quarter of fiscal year 2017-18 (July 1, 2017 through December 31, 2017), unaudited, for the capital and operating budgets. The FY 2017-18 second quarter budget versus actual financial report is Attachment 1.

2. Status of Purchase Orders and Contracts Greater than \$25,000 as of December 31, 2017

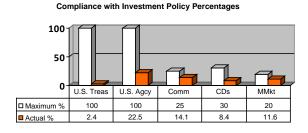
TJPA staff periodically reports to the Board on the status of contracts greater than \$25,000. As shown in Attachment 2, expenditures as of December 31, 2017, are within the contract certification amounts. Additional details for each contract are noted in the report.

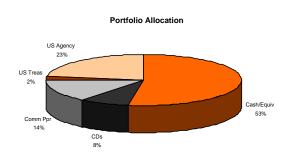
Data on Disadvantaged and Small Business Enterprise (DBE/SBE) utilization is also included for each contract. With minimal amounts of FTA grants remaining for new contract awards, TJPA does not have a target DBE Participation Level for the three Federal Fiscal Years October 1, 2016 through September 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 5% and the SBE commitment was 22%. Nearly \$49 million has been paid to DBEs and SBEs for the Federal Fiscal Years 2016-19 (October 1, 2016 – September 30, 2019) thus far.

3. Inception to December 31, 2017 Capital Outlay and Funding Sources

The Inception to Date Capital Outlay and Funding Sources (unaudited) report (Attachment 3) provides an overview of the TJPA's capital outlay and funding sources from the beginning of the program through December 31, 2017, for both program phases. Summary level information is provided by major capital outlay category and funding source. This report does not include operating expenses or revenues.

Additionally, the Second Quarter Investment Report was distributed and posted on the TJPA website under Financial Documents on January 9, 2018. TJPA investments were in compliance with the TJPA Investment Policy, as shown below. Portfolio allocation at December 31, 2017 is also shown below.





Transbay Joint Powers Authority Fiscal Year 2017-18 Budget vs. Actual (Unaudited) 2nd Quarter (July through December 2017) As of February 20, 2018

	FY 2017-18 Budget Amendment 1 ³	FY 2017-18 2nd Quarter Capital Outlay & Funding Sources	Unexpended FY 2017-18 Budget	Percent Expended through Fiscal Yea
PITAL EXPENDITURES ¹		Tunung Courses		risour rea
aries & Benefits				
Salaries	2,543,300	978,823	1,564,477	389
Benefits	873,600	370,716	502,884	429
Subtotal, Salaries & Benefits	3,416,900	1,349,540	2,067,360	399
ninistration				
Rent	730,000	357,889	372,111	49
Insurance	82,500	37,044	45,456	45
Office Expenses	86,000	17,323	68,677	20
Communications	69,000	16,388	52,612	24
Information Technology Support Travel/Conferences	130,000 38,000	37,053 4,096	92,947	29 11
Professional Development	28,000	7,663	33,904 20,337	27
Board Expenses	16,000	393	15,607	2
Meeting Expenses	8,000	1,324	6,676	17
Benefits Administration/Payroll Services	20,000	9,333	10,667	47
Miscellaneous	35,000	4,471	30,529	13
Subtotal, Administration	1,242,500	492,978	749,522	40
fessional & Specialized Services Engineering & Design Services	0.440.400	0.050.000	2 400 447	40
Program Management / Program Controls Downtown Extension Preliminary Engineering & Design	6,440,400 3,839,400	2,959,983 2,490,469	3,480,417 1,348,931	46 65
Downtown Extension Interagency Coordination	19,100	2,490,469	18,122	5
Transit Center & Ramps Engineering & Design	3,450,300	1,274,906	2,175,394	37
Transit Center Traffic Signals	178,100	31.910	146,190	18
Transit Center Overhead Lines	530,000	-	530,000	(
Transit Center Commissioning Agent	260,000	18,955	241,045	7
Bus Storage Engineering & Design	699,200	173,128	526,072	25
Environmental Consultant / Building and Soil Haz. Mat.	50,000	15,494	34,506	31
Public Art Program	279,600	24,441	255,159	9
Other Engineering & Design Services	393,700	-	393,700	(
Permits and Fees	225.222	22.222	205.007	
Transit Center Building & Ramps Permits & Fees (inluding DBI)	295,200	29,363	265,837	10
Bus Storage Permits & Fees DTX Permits & Fees	170,000 2,000	140,617	29,383 2,000	83
Real Estate Services	2,000	<u> </u>	2,000	
Property Management	9,000	3,000	6,000	33
ALTA / Design Surveys	30.000	8,687	21,313	29
Miscellaneous Real Estate Services	120,000	-	120,000	(
Construction Management	,		,	
Construction Management Oversight for Transit Center	10,139,700	3,323,108	6,816,592	33
Construction Management for Bus Storage	1,200,500	569,296	631,204	47
Construction Dispute Resolution Services	100,000	21,550	78,450	22
Construction				
Transit Center Building & Ramps Construction	338,692,300	113,966,460	224,725,840	3
Bus Storage Construction	23,200,200	6,848,835	16,351,365	30
Planning & Environmental Analysis		(074 500)	074 500	,
Community Benefits/Community Facilities Districts Formation Economic and Real Estate Analysis	39,700	(271,502) (25,254)	271,502 64,954	-64
Administration	39,700	(25,254)	04,934	-04
Outside Legal Counsel & City Attorney	5,532,000	4,014,189	1,517,811	73
Financial & Grant Management	254,800	118,191	136,609	46
Accounting Software, Installation and Maintenance	40,000	20,501	19,499	5
Audit Services	48,000	28,000	20,000	58
Credit Rating Analysis	27,500	27,500		100
Loan Servicing Fees and Interest	3,271,800	972,403	2,299,397	30
CBD Special Tax Assessment	73,000	70,209	2,791	96
Trustee Account Services	2,000	250	1,750	1:
Community & Public Relations	100,000	8,648	91,353	!
Legislative Services	268,000	129,000	139,000	4
Disadvantaged & Small Business Program	25,000	-	25,000	
Other Intergovernmental Agreements	30,000	(00.050)	30,000	10:
Other Consulting Assistance	20,000	(20,356)	40,356	-10:
Subtotal, Professional & Specialized Services	399,830,500	136,972,957	262,857,543	34
TOTAL EXPENDITURES	404,489,900	138,815,474	265,674,426	34

	FY 2017-18 Budget Amendment 1 ³	FY 2017-18 2nd Quarter Capital Outlay & Funding Sources	Unexpended FY 2017-18 Budget	Percent Expended through Fiscal Year
CAPITAL FUNDING SOURCES ²				
Committed Funding Sources				
Federal Bus Facility, Alternatives Analysis and PNRS Grants (FTA)	579,500	121,552	457,948	21%
Regional Measure 2	1,558,600	577,934	980,666	37%
AB1171 Bridge Tolls	2,458,500	256,815	2,201,685	10%
Proposition K San Francisco Sales Tax	11,969,300	8,628,982	3,340,318	72%
One Bay Area Grant	4,668,000	1,423,216	3,244,784	30%
Land Sales Proceeds	14,338,400	9,591,401	4,746,999	67%
Bridge Loan Proceeds	3,316,700	2,561,151	755,549	77%
TIFIA Proceeds	101,550,700	40,731,460	60,819,240	40%
City Financing Proceeds	141,057,500	43,861,485	97,196,015	31%
Mello-Roos Community Facilities District Bond Proceeds / Impact Fees	119,025,400	28,931,141	90,094,259	24%
Net Tax Increment Revenue	3,288,800	841,312	2,447,488	26%
Lease Income	95,000	98,072	(3,072)	103%
Interest Income	258,500	273,396	(14,896)	106%
Reimbursements by Others (Private Utilities, Adjacent Properties)	325,000	1,122,441	(797,441)	345%
Subtotal, Committed Revenue	404,489,900	139,026,803	265,463,097	34%
Other				
Use of (Contribution to) Fund Balance	-	(211,329)	211,329	0%
Subtotal, Other	-	(211,329)	211,329	0%
TOTAL REVENUE + OTHER	404,489,900	138,815,474	265,674,426	34%

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.

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. Capital Budget Amendment 1 approved by TJPA Executive Director under TJPA Budget Policy.

	FY 2017-18 Operating Budget Amendment ³	FY 2017-18 2nd Quarter Operating Expenses & Revenues	Unexpended FY 2017-18 Budget	Percent Expended through Fiscal Year
OPERATING EXPENSES				
Temporary Terminal				
Temporary Terminal Facility Management, Security & Utilities	1,075,300	459,544	615,756	43%
AC Transit Additional Operating Support	1,950,000	533.339	1.416.661	27%
Parking Control Officers	130.000	63.110	66,890	49%
Insurance	59,300	59.300	-	100%
Subtotal, Temporary Terminal		1,115,293	2,099,307	35%
Transit Center				
Transit Center Maintenance	2,516,500	222,415	2,294,085	9%
Transit Center Janitorial	1,272,000	•	1,272,000	0%
Transit Center Utilities	63,800	-	63,800	0%
Park Maintenance & Programming	295,800	3,212	292,588	1%
Park Management Fee & Administration	798,000	626	797,374	0%
Digital Content Management & Wayfinding Systems	839,400	402,569	436,831	48%
Marketing & Leasing	635,800	131,588	504,212	21%
Asset Management Fee & Administration	211,000	102,763	108,237	49%
Security	2,136,800	-	2,136,800	0%
Insurance	851,700	179,214	672,486	21%
Subtotal, Transit Center	9,620,800	1,042,387	8,578,413	11%
Reserves				
Emergency Reserve	500,000	-	500,000	0%
Operating Contingency	1,443,100	-	1,443,100	0%
O&M Reserve Contributions		2,543,812	(2,543,812)	200%
Subtotal, Reserves	1,943,100	2,543,812	(600,712)	131%
TOTAL OPERATING EXPENSES	14,778,500	4,701,492	10,077,008	32%
OPERATING REVENUE & FUNDING SOURCES				
Regional Measure 2	7,856,100	2,157,680	5,698,420	27%
Other Regional Contributions	1,410,750	-	1,410,750	0%
Community Benefit District Park Payments	657,250	-	657,250	0%
Neutral Host DAS fees	1,250,000	1,250,000	-	100%
Naming Rights	1,010,000	1,010,000	-	100%
Temporary Terminal Rents	330,500	255,056	75,444	77%
Temporary Terminal Advertising	38,400	28,756	9,644	75%
Subtotal, Operating Revenue	12,553,000	4,701,492	7,851,508	37%
Use of Fund Balance	500,000	-	500,000	0%
Use of Operating & Maintenance Reserve	1,725,500	-	1,725,500	0%
Subtotal, Other Sources	2,225,500	-	2,225,500	0%
TOTAL OPERATING SOURCES	14,778,500	4,701,492	10,077,008	32%

³ Operating Budget Amendment 1 approved by TJPA Executive Director under TJPA Budget Policy.

as of February 20, 2018

		Contract	Accrued to December 31,		Funding		DBE Actual through December 31,		SBE Actual through December 31
Purpose	Vendor	Value	2017	Term	Source	DBE Advisory	2017	SBE Goal	2017
Program Management / Program Controls	AECOM (formerly URS)	Authorized: \$26,644,555 Total: \$27,160,000	\$23,403,931	7/1/14- 6/30/18	Bridge loan, CFD (impact & bonds), developer contribution, Planning, Prop K, TIFIA	n/a	23%	37%	30%
Downtown Extension Preliminary Engineering	Parsons Transportation Group	Authorized: \$6,571,315 Total: \$6,800,000	\$5,749,594	7/1/11- 6/30/19	CFD impact fees, Planning, Prop K	30%	7%	0%	8%
Bus Storage A&E Services	Jacobs Engineering (formerly Carter & Burgess)	Authorized: \$5,692,378 Total: \$5,733,696	\$5,509,980	5/21/07- Bus Storage Warranty	City Financing, RM-2, RTIP	16%	12%	0%	26%
Utility Relocation A&E Services	AECOM (formerly Metcalf & Eddy)	Authorized: \$5,578,071 Total: \$5,593,515	\$5,544,300	9/20/07- Utility Warranty	AB1171, FRA, RM-2	20%	7%	0%	15%
Transit Center Bldg & Related Structures A&E Services	Pelli Clarke Pelli Architects	Authorized: \$153,449,005 Total: \$154,200,000	\$151,778,193	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%	0%	8%
Commissioning Agent	Enovity Inc.	Authorized: \$687,685 Total: \$828,196	\$460,903	9/10/09- 6/30/19	RM-2	5%	0%	90%	100%
Environmental Consulting Services During Construction	Langan Environmental (formerly Treadwell & Rollo)	Authorized: \$484,136 Total: \$650,000	\$482,416	6/10/10- 7/28/18	Prop K	20%	21%	37%	52%
Artwork: Grand Hall Terrazzo Floor	Julie Chang Olcott	\$125,000	\$87,500	1/6/11- 6/30/18	Bridge loan, Prop K	n/a	n/a	n/a	n/a
Artwork: CityPark Bus Jet Fountain	Ned Kahn Studios	\$100,000	\$50,000	1/6/11- 9/30/18	Bridge loan, Prop K	n/a	n/a	n/a	n/a
Artwork: Shaw Alley Pedestrian Passage	James Carpenter Design Associates	Authorized: \$144,900 Total: \$207,000	\$124,200	3/3/11- 9/30/18	Bridge loan, Prop K	n/a	n/a	n/a	n/a
Artwork: Bus Level Enclosure LED Array	Jenny Holzer	\$260,000	\$233,000	9/8/16- n/a	AB1171, City Financing, Prop K	n/a	n/a	n/a	n/a
Lease Agreement (Rent Costs only)	California Mission Street Partners	\$8,629,300	\$6,204,167	12/1/03- 3/31/21	FTA, bridge loan, CFD bonds, RTIP, sublease, TIFIA	n/a	n/a	n/a	n/a
Legal Bench 12-02		Authorized:							
General Counsel	Shute, Mihaly & Weinberger	\$9,454,600	\$8,624,746	9/1/12- 8/31/19	FTA, developer contribution, Prop K, TIFIA	0%	0%	100%	84%
Construction Counsel	Seyfarth Shaw	\$3,554,000	\$3,502,736	9/19/12- 9/18/19	FRA, FTA, City Financing, developer contribution, Prop K	0%	0%	0%	0%

of February 20, 2018 Purpose	Vendor	Contract Value	Accrued to December 31, 2017	Term	Funding Source	DBE Advisory	DBE Actual through December 31, 2017	SBE Goal	SBE Actual through December 31, 2017
Financial Counsel	Nixon Peabody	\$685,000	\$662,646	9/21/12- 9/20/19	FTA, Prop K, TIFIA	0%	0%	0%	0%
Labor Counsel	Renne Sloan Holtzman Sakai	\$270,773	\$245,072	9/1/12- 8/31/19	FTA, Prop K	0%	0%	0%	0%
	Total Authorized:	\$13,964,373	Total Bench NTE:	\$15,000,000					
Legal Counsel	Thompson Coburn	Authorized: \$600,000 Total: \$1,000,000	\$581,952	11/1/10- 10/31/18	FTA	0%	0%	0%	0%
Legal Counsel	Jones Day	\$3,500,000	\$3,867,540	12/14/16- 12/13/21	City Financing, insurer contributions	n/a	0%	0%	0%
Financial Consulting Services	Sperry Capital (formerly Nancy Whelan Consulting)	\$4,284,920	\$3,885,169	3/1/11- 11/9/18	FRA, FTA, Prop K, TIFIA	30%	15%	72%	75%
Public Relations & Community Outreach	Davis & Associates	\$175,000	\$8,648	11/6/17- 11/5/19	FTA	n/a	100%	80%	100%
State Advocacy Services	Townsend Public Affairs	\$216,000	\$126,000	11/1/16- 10/31/18	unrestricted revenue	n/a	0%	0%	0%
Federal Advocacy Services	Carpi & Clay	Authorized: \$160,000 Total: \$320,000	\$139,756	2/1/17- 1/31/19	unrestricted revenue	n/a	0%	0%	0%
Integrated Financial System	Tyler Technologies (formerly New World Systems)	\$507,782	\$395,968	2/21/08- 6/30/20	Bridge loan, FTA, RM-2, TIFIA	0%	0%	0%	0%
Independent Auditor	Vavrinek, Trine, Day & Co	\$144,000	\$96,000	3/11/16- 3/10/19	Bridge Ioan, TIFIA	0%	0%	0%	0%
Information Technology Support Services	Decision Consultants	\$260,000	\$209,034	7/24/13- 7/23/18	Bridge loan, FTA, TIFIA	0%	100%	0%	100%
I Estate Related Professiona	al Services								
On-Call Survey & Mapping Services	F3 & Associates	Authorized: \$263,677 Total: \$390,000	\$191,299	1/20/11- 8/31/18	FRA, Prop K	15%	0%	100%	100%
On-Call Survey & Mapping Services	Luk and Associates	Authorized: \$36,218 Total: \$390,000	\$36,218	5/11/11- 5/10/18	FRA, Prop K, RM-2	15%	100%	100%	100%
Phase 2 Real Estate Valuation Services	Runde & Partners	\$62,500	\$62,500	10/19/16- 10/18/18	CFD impact fees	n/a	0%	0%	0%
Real Estate Bench 11-03		Authorized:							
Real Estate Economics Advisory Services	The Concord Group	\$219,993	\$219,993	8/1/11- 12/31/18	FTA, Prop K	0%	0%	0%	0%
Real Estate Economics Advisory Services	Seifel Consulting	\$250,871	\$250,868	8/1/11- 12/31/18	FTA, Prop K	0%	0%	100%	100%
Real Estate Economics Advisory Services	Jones Lang LaSalle	\$7,050	\$7,050	4/23/12-4/22/17 (closed)	FTA	0%	0%	0%	0%
Real Estate Economics Advisory Services	Keyser Marston	\$8,995	\$8,995	6/4/15- 6/3/18	Prop K	0%	0%	0%	0%
	Total Authorized:	\$486,908	Total Bench NTE:	\$500,000					-

as of February 20, 2018

s of February 20, 2018 Purpose	Vendor	Contract Value	Accrued to December 31, 2017	Term	Funding Source	DBE Advisory	DBE Actual through December 31, 2017	SBE Goal	SBE Actual through December 31, 2017
onstruction & Construction M	anagement								
Construction Management Oversight	Turner Construction Company	\$72,500,000	\$69,734,202	6/28/10- 6/30/18	AB1171, AC Transit, bridge loan, CFD bonds, FRA, land sales, Prop K, TIFIA	35%	41%	35%	46%
Construction Manager/ General Contractor - TTC & Ramps	Webcor/Obayashi	Authorized Pre- Construction: \$30,728,362 NTP'd Construction: \$1,367,216,960 Awarded Construction: \$1,369,321,337	\$1,320,020,553	3/12/09- Completion	AC Transit, bridge loan, bridge tolls, CFD bonds, City Financing, developer & utility reimbursements, FRA, land sales, OBAG, Prop K, TIFIA	17%	4%	17%	11%
Construction Management - Bus Storage	Townsend Management	\$1,250,000	\$724,562	12/1/16- 11/30/19	City Financing, RM-2	55%	100%	74%	100%
Construction - Bus Storage	Ghilotti Construction	\$21,876,025	\$9,728,150	5/1/17- Completion	City Financing	0%	4%	32%	6%
Construction Labor Compliance Software	Elation Systems	\$102,500	\$87,500	9/15/08- 6/30/18	AB1171, City Financing, FRA, Prop K, RM-2, TIFIA	0%	30%	0%	43%
perations									
Temporary Terminal Facility Manager	ABM Facility Services (formerly Linc)	\$9,500,000	\$7,394,145	8/20/09- 6/30/18	RM-2	2%	5%	15%	11%
Transit Center Asset Manager	LPC West Transit Management	based on services provided	\$1,989,863	5/8/17- 5/7/23	City Financing, RM-2	n/a	2%	n/a	2%
Physical Security (PSIM) System & Emergency Communication (ECS/ MNS) Integration Svcs	G4S Technology Holdings USA, Inc.	\$5,606,664	\$828,109	6/8/17- 6/7/19	CFD bonds, City Financing, land sales	0%	0%	0%	0%
verall DBE and SBE Participate	tion				DBE Goal	DBE Awarded	SBE Awarded		yments + ayments
Life of the Transbay Transit (Center Program, since 2	004*			n/a	9%	20%	\$124,555,384	\$123,331,017
Federal Fiscal Years Octobe *TJPA began tracking SBEs in FF	r 2016 - September 201				n/a	5%	22%	\$23,068,651	\$25,541,578
Agency	Contract or Budget Value	Accrued to Dec 31, 2017	Term	Funding Source			Notes		
teragency Agreements									
California Department of Transportation (Caltrans)	\$300,000	\$268,955	7/15/10- 12/31/18	Prop K, RM-2	Design review and oversight ser agreement approved by TJPA B			ments affecting Stat	e right-of-way;
California Department of Transportation (Caltrans)	\$400,000	\$292,577	7/3/14-completion of Bus Ramps	Prop K	Quality assurance and construct way; agreement approved by TJ				
California Department of Transportation (Caltrans)	\$289,920	\$181,200	5/15/17-completion of Bus Storage	City Financing	Bus Storage Facility 25-year Lea TJPA responsible only through o with AC Transit, approved by the	construction, then A	.C Transit assumes re		

as of February 20, 2018

Agency	Contract or Budget Value	Accrued to Dec 31, 2017	Term	Funding Source			Notes		
SF City Attorney	\$2,712,133	\$2,703,398	on-going	FTA, Prop K, RM-2	Legal Services provided via Ad County of San Francisco.	Iministrative Services	agreement dated Od	ctober 2001 between	TJPA and City and
SF Public Works	Authorized: \$967,460 Total: \$1,174,500	\$694,081	2/11/08- 12/10/18	FRA, FTA, Prop K, RM-2, RTIP	Additional Survey & Mapping, agreement approved by TJPA			l General Services pr	ovided via
SF Public Works	\$4,491,461	\$898,174	1/4/16- Phase 1 Completion	Prop K	Construction Management and Oversight Services provided via agreement approved by TJPA Board in resolution. 16-008.				A Board in resolution
SF Municipal Transportation Agency	Authorized: \$4,326,287 Total: \$5,393,677	\$3,599,647	8/01/09- 6/30/18	Prop K, RM-2 , TIFIA	Traffic Engineering, OCS Design TJPA Board in resolution 09-0 approved by TJPA Board in resolution 029.	18; amendment to inc	clude Temp Terminal	traffic control service	es by PCOs
SF Art Commission	\$950,000	\$927,978	7/1/08- 6/30/18	FTA, RTIP, TIFIA	Public Art Program Implement 026.	ation Services provide	ed via agreement app	proved by TJPA Boar	d in resolution 08-
SF Department of Building Inspection	Based on services; Authorized: \$5,036,443	\$4,774,643	3/10/10- termination	AB1171, FRA, Prop K	Plan review and field inspection	n services provided vi	a agreement approve	ed by TJPA Board in	resolution 09-036.
		Award			Funding				
Purpose	Vendor	Value	Total Spent	Term	Source	DBE Advisory	DBE Actual	SBE Goal	SBE Actual
Contracts Completed 10/1/17 -	12/31/17			1					
Supplemental EIS/EIR Preparation Services	AECOM	\$1,430,000	\$1,429,707	11/26/12- 11/26/17	FTA, Prop K	0%	13%	21%	17%

Transbay Joint Powers Authority Inception to Date Expenditures and Funding Sources As of December 31, 2017

(Unaudited)

EXPENDITURES Salary and Benefits		INCEPTION TO DATE 26,856,274
Administration		10,418,861
Drafassianal & Cassializad Comi		
Professional & Specialized Service Transit Center/Bus Ra	res amp Engineering & Design	164,417,352
	Engineering & Design (complete)	3,263,825
Bus Storage Engineer	ing & Design	5,830,452
Utility Relocation Engi		5,986,638
	Preliminary Engineering & Design	30,762,318
Program Managemen Other Professional Se		107,216,994
Other Professional Se	Subtotal, Professional & Specialized	58,786,087 376,263,666
	· · · · · · · · · · · · · · · · · · ·	, ,
Construction & Construction Ma	nagement Construction Management (complete)	1,749,247
	Construction (complete)	20,729,570
	Pre-Construction Services and Bonds	43,973,394
	Ramps Demolition (complete)	15,748,484
	ment and Construction Management Oversight	71,600,554
Transit Center Buildin		1,241,134,358
Utility Relocation Cons Bus Ramp Construction		24,813,195
Bus Storage Construction		62,506,120 735,878
Bus Storage Construc	tion	9,909,350
	total, Construction & Construction Management	1,492,900,150
Right of Way		
Property Acquisition (complete for Phase 1)	117,982,980
	(closing costs, relocation, etc.)	5,067,734
	Subtotal, Right of Way	123,050,714
24		
Other Caltrans Attorney Park	sing (complete)	411,538
Financing Costs (Brid	ge Loan, TIFIA, City Financing)	19.932.863
Financing Costs (Brid	ge Loan, TIFIA, City Financing) Subtotal, Other	19,932,863 20,344,401
Financing Costs (Brid	· · · · · · · · · · · · · · · · · · ·	
Financing Costs (Brid	Subtotal, Other	20,344,401
FUNDING SOURCES	Subtotal, Other TOTAL ACCRUED EXPENDITURES	20,344,401 2,049,834,065
FUNDING SOURCES FTA: Federal Demonstration Section	Subtotal, Other TOTAL ACCRUED EXPENDITURES n 1601	20,344,401 2,049,834,065 8,795,355
FUNDING SOURCES FTA: Federal Demonstration Section FTA: Federal High Priority Project 5	Subtotal, Other TOTAL ACCRUED EXPENDITURES n 1601 i309	20,344,401 2,049,834,065 8,795,355 29,728,866
FUNDING SOURCES FTA: Federal Demonstration Section FTA: Federal High Priority Project 5 FTA: Federal Projects of National 8	Subtotal, Other TOTAL ACCRUED EXPENDITURES n 1601 i309	20,344,401 2,049,834,065 8,795,355 29,728,866 24,371,945
FUNDING SOURCES FTA: Federal Demonstration Section FTA: Federal High Priority Project 5 FTA: Federal Projects of National 8 FTA: Federal Congestion Managem FRA: Federal High Speed Intercity I	n 1601 3309 Regional Significance lent & Air Quality (One Bay Area Grant) Passenger Rail	20,344,401 2,049,834,065 8,795,355 29,728,866
FUNDING SOURCES FTA: Federal Demonstration Section FTA: Federal High Priority Project Section FTA: Federal Projects of National Section Managem FTA: Federal Congestion Managem FRA: Federal High Speed Intercity FRA: Federal Rail Relocation Grant	n 1601 Regional Significance lent & Air Quality (One Bay Area Grant) Sassenger Rail	20,344,401 2,049,834,065 8,795,355 29,728,866 24,371,945 1,423,216
FUNDING SOURCES FTA: Federal Demonstration Section FTA: Federal High Priority Project State FTA: Federal Projects of National State FtA: Federal Congestion Managem FRA: Federal High Speed Intercity FRA: Federal Rail Relocation Grant FEMA: Federal Homeland Security	n 1601 Regional Significance lent & Air Quality (One Bay Area Grant) Sassenger Rail	20,344,401 2,049,834,065 8,795,355 29,728,866 24,371,945 1,423,216 400,000,000 2,650,000 100,000
FUNDING SOURCES FTA: Federal Demonstration Section FTA: Federal High Priority Project Section FTA: Federal Projects of National Section FTA: Federal Congestion Managem FRA: Federal High Speed Intercity FTA: Federal Rail Relocation Grant FEMA: Federal Homeland Security AC Transit Capital Contributions	n 1601 Regional Significance lent & Air Quality (One Bay Area Grant) Sassenger Rail	20,344,401 2,049,834,065 8,795,355 29,728,866 24,371,945 1,423,216 400,000,000 2,650,000 100,000 39,473,919
FUNDING SOURCES FTA: Federal Demonstration Section FTA: Federal High Priority Project Section FTA: Federal Projects of National Section FTA: Federal Congestion Managem FTA: Federal High Speed Intercity FTA: Federal Rail Relocation Grant FEMA: Federal Homeland Security AC Transit Capital Contributions AB 1171 Bridge Tolls	n 1601 Regional Significance lent & Air Quality (One Bay Area Grant) Sassenger Rail	20,344,401 2,049,834,065 8,795,355 29,728,866 24,371,945 1,423,216 400,000,000 2,650,000 100,000 39,473,919 147,938,419
FUNDING SOURCES FTA: Federal Demonstration Section FTA: Federal High Priority Project Section FTA: Federal Projects of National Section FTA: Federal Congestion Managemer FRA: Federal High Speed Intercity FTA: Federal Rail Relocation Grant FEMA: Federal Homeland Security AC Transit Capital Contributions AB 1171 Bridge Tolls Regional Measure 1 Bridge Tolls	n 1601 Regional Significance lent & Air Quality (One Bay Area Grant) Sassenger Rail	20,344,401 2,049,834,065 8,795,355 29,728,866 24,371,945 1,423,216 400,000,000 2,650,000 100,000 39,473,919 147,938,419 54,400,000
FUNDING SOURCES FTA: Federal Demonstration Section FTA: Federal High Priority Project Section FTA: Federal Projects of National Section FTA: Federal Congestion Managem FTA: Federal High Speed Intercity FTA: Federal Rail Relocation Grant FEMA: Federal Homeland Security AC Transit Capital Contributions AB 1171 Bridge Tolls	TOTAL ACCRUED EXPENDITURES In 1601 1309 Regional Significance lent & Air Quality (One Bay Area Grant) Passenger Rail Transit Security Grant	20,344,401 2,049,834,065 8,795,355 29,728,866 24,371,945 1,423,216 400,000,000 2,650,000 100,000 39,473,919 147,938,419 54,400,000 148,883,121
FUNDING SOURCES FTA: Federal Demonstration Section FTA: Federal High Priority Project State FTA: Federal Projects of National State FtA: Federal Projects of National State FtA: Federal High Speed Intercity FtA: Federal Rail Relocation Grant FtA: Federal Homeland Security AC Transit Capital Contributions AB 1171 Bridge Tolls Regional Measure 1 Bridge Tolls Regional Measure 2 Bridge Tolls San Francisco (Proposition K) SF Stan Mateo Sales Tax	TOTAL ACCRUED EXPENDITURES In 1601 309 Regional Significance eent & Air Quality (One Bay Area Grant) Passenger Rail Transit Security Grant	20,344,401 2,049,834,065 8,795,355 29,728,866 24,371,945 1,423,216 400,000,000 2,650,000 100,000 39,473,919 147,938,419 54,400,000
FUNDING SOURCES FTA: Federal Demonstration Section FTA: Federal High Priority Project 5 FTA: Federal Projects of National 8 FTA: Federal Congestion Managem FRA: Federal High Speed Intercity FRA: Federal High Speed Intercity FRA: Federal Homeland Security AC Transit Capital Contributions AB 1171 Bridge Tolls Regional Measure 1 Bridge Tolls Regional Measure 2 Bridge Tolls San Francisco (Proposition K) SF San Mateo Sales Tax Regional Transportation Improvement	TOTAL ACCRUED EXPENDITURES In 1601 309 Regional Significance eent & Air Quality (One Bay Area Grant) Passenger Rail Transit Security Grant	20,344,401 2,049,834,065 8,795,355 29,728,866 24,371,945 1,423,216 400,000,000 100,000 39,473,919 147,938,419 54,400,000 148,883,121 191,406,344 23,359,514 10,153,000
FUNDING SOURCES FTA: Federal Demonstration Section FTA: Federal High Priority Project 5 FTA: Federal Projects of National 8 FTA: Federal Projects of National 8 FTA: Federal Congestion Managem FRA: Federal High Speed Intercity FRA: Federal High Speed Intercity FRA: Federal Homeland Security AC Transit Capital Contributions AB 1171 Bridge Tolls Regional Measure 1 Bridge Tolls Regional Measure 2 Bridge Tolls San Francisco (Proposition K) SF San Mateo Sales Tax Regional Transportation Improvemental Sales	TOTAL ACCRUED EXPENDITURES In 1601 309 Regional Significance eent & Air Quality (One Bay Area Grant) Passenger Rail Transit Security Grant	20,344,401 2,049,834,065 8,795,355 29,728,866 24,371,945 1,423,216 400,000,000 2,650,000 100,000 39,473,919 147,938,419 54,400,000 148,883,121 191,406,344 23,359,514 10,153,000 506,501,133
FUNDING SOURCES FTA: Federal Demonstration Section FTA: Federal High Priority Project State FTA: Federal Projects of National State FTA: Federal Projects of National State FTA: Federal High Speed Intercity FTA: Federal High Speed Intercity FTA: Federal Homeland Security AC Transit Capital Contributions AB 1171 Bridge Tolls Regional Measure 1 Bridge Tolls Regional Measure 2 Bridge Tolls San Francisco (Proposition K) SF State Mateo Sales Tax Regional Transportation Improvemental Sales Bridge Loan Proceeds	TOTAL ACCRUED EXPENDITURES In 1601 309 Regional Significance eent & Air Quality (One Bay Area Grant) Passenger Rail Transit Security Grant	20,344,401 2,049,834,065 8,795,355 29,728,866 24,371,945 1,423,216 400,000,000 2,650,000 100,000 39,473,919 147,938,419 54,400,000 148,883,121 191,406,344 23,359,514 10,153,000 506,501,133 152,847,444
FUNDING SOURCES FTA: Federal Demonstration Section FTA: Federal High Priority Project State FTA: Federal Projects of National State FTA: Federal Projects of National State FTA: Federal Projects of National State FTA: Federal High Speed Intercity FTA: Federal High Speed Intercity FTA: Federal Homeland Security AC Transit Capital Contributions AB 1171 Bridge Tolls Regional Measure 1 Bridge Tolls Regional Measure 2 Bridge Tolls San Francisco (Proposition K) State State Tax Regional Transportation Improvemental Sales Bridge Loan Proceeds TIFIA Loan Proceeds	TOTAL ACCRUED EXPENDITURES In 1601 309 Regional Significance eent & Air Quality (One Bay Area Grant) Passenger Rail Transit Security Grant	20,344,401 2,049,834,065 8,795,355 29,728,866 24,371,945 1,423,216 400,000,000 2,650,000 100,000 39,473,919 147,938,419 54,400,000 148,883,121 191,406,344 23,359,514 10,153,000 506,501,133 152,847,444 143,491,969
FUNDING SOURCES FTA: Federal Demonstration Section FTA: Federal High Priority Project State FTA: Federal Projects of National State FTA: Federal Projects of National State FTA: Federal High Speed Intercity FTA: Federal High Speed Intercity FTA: Federal Homeland Security AC Transit Capital Contributions AB 1171 Bridge Tolls Regional Measure 1 Bridge Tolls Regional Measure 2 Bridge Tolls San Francisco (Proposition K) SF State Mateo Sales Tax Regional Transportation Improvemental Sales Bridge Loan Proceeds	Subtotal, Other TOTAL ACCRUED EXPENDITURES In 1601 309 3 Regional Significance lent & Air Quality (One Bay Area Grant) Passenger Rail Transit Security Grant Sales Tax ent Program (RTIP)	20,344,401 2,049,834,065 8,795,355 29,728,866 24,371,945 1,423,216 400,000,000 2,650,000 100,000 39,473,919 147,938,419 54,400,000 148,883,121 191,406,344 23,359,514 10,153,000 506,501,133 152,847,444 143,491,969 117,261,568
FUNDING SOURCES FTA: Federal Demonstration Section FTA: Federal High Priority Project State FTA: Federal Projects of National State FTA: Federal Projects of National State FTA: Federal Congestion Managem FRA: Federal High Speed Intercity FRA: Federal Rail Relocation Grant FEMA: Federal Homeland Security AC Transit Capital Contributions AB 1171 Bridge Tolls Regional Measure 1 Bridge Tolls Regional Measure 2 Bridge Tolls San Francisco (Proposition K) SF Stan Mateo Sales Tax Regional Transportation Improvemental Sales Bridge Loan Proceeds TIFIA Loan Proceeds City Financing Proceeds	TOTAL ACCRUED EXPENDITURES In 1601 309 Regional Significance eent & Air Quality (One Bay Area Grant) Passenger Rail Transit Security Grant Sales Tax ent Program (RTIP)	20,344,401 2,049,834,065 8,795,355 29,728,866 24,371,945 1,423,216 400,000,000 2,650,000 100,000 39,473,919 147,938,419 54,400,000 148,883,121 191,406,344 23,359,514 10,153,000 506,501,133 152,847,444 143,491,969
FUNDING SOURCES FTA: Federal Demonstration Section FTA: Federal High Priority Project 5 FTA: Federal Projects of National 8 FTA: Federal Projects of National 8 FTA: Federal Congestion Managem FRA: Federal High Speed Intercity FRA: Federal High Speed Intercity FRA: Federal Homeland Security AC Transit Capital Contributions AB 1171 Bridge Tolls Regional Measure 1 Bridge Tolls Regional Measure 2 Bridge Tolls Regional Measure 2 Bridge Tolls San Francisco (Proposition K) SF San Mateo Sales Tax Regional Transportation Improvemental Sales Bridge Loan Proceeds City Financing Proceeds Mello-Roos Community Facilities D Lease, Interest Income & Other Unr Reimbursements by Others (Private)	TOTAL ACCRUED EXPENDITURES In 1601 309 Regional Significance eent & Air Quality (One Bay Area Grant) Passenger Rail Transit Security Grant Sales Tax ent Program (RTIP)	20,344,401 2,049,834,065 8,795,355 29,728,866 24,371,945 1,423,216 400,000,000 100,000 39,473,919 147,938,419 54,400,000 148,883,121 191,406,344 23,359,514 10,153,000 506,501,133 152,847,444 143,491,969 117,261,568 28,931,141
FUNDING SOURCES FTA: Federal Demonstration Section FTA: Federal High Priority Project 5 FTA: Federal Projects of National 8 FTA: Federal Projects of National 8 FTA: Federal Congestion Managem FRA: Federal High Speed Intercity In FRA: Federal High Speed Intercity In FRA: Federal Homeland Security AC Transit Capital Contributions AB 1171 Bridge Tolls Regional Measure 1 Bridge Tolls Regional Measure 2 Bridge Tolls San Francisco (Proposition K) SF San Mateo Sales Tax Regional Transportation Improvemental Sales Bridge Loan Proceeds TIFIA Loan Proceeds TIFIA Loan Proceeds Mello-Roos Community Facilities D Lease, Interest Income & Other Unr Reimbursements by Others (Private Net Tax Increment	TOTAL ACCRUED EXPENDITURES In 1601 309 Regional Significance event & Air Quality (One Bay Area Grant) Passenger Rail Transit Security Grant Sales Tax ent Program (RTIP) iistrict (CFD) Bond Proceeds estricted e Utilities, Adjacent Property Developers, etc.)	20,344,401 2,049,834,065 8,795,355 29,728,866 24,371,945 1,423,216 400,000,000 39,473,919 147,938,419 54,400,000 148,883,121 191,406,344 23,359,514 10,153,000 506,501,133 152,847,444 143,491,969 117,261,568 28,931,141 8,727,616 5,665,543 2,694,116
FUNDING SOURCES FTA: Federal Demonstration Section FTA: Federal High Priority Project State FTA: Federal Projects of National State FTA: Federal Projects of National State FTA: Federal Projects of National State FTA: Federal High Speed Intercity FTA: Federal High Speed Intercity FTA: Federal Homeland Security AC Transit Capital Contributions AB 1171 Bridge Tolls Regional Measure 1 Bridge Tolls Regional Measure 2 Bridge Tolls San Francisco (Proposition K) State State FTA: Regional Transportation Improvement Sales Bridge Loan Proceeds TIFIA Loan Proceeds TIFIA Loan Proceeds City Financing Proceeds Mello-Roos Community Facilities D Lease, Interest Income & Other Unrale Membursements by Others (Private Net Tax Increment Former SF Redevelopment Agency)	TOTAL ACCRUED EXPENDITURES In 1601 309 Regional Significance event & Air Quality (One Bay Area Grant) Passenger Rail Transit Security Grant Sales Tax ent Program (RTIP) iistrict (CFD) Bond Proceeds estricted e Utilities, Adjacent Property Developers, etc.)	20,344,401 2,049,834,065 8,795,355 29,728,866 24,371,945 1,423,216 400,000,000 39,473,919 147,938,419 54,400,000 148,883,121 191,406,344 23,359,514 10,153,000 506,501,133 152,847,444 143,491,969 117,261,568 28,931,141 8,727,616 5,665,543 2,694,116 798,689
FUNDING SOURCES FTA: Federal Demonstration Section FTA: Federal High Priority Project 5 FTA: Federal Projects of National 8 FTA: Federal Projects of National 8 FTA: Federal Congestion Managem FRA: Federal High Speed Intercity In FRA: Federal High Speed Intercity In FRA: Federal Homeland Security AC Transit Capital Contributions AB 1171 Bridge Tolls Regional Measure 1 Bridge Tolls Regional Measure 2 Bridge Tolls San Francisco (Proposition K) SF San Mateo Sales Tax Regional Transportation Improvemental Sales Bridge Loan Proceeds TIFIA Loan Proceeds TIFIA Loan Proceeds Mello-Roos Community Facilities D Lease, Interest Income & Other Unr Reimbursements by Others (Private Net Tax Increment	TOTAL ACCRUED EXPENDITURES In 1601 309 Regional Significance event & Air Quality (One Bay Area Grant) Passenger Rail Transit Security Grant Sales Tax ent Program (RTIP) iistrict (CFD) Bond Proceeds estricted e Utilities, Adjacent Property Developers, etc.)	20,344,401 2,049,834,065 8,795,355 29,728,866 24,371,945 1,423,216 400,000,000 39,473,919 147,938,419 54,400,000 148,883,121 191,406,344 23,359,514 10,153,000 506,501,133 152,847,444 143,491,969 117,261,568 28,931,141 8,727,616 5,665,543 2,694,116

Inception to Date capital outlay is based on payments made and reported in the LOGOS Financial System as of December 2017, as well as accrued outstanding December 2017 invoices, and accrued interest payable.

Revenues are based on revenue received and recorded in the LOGOS Financial System as of Dectember 31, 2017, as well as receivables related to accrued expenditures.

Notes: