



# AGENDA

## San Francisco County Transportation Authority Meeting Notice

**Date:** Tuesday, February 23, 2021; 10:00 a.m.

**Location:** Watch SF Cable Channel 26

Watch [www.sfgovtv.org](http://www.sfgovtv.org)

Watch <https://bit.ly/3poglip>

**PUBLIC COMMENT CALL-IN:** 1 (415) 655-0001; Access Code: 146 869 8117 # #

To make public comment on an item, when the item is called, dial '\*3' to be added to the queue to speak. Do not press \*3 again or you will be removed from the queue. When the system says your line is unmuted, the live operator will advise that you will be allowed 2 minutes to speak. When your 2 minutes are up, we will move on to the next caller. Calls will be taken in the order in which they are received.

**Commissioners:** Mandelman (Chair), Peskin (Vice Chair), Chan, Haney, Mar, Melgar, Preston, Ronen, Safai, Stefani, and Walton

**Clerk:** Britney Milton

	<b>Page</b>
1. Roll Call	
2. Chair’s Report - <b>INFORMATION</b>	
3. Executive Director’s Report - <b>INFORMATION*</b>	

**Consent Agenda**

4. Approve the Minutes of the February 9, 2021 Meeting - <b>ACTION*</b>	<b>5</b>
5. <b>[Final Approval]</b> Allocate \$7,524,841, with Conditions, and Appropriate \$60,000 in Prop K Sales Tax Funds for Thirteen Requests - <b>ACTION*</b>	<b>19</b>

**Projects:** (SFMTA) Muni Metro East Expansion Phase 2 - MME & 1399 Marin Interim Improvements (\$1,899,677), Great Highway Traffic Management (\$424,971), Safe Streets Evaluation Program FY21 (\$250,000), Tenderloin Traffic Safety Improvements [NTIP Capital] (\$177,693), (Caltrain) Update and Upgrade GIS System (\$477,175), Bombardier Cars State of Good Repair (\$1,663,825), Stations State of Good Repair (\$400,000), Grade Crossings Safety Improvements (\$500,000), Grade Crossing Hazard Analysis Report (\$200,00), San Francisquito Creek Bridge Replacement (\$227,500), Structures State of Good Repair (\$160,000),



**San Francisco  
County Transportation  
Authority**

Board Meeting Agenda

Page 2 of 3

Systemwide Track Rehabilitation (\$1,144,000), (NTIP Planning) District 4 Mobility Improvements Study-Additional Funds (\$60,000)

- 6. [Final Approval]** Allocate \$5,773,403 and Appropriate \$150,000 in Prop K Sales Tax Funds, with Conditions, for Potrero Yard Modernization – **ACTION\*** **33**

**Projects:** (SFMTA) Potrero Yard Modernization Project (\$5,773,403), (SFCTA) Potrero Yard Modernization Project (\$150,000)

- 7. [Final Approval]** Approve the 2021 State and Federal Legislative Program – **ACTION\*** **89**

**End of Consent Agenda**

- 8. [Final Approval]** Allocate \$11,634,000, in Prop K Funds, with Conditions, to San Francisco Public Works for Better Market Street - 5th to 8th Streets – **ACTION\*** **103**

- 9.** Adopt Fiscal Year 2021/22 Transportation Fund for Clean Air Local Expenditure Criteria – **ACTION\*** **131**

- 10.** Accept the Audit Report for the Fiscal Year Ended June 30, 2020 – **ACTION\*** **139**

- 11.** Internal Accounting Report, Investment Report, and Debt Expenditure Report for the Six Months Ending December 31, 2020 – **INFORMATION\*** **145**

**Other Items**

- 12.** Introduction of New Items – **INFORMATION**

During this segment of the meeting, Commissioners may make comments on items not specifically listed above, or introduce or request items for future consideration.

- 13.** Public Comment

- 14.** Adjournment

**\*Additional Materials**

Items considered for final approval by the Board shall be noticed as such with [Final Approval] preceding the item title.

The meeting proceedings can be viewed live or on demand after the meeting at [www.sfgovtv.org](http://www.sfgovtv.org). To know the exact cablecast times for weekend viewing, please call SFGovTV at (415) 554-4188 on Friday when the cablecast times have been determined.

If any materials related to an item on this agenda have been distributed to the Board after distribution of the meeting packet, those materials are available for public inspection at the Transportation Authority at 1455 Market Street, Floor 22, San Francisco, CA 94103, during normal office hours.

Written public comment may be submitted prior to the meeting by emailing the Clerk of the Transportation Authority at [clerk@sfcta.org](mailto:clerk@sfcta.org) or sending written comments to Clerk of the Transportation Authority, 1455 Market Street, 22nd Floor, San Francisco, CA 94103. Written comments received by 8 a.m. on the day of the meeting will be distributed to Board members before the meeting begins.



**San Francisco  
County Transportation  
Authority**

Board Meeting Agenda

Page 3 of 3

Individuals and entities that influence or attempt to influence local legislative or administrative action may be required by the San Francisco Lobbyist Ordinance [SF Campaign & Governmental Conduct Code Sec. 2.100] to register and report lobbying activity. For more information about the Lobbyist Ordinance, please contact the San Francisco Ethics Commission at 25 Van Ness Avenue, Suite 220, San Francisco, CA 94102; (415) 252-3100; [www.sfethics.org](http://www.sfethics.org).

[ this page intentionally left blank ]



# DRAFT MINUTES

## San Francisco County Transportation Authority

Tuesday, February 09, 2021

### 1. Roll Call

Chair Mandelman called the meeting to order at 10:01 a.m.

**Present at Roll Call:** Commissioners, Chan, Mar, Mandelman, Melgar, Preston, Peskin, Stefani, and Walton (8)

**Absent at Roll Call:** Commissioners Haney, Ronen, Safai (all entered during Item 2) (3)

### 2. Citizens Advisory Committee Report - INFORMATION

John Larson, Chair of the Citizens Advisory Committee (CAC), reported out from the January 27 meeting. He said among the thirteen requests within the grouped Prop K allocation, the CAC expressed particular interest in the Great Highway Traffic Management project and the Tenderloin traffic safety improvements. He said that the District 4 CAC representative, Nancy Buffum, was very interested in the proposals put forward for consideration that would convert all or part of the Great Highway into a promenade, providing beach access and increasing pedestrian safety. He said that in response to a concern about displacing traffic from the Great Highway that might increase congestion on neighboring streets, staff assured the CAC that traffic management measures will be designed to avoid increased diversions of traffic to neighboring areas. Chair Larson noted with the popularity of Slow Streets during the pandemic, the question of devoting more streets to partial or permanent pedestrian use will undoubtedly face planners in the coming months.

With respect to the Tenderloin Traffic Safety project, District 6 CAC member Danielle Thoe noted that the left turn signs currently in place in the Tenderloin weren't highly visible and asked if the proposed new signs would be electric to make them more visible in the noisy streetscape in many parts of the Tenderloin. He added that another member raised the issue of stepped up enforcement now that there would be new traffic restrictions at 54 locations in the area. He said that San Francisco Municipal Transportation Agency (SFMTA) staff replied that they had notified the San Francisco Police Department (SFPD) about the pending changes so that SFPD could determine their plans for increased enforcement in the area.

Chair Larson said that traffic rules on Market Street were also discussed by the CAC during an update on the Better Market Street project. He said that taxi use and required turn restrictions along Market Street were concerns given the increase in paratransit riders that are using taxis during the pandemic. He added that SFMTA said they are evaluating when to implement the two required right turns in each direction off Market Street to ensure they meet the safety goals of the project to reduce vehicles on the entire Market corridor and to also maintain access in the current period. He added that a concern was raised that enforcement by Parking Control Officers (PCO)



has been lapsed, and SFMTA responded that they would increase the presence once the pandemic impact lessens, because a majority of the PCO's are helping out at COVID vaccination sites. He said that the overall concern among CAC members was that the more constrained Better Market Street design may still end up resulting in major disruptions for diminished returns.

With respect to the sales tax reauthorization update, Chair Larson reported that some CAC members commented on the regressive nature of the sales tax, and urged mechanisms or programs to promote equity in community outreach and engagement and in transit solutions, such as encouraging free Muni, and other programs to reach those disproportionately hit by the tax. He said that the CAC anticipates additional discussions going forward as the sales tax reauthorization plan takes shape.

There was no public comment.

### **3. Approve the Minutes of the January 26, 2021 Meeting - ACTION**

During public comment David Pilpel suggested edits on the top of page 8, line 4 changing "affected" to "effected" and inserting the word "service" after citywide. Mr. Pilpel also stated that he was unable to locate the Rules of Order on the Transportation Authority's website. He also suggested staff continue its practice of adding brackets next to the action items on the agenda to help distinguish first read and final approval.

Roland Lebrun shared a reference from the Brown Act, which allows not taking public comment on an item if previously heard by a committee.

Commissioner Peskin motioned to approve the minutes with the following changes on page 8, line 4: switching the word "affected" to "effected" and inserting the word "service" after citywide. The motion was seconded by Commissioner Mar.

The motion was approved without objection by the following vote:

Ayes: Commissioners Chan, Haney, Mar, Mandelman, Melgar, Preston, Peskin, Ronen, Safai, Stefani, and Walton (11)

Absent: (0)

### **4. Allocate \$7,524,841, with Conditions, and Appropriate \$60,000 in Prop K Sales Tax Funds for Thirteen Requests - ACTION**

Anna LaForte, Deputy Director for Policy and Programming presented the item, and Camille Guiriba, Senior Transportation Planner, presented additional details on the Great Highway Traffic Management project and District 4 Mobility Improvements Study.

Commissioner Mar made several comments about the Great Highway project and District 4 study. He said the temporary closure of Great Highway had created great benefits and great challenges. He described a terrifying collision on Great Highway caused by a speeding automobile and said it was only one of several dangerous traffic incidents. He said his office had been requesting a traffic mitigation plan for several months, that the City had moved far too slowly to initiate the plan, and that safety should not be sacrificed for recreation. He expressed hope that the proposed traffic management measures and the measures to be proposed by the mobility study would sufficiently mitigate the traffic impacts but emphasized the need for



accountability.

Commissioner Mar expressed gratitude toward SFMTA, the Transportation Authority, the Recreation and Parks Department and the SFPD for their commitment to the success of the project, as well as to Walk SF and the SF Bike Coalition for their support on the issue. He thanked residents for their vigorous participation in multiple town hall events and their input via survey and email, and he thanked the members of three new community groups: Outer Sunset Safe Streets Neighborhood Association, Concerned Residents of Sunset, and Great Highway Park Initiative.

Commissioner Mar said the highway closure was temporary but emphasized that a collective decision was needed to respond to the long-term challenge posed by climate change. He stated that Great Highway would have to change, including a permanent closure south of Sloat Boulevard. He pointed out that Great Highway and Ocean Beach spanned most of western boundary of the City and looked forward to working closely with Districts 1 and 8 commissioners on the future of those important City assets.

Commissioner Haney expressed support for the Tenderloin Traffic Safety Improvements project. He thanked SFMTA's Jamie Parks and Kimberly Leung for their creativity in developing a plan, pending approval by the SFMTA Board, to implement 20 mph speed limits throughout the Tenderloin. He asked if the recommended special condition - requiring SFMTA Board approval of the speed limit reductions - applied to the entire allocation or just the \$81,624 budgeted for the speed reduction element of the project.

Ms. LaForte answered that the special condition was only intended to apply to the speed reduction work.

Commissioner Chan thanked Commissioner Mar for his work with SFMTA on the Great Highway Traffic Management Plan. She said the temporary closure had created much needed recreational space. She also expressed support for expansion of the scope of District 4 Mobility Improvements Study as a step toward finding ways to safely provide more recreational space throughout the City. She said she looked forward to continued investment in recreational space and shared streets while continuing to improve traffic safety.

Commissioner Walton expressed support for developing the Muni Metro East (MME) expansion area and the 1399 Marin site for temporary storage of trolleybuses from the Potrero Division. He added that his office had had productive discussions with SFMTA about the Potrero project.

Commissioner Melgar expressed support for expanding the scope of the District 4 Mobility Improvements Study to include promenade and roadway concepts for reconfiguring the Great Highway. She said District 4 was somewhat landlocked between 19<sup>th</sup> Avenue and Great Highway and wanted to ensure that coastal resources such as the zoo and sewage treatment facility remained accessible and secure in the face of coastal erosion.

In response to Commissioner Peskin's inquiry, Commissioner Walton, who also serves on the Caltrain board, confirmed that he was comfortable with the proposed allocations for Caltrain projects.



Commissioner Preston asked how California statutory requirements affected the City's ability to implement speed reduction on City streets and asked if there were other areas in the City where speeds could be reduced.

Ms. LaForte responded that the scope of the Tenderloin Traffic Safety Improvements request included a paragraph explaining how the state's standard speed methodology allowed local authorities to set speed limits at 5 mph below the 85 percentile of the average vehicular speed if there were special conditions such as location on the City's High Injury Vision Zero Network.

During public comment Hayden Miller expressed support for Tenderloin Traffic Safety Improvements, and said enforcement was key to ensuring the success of the project, ideally automated traffic camera enforcement. He said there was too much double parking and red light running in the Tenderloin. He also expressed support for the Great Highway Traffic Management project as well as expanding the scope of the District 4 Mobility Improvements Study to include reconfiguration of the Great Highway. Finally, Mr. Miller expressed support for improvements for interim trolleybus storage at 1399 Marin and the MME expansion area.

Janelle Wong, with the San Francisco Bicycle Coalition (SFBC) expressed support for the Great Highway Traffic Management project and the proposed expanded scope of the District 4 Mobility Improvements Study. She said the temporary closure of the Great Highway had provided a much needed oasis for walkers and bikers but agreed that there was a critical need for a plan to alleviate traffic impacts from the closure.

Brian Haagsman, with Walk San Francisco (Walk SF), expressed support for the Great Highway Traffic Management project and the proposed expanded scope of the District 4 Mobility Improvements Study. He said the temporary closure had been a bright spot in the midst of the pandemic, and essentially had created the City's newest park. He agreed that traffic calming measures were needed to mitigate impacts on traffic circulation but said the benefits of the closure and long-term needs driven by factors such as climate change dictated that Great Highway be reconfigured.

John Elliot, a resident of District 1, commented that the Great Highway closure had been transformative. He stated that subsequent traffic problems were attributable to speeding cars and reckless drivers, not the new ocean-front park. Mr. Elliot advocated that the entire Slow Streets network should become permanent.

Susan Pfeiffer, District 4 resident living near lower Great Highway and Noriega Avenue said she loved the view created by the highway closure, but said the unintended consequences were dire. She said speeding cars and bands of motorcycles had moved from Upper Great Highway to Lower Great Highway, which could not properly handle that kind of traffic.

Scott Bauer, a District 4 resident, expressed support for Great Highway Traffic Management project and the proposed expanded scope of the District 4 Mobility Improvements Study. He said he had experience with both the speeding traffic and the recreation opportunities afforded by the highway closure. He stated that the new promenade contributed to the health of the community, advocated for a completely car-free Great Highway, and agreed that mitigation measures were needed for the traffic impacts.

Jodie Medeiros with the Tenderloin Traffic Safety Task Force and Director of Walk SF





expressed support for Tenderloin Traffic Safety Improvements. She said the neighborhood was number 1 in the City for traffic-related pedestrian accidents. She expressed particular support the no-right-turn pilot, which she said had been successful in other cities. She asked that the Transportation Authority encourage SFMTA to implement similar changes in other neighborhoods.

Eric Rozell, Vice Chair of Tenderloin Traffic Safety Task Force, expressed support for Tenderloin Traffic Safety Improvements project. He said the neighborhood suffered from many reckless drivers who ignored traffic lights and used neighborhood streets as high-speed thoroughfares.

Livesey Pack expressed support for the Great Highway Traffic Management project and the proposed expanded scope of the District 4 Mobility Improvements Study. She said she was impressed with outreach and coordination efforts that had already taken place.

Roland Lebrun suggested that the Transportation Authority ensure that funds intended for state-of-good-repair improvements to Caltrain's Bombardier cars be used as intended and that VTA match the Prop K funds as required by the Peninsula Corridor Joint Powers Agreement.

Jane Natoli, a resident of the Richmond neighborhood, expressed support for the closure of Great Highway, saying she had used the Great Highway more in the last few months than in the previous seven years. She said she understood that there had been traffic impacts, and she supported traffic mitigation and continued enforcement of traffic laws.

Fennel Doyle said she was thrilled with the Great Highway closure, and complimented Commissioner Mar for his role in bringing it about. She said she was deeply disturbed about the resulting traffic violence as well as traffic violence throughout City.

A Richmond District resident expressed support for Great Highway Traffic Management project and the proposed expanded scope of the District 4 Mobility Improvements Study. They said the highway closure was an important opportunity to support walking and biking. They said their anecdotal experience was that traffic didn't seem much worse than before the highway closure.

A caller said the closure of Great Highway has been the neighborhood's worst nightmare. They said there had been a huge increase in the number of people from outside the neighborhood coming to use the new promenade and the beach, resulting in insane levels of traffic. They said it was unreasonable to expect city streets to be able to accommodate traffic diverted from a 4-lane highway. They added that while most users and beachgoers travel by car, the beach was no longer directly accessible to cars.

David Pilpel advocated that the temporary trolley storage necessitated by the upcoming reconstruction of the Potrero maintenance facility be made available at the Flynn motor coach facility rather than MME expansion area. He said the allocation request materials did not explain how trolleybuses would access the MME facility and said the proposed temporary storage locations were not clear from the maps included in the materials.

Evan Oravec, Chair of the Tenderloin Traffic Safety Task Force, expressed support for Tenderloin Traffic Safety Improvements. He said the project should be one step in



continuing efforts to correct inequities besetting the Tenderloin, and not the end of such efforts.

Dr. Audrey Nguyen, a District 4 resident, expressed support for Great Highway Traffic Management project and the proposed expanded scope of the District 4 Mobility Improvements Study. She said the temporary closure had been inspiring and transformative.

A District 4 resident, expressed support for Great Highway Traffic Management project and the proposed expanded scope of the District 4 Mobility Improvements Study, including permanent conversion of Great Highway into a safe space for families, recreation, walking and biking and general community space.

Commissioner Melgar moved to approve the item, seconded by Commissioner Peskin.

The item was approved without objection by the following vote:

Ayes: Commissioners Chan, Haney, Mar, Mandelman, Melgar, Preston, Peskin, Ronen, Safai, Stefani, and Walton (11)

Absent: (0)

**5. Allocate \$5,773,403 and Appropriate \$150,000 in Prop K Sales Tax Funds, with Conditions, for Potrero Yard Modernization - ACTION**

Anna LaForte, Deputy Director for Policy and Programming presented the item.

Commissioner Walton expressed support for the project and gratitude for SFMTA's commitment to an affordable housing component.

Commissioner Preston asked for confirmation that the affordability commitment was for a minimum of 50% of the new units to be affordable and requested clarification of the meaning "affordable".

Rafe Rabalais with SFMTA responded that SFMTA's original strategy focused on securing funding for a critical infrastructure project, but at Commissioner Walton's suggestion SFMTA had changed its affordable housing goal from a target of 50% affordable units to a minimum of 50% and a target of up to 100%. He said that the draft Request for Proposals (RFP) attempted to strike a balance between setting goals and being overly prescriptive. Mr. Rabalais said housing affordability was based on the Very Low Income threshold of the Housing and Urban Development department's Area Median Income index, i.e., household income below 50% of median.

Commissioner Preston asked if SFMTA had analyzed project delivery approaches other than a public-private partnership and if so, had such alternatives been found infeasible, noting his preference for 100% affordable housing developments on public land.

Mr. Rabalais answered that the Request for Qualifications required that the development team include a nonprofit affordable housing developer.

Licinia Iberri, Campus Planning Manager with SFMTA added that the Potrero project was driven by an urgent need for an adequate transit facility, and a private partner was needed for delivery of that most critical element of the project. She said the proposed delivery method was a new way to finance major public infrastructure, including both



the development costs and operational costs going forward.

Commissioner Preston asked if the project delivery strategy was intended to take advantage of upside market capture.

Ignacio Barandiaran, Principal at ARUP, answered that development of the commercial component would be led by a private developer, leading a team that included a nonprofit housing developer. He said the private developer would be responsible for elements common to both the bus maintenance facility and the housing development. SFMTA and the developer would execute a lease contract for the housing component, meaning SFMTA would retain ownership of the entire structure. Mr. Barandiaran said there would be two separate finance structures – one for the public infrastructure and another for the housing development.

Commissioner Ronen commented that she had involvement with the project going back many years and was excited about the project delivery approach. She agreed with Commissioner Preston that housing projects on public land should generally be 100% affordable but said the need for a new bus maintenance facility was too pressing to wait for the housing market to open up the project's affordability ratio.

Commissioner Preston asked if setting a minimum affordability ratio of 50% effectively meant that none of the development proposals would include a higher percentage.

Mr. Rabalais answered that the SFMTA's draft provided incentives for proposers to increase the affordability ratio, so the minimum ratio was not a foregone result. He pointed out that the Board of Supervisors would have the opportunity to review the term sheet of the development agreement after SFMTA had selected a preferred developer, and would have to approve the development approach.

Commissioner Preston asked if \$1 million bidder payments were standard practice for major public-private projects.

Mr. Rabalais answered that SFMTA's research on public-private projects found that such payments were indeed common practice for this type of project because they were a good strategy of encouraging more bids, which incurred high risk for bidders due to the high level of complexity and cost.

Commissioner Melgar asked if there was a social responsibility component to the RFP, such as requirements for local hiring and contracting.

Ms. Iberri answered that the RFP would reflect local hiring and Local Business Enterprise requirements. She added that SFMTA's comprehensive public outreach efforts had produced a public benefits framework, which would be used in the developer selection process.

Commissioner Melgar asked for confirmation that SFMTA would retain ownership of entire project, including the housing component. She also asked how operations would be managed.

Ms. Iberri answered that the management approach would be an element of the development proposals. She said the RFP invited proposals for management of both the common infrastructure and the housing.

Commissioner Melgar asked who would make selection of preferred developer.

Mr. Rabalais answered that the selection panel would include technical staff from



multiple City agencies, supported by bench of additional experts, with a recommendation made to the SFMTA Director of Transportation and SFMTA Board of Directors.

Commissioner Preston asked if the RFP included a commitment that some of the housing would be reserved for Muni workers.

Mr. Rabalais answered that SFMTA had received input from employees favoring such a commitment. He said the City attorney's office said it might be possible but wouldn't be easy.

During public comment, Hayden Miller expressed support for a commitment to affordable housing to be part of the project, as well as a commitment to operator housing. He said operator housing was a factor in transit safety, since some operators faced long commutes in addition to their workdays navigating City traffic. He also advocated for operator parking, saying this was especially important for night shift workers for whom commuting by transit was not an option.

Cat Carter, with San Francisco Transit Riders expressed support for the project. She said replacing the outdated and inadequate Potrero facility was critical to efficient transit operations.

Commissioner Ronen moved to approve the item, seconded by Commissioner Walton.

The item was approved without objection by the following vote:

Ayes: Commissioners Chan, Haney, Mar, Mandelman, Melgar, Preston, Peskin, Ronen, Safai, Stefani, and Walton (11)

Absent: (0)

**6. Allocate \$11,634,000, in Prop K Funds, with Conditions, to San Francisco Public Works for Better Market Street - 5th to 8th Streets - ACTION**

Anna LaForte, Deputy Director for Policy and Programming and Cristina Calderón Olea, Project Manager at San Francisco Public Works (SFPW), presented the item.

Commissioner Haney thanked the Better Market Street project team for the presentation and for continuing to refine the design based on stakeholder feedback. He reiterated his disappointment that the project scope changed dramatically from the original iconic and transformational vision for the project. Commissioner Haney expressed that he shared stakeholder's concerns around the benefits to safety and accessibility in the revised proposal. He said he appreciated that Ms. Olea shared the specific responses to the public's concerns and noted that the survey feedback in November showed bicyclists reporting that they would feel less safe and that transit riders reported that the changes would be negligible. He asked for the feedback received since the project design modifications.

Ms. Olea responded that bicyclists would like a separated or dedicated and protected bike lane. She said the first construction contract did not preclude the city from providing a dedicated and protected bike lane in the future. She elaborated and said the difficulty in providing it now was that it would require the sidewalk to be narrowed by at least 10 feet and relocation of utilities in the sidewalk. Ms. Olea said one of the benefits of the proposed design was that transit would operate in the center transit-



only lanes and bicyclists in the curb lane would no longer share a lane with transit. She said the center boarding islands would be twice as large as they are today and would be more accessible and accommodate more passengers. She noted that they continued to work with the Bicycle Coalition and transit advocates to refine the project. She said the required right turns added to the project were a direct response to comments and that they were thankful for the community's suggestions. As it related to transit riders, Ms. Olea said the proposed changes were from 5<sup>th</sup> to 8<sup>th</sup> streets and they were awaiting the Transportation Recovery Plan later in 2021 to assess the remainder of the corridor. From the models, pre-COVID-19 transit volumes could be accommodated in the center only lanes between 5<sup>th</sup> and 8<sup>th</sup> streets and they would reanalyze the design for transit to the east of Phase 1.

Britt Tanner, Senior Engineer with SFMTA, responded that the mountable curb was removed from the design in response to comments and SFMTA would pursue treatments which would allow for flexibility to respond to changes in transit service.

Commissioner Haney focused on enforcement and said there was a commitment that Market Street would be car free, but with a reduction in enforcement there were more private vehicles on the street and safety impacts. He asked if there was a timeline for when enforcement would be brought back to Market Street.

Ms. Olea said they discussed a return of the parking control officers to enforce car-free Market Street post-vaccinations as their services were needed throughout the city at vaccination sites and for disaster service worker support.

Jeffrey Tumlin, SFMTA's Director of Transportation agreed and said SFMTA was able to demonstrate a near 100 percent compliance rate from January to March 2020 with the new rules. He added that since the pandemic, resources were directed elsewhere, but they would be redirected when COVID-19 is under control. He said that SFMTA communicated extensively with the San Francisco Police Department, specifically Commander Perea, who leads the Traffic Division, to ensure they were ready to support SFMTA with moving violations while the parking control officers provided guidance. He shared that they were investigating, through the state, the possibility of using red light type cameras for automatic enforcement for some of the traffic rules. He said that at their last meeting the SFMTA Board authorized them to move forward with experimenting with physical controls that would force motor vehicle traffic off Market Street through design intervention, so that they are not just reliant on punitive enforcement.

Commissioner Haney said there was still a lack of specificity regarding enforcement and flagged that he wanted information on how many parking control officers would return by what date and when enforcement would return. He added that the Taxi Alliance issued a letter in strong opposition to the revised project and they had two recommendations including: 1) Suspension of the ban on taxi use in the center lanes for the duration of the pandemic and until Muni service on Market Street returns and 2) To revisit the feasibility of allowing taxis to use either the center lane or the curb lane. Commissioner Haney said that in San Francisco's transit first policy, taxis had a critical role particularly for paratransit and asked if there was communication with the Taxi Alliance.

Director Tumlin responded that SFMTA was an advocate for taxis and their role in San Francisco's mobility system and that there was a limited amount of space on Market



Street. He said they were trying to prioritize the space with the various modes of transportation and that it started with Muni followed by walking and biking and that taxis were in the mix to the extent that there was still available space.

Ms. Tanner said the Taxi Alliance requested that SFMTA delay the conversion of the center lanes from being shared by transit and taxis to transit only. She said SFMTA would conduct data analysis and would extend the transit lane, which currently ended at 3rd Street, east to Main Street as a quick build project in summer 2021. She said 3<sup>rd</sup> Street to Main would be a transit only lane and that the segment from 3rd to 8th streets would remain a shared transit and taxi lanes, which would be used for data analysis to quantify the impact taxis had on transit.

Commissioner Haney said he appreciated the continued work of the staff working with the Taxi Alliance. He said he hoped for a continued grand vision for Market Street and asked about the status of the bigger and bolder transformation and if they built the revised Phase 1, would they be locked into a particular type of design.

Director Tumlin said Market Street was the most important street in the city for transit, walking and biking and it was the historical heart of the city. He said it was 120 feet wide which seemed as if it was enough width, yet the subway entrances introduced challenging constraints to the geometry of the street. He said they learned a lot with the January 2020 car free Market Street quick build project and that the current project was a state of good repair project and was not visionary. He continued that they were trying to learn more, so they were not constrained by the limited roadway geometry. Speaking to the protected bikeway, he said for much of the roadway it was only 5 feet wide, which would result in bicyclists needing to ride single file and three quarters of bicyclists would need to continue riding in the outside travel lane. He said they wanted to be visionary, mentioned the slow streets network, and reiterated that building Phase 1 would not preclude a more visionary project in the future. He added that the state of good repair project would improve all modes of transportation, while continuing to experiment with ways to further improve the roadway.

Ms. Olea added that they leveraged \$18.4 million in federal funds to help complete the infrastructure and state of good repair project and added that this was an incremental step to improve infrastructure and they would continue forward as funding became available.

During public comment Francisco Da Costa said they should use the words viable and sustainable and not bolder and bigger. He suggested that those who backed the plan should have provided written statements.

A caller opposed funding this item and said the transit-only center lanes would negatively impact transit, the shared curb lane was inadequate, and that if commercial vehicles double parked, bicyclists would need to travel in the transit lane which may result in falling and having their bike stuck in the tracks. He said the project was unacceptable.

Dave Alexander, an organizer with the Richmond Family Transportation Network said he would not recommend that children use the curb lane and said enforcement was needed.

Commissioner Haney said he would support the item because the state of good repair work was critical and there were risks with delaying the project. He said this



segment of work was not visionary and they still needed a transformational commitment for Market Street. He said the goal was always to make the roadway safer and easier to navigate using active modes of transportation and what was heard from concerned stakeholders on the redesign, should have been taken seriously. Commissioner Haney said his vote on the second reading of this item would be conditioned on further progress on several items. First, he called for a detailed plan for enforcement of car-free Market Street, including the number of Parking Control Officers, timing for their deployment, and when and how cameras could be added to assist with enforcement. Second, he also asked for an update on engagement with the taxi industry on their recommendations related to the project. Lastly, he requested a commitment to return no later than May 2021 to discuss the long-term plan for Market Street.

Commissioner Haney motioned to approve the item, seconded by Commissioner Ronen.

The item was approved without objection by the following vote:

Ayes: Commissioners Chan, Haney, Mar, Mandelman, Melgar, Preston, Peskin, Ronen, Safai, Stefani, and Walton (11)

Absent: (0)

**7. Adopt Fiscal Year 2021/22 Transportation Fund for Clean Air Local Expenditure Criteria - ACTION\***

This item was deferred to the call of the Chair.

**8. Approve the 2021 State and Federal Legislative Program - ACTION**

Amber Crabbe, Public Policy Manager, presented the item.

Chair Mandelman inquired on Senate Bill (SB) 9 and SB 10 and asked for confirmation that their legislative agenda didn't have any position on those items.

Ms. Crabbe responded in the affirmative and added that they do not take positions on bills unless there is a transportation impact included.

During public comment, David Pilpel said they should hear more on the Metropolitan Transportation Commission's Blue Ribbon Transit Recovery Taskforce consolidation efforts in the region. He said that he supports Transportation Development Act reforms and as gas and diesel vehicles are phased out over time, he hopes they find alternative funds to the gas and diesel fuel taxes to maintain the roads.

Commissioner Ronen motioned to approve the item, seconded by Commissioner Peskin.

The item was approved without objection by the following vote:

Ayes: Commissioners Chan, Haney, Mar, Mandelman, Melgar, Preston, Peskin, Ronen, Safai, Stefani, and Walton (11)

Absent: (0)

**9. Accept the Audit Report for the Fiscal Year Ended June 30, 2020 - ACTION**

This item was deferred to the call of the Chair.



**10. Internal Accounting Report, Investment Report, and Debt Expenditure Report for the Six Months Ending December 31, 2020 - INFORMATION**

This item was deferred to the call of the Chair.

**Other Items**

**11. Introduction of New Items - INFORMATION**

Commissioner Chan noted that during the pandemic Slow and Car-Free Streets have helped us reimagine what our streets can look like, especially on the west side. The City has re-engineered its transportation system by installing temporary, emergency transit lanes speeding up the 38 Geary in the east-west direction and people are enjoying car free streets in Golden Gate Park. However, the reduced transit service and continued concerns about public health, mean limited options for getting around, particularly for seniors and persons with disabilities and some essential workers. She said as people are getting vaccinated and we start to reopen the economy, we are seeing increased vehicle travel and traffic on the west side.

With comprehensive planning, Commissioner Chan said the City can keep its neighborhoods walkable, bikeable and efficiently connected. She observed that pre-pandemic, most transit in the Richmond was east west oriented to bring residents to downtown and back, and there was limited north south transit service in District 4, leaving folks depending on private automobiles for those trips. With the pandemic, Commissioner Chan said she has heard from constituents that they have reoriented their trips to more north south travel within the Richmond district to go shopping and to medical appointments.

Commissioner Chan requested that SFMTA be invited to March's Transportation Authority meeting, to present their re-opening plan for connectivity and transit on the west side. She said with the constrained budget and transit environment, they need a comprehensive plan to determine their transit options. She added that this is an opportunity to figure out how they can get around the city differently all together.

Chair Mandelman thanked Commissioner Chan and noted Director Chang's acknowledgment of her request.

Commissioner Melgar reported on a tragic fatality of a 26-year old father and husband on February 3 in front of Lake Merced. She added that the incident also involved a multi-vehicle pileup resulting in multiple injuries. She acknowledged that the underlying circumstances that contributed to this incident are nuanced and many including those related to the criminal justice system but also the physical conditions that caused these vehicles to be travelling at great speeds, resulting in loss of life and injury. She said that Lake Merced Boulevard, John Daly Boulevard, and Brotherhood Way have continuously been used as highways, and that she would like to explore what the SFMTA and Transportation Authority are doing and can do in the future that can lead to improvements in the area.

Commissioner Melgar stated that in District 7, they are planning to add thousands of housing units across the street from Lake Merced and there is also an institutional master plan in the works for SF State that will add units of housing along with a hotel. Further, she said that Stonestown will also add thousands of units of housing. Commissioner Melgar said that this will significantly increase the number of residents and visitors who will want to cross the street to get to Lake Merced, to walk, bike and





recreate. She said that they need to make the entire area safer and plan ahead for the next 20 years for development in the area. She noted that there are several unsafe points where people cross to get to Lake Merced, not all of which have a cross walk such as the south end of the intersection with Brotherhood Way. To this end, she said that she would like to work with the Chair to have SFMTA present at a future Transportation Authority Board meeting on how they plan to make these improvements.

Chair Mandelman thanked Commissioner Melgar and said he will work with her and Director Chang to get that scheduled.

During public comment Hayden Miller said he appreciates the Commissioners requesting those items. He said he not only looks forward to the hearing about the bringing back transit service, but also looking at ways to improve, innovate and change the way that transit is brought back to serve new transit patterns. Mr. Miller said he lives in the Richmond and travels by transit to the Peninsula. He said he understood that Samtrans is looking at express buses from the west side of San Francisco to the Peninsula and suggested that this would be good for the MTC Blue Ribbon Task Force to consider. He also suggested bringing back the Golden Gate Transit Route 92 to connect the west side to Marin and encouraged looking at Muni and regional service to make it better and more connected for everybody. He also stressed the importance of Vision Zero.

**12. Public Comment**

There was no public comment.

**13. Adjournment**

The meeting was adjourned at 12:46 p.m.

[ this page intentionally left blank ]



RESOLUTION ALLOCATING \$7,524,841, WITH CONDITIONS, AND APPROPRIATING \$60,000  
IN PROP K SALES TAX FUNDS FOR THIRTEEN REQUESTS

WHEREAS, The Transportation Authority received thirteen requests for a total of \$7,584,841 in Prop K local transportation sales tax funds, as summarized in Attachments 1 and 2 and detailed in the enclosed allocation request forms; and

WHEREAS, The requests seek funds from the following Prop K Expenditure Plan categories: Facilities–Muni, Traffic Calming, Bicycle Circulation/ Safety, Pedestrian Circulation/ Safety, Transportation/ Land Use Coordination, Caltrain Capital Improvement Program, Vehicles–Caltrain, Facilities–Caltrain and, Guideways–Caltrain; and

WHEREAS, As required by the voter-approved Expenditure Plans, the Transportation Authority Board has adopted a Prop K 5-Year Prioritization Program (5YPP) for each of the aforementioned Expenditure Plan programmatic categories; and

WHEREAS, Eleven of the requests are consistent with the relevant strategic plans and/or 5YPPs for their respective categories; and

WHEREAS, The San Francisco Municipal Transportation Agency's (SFMTA's) request for Great Highway Traffic Management and the Safe Streets Evaluation Program require 5YPP amendments as summarized in Attachment 3 and detailed in the enclosed allocation request forms; and

WHEREAS, After reviewing the requests, Transportation Authority staff recommended allocating a total of \$7,524,841, with conditions, and appropriating \$60,000 in Prop K Sales Tax Funds for thirteen requests, as described in Attachment 3 and detailed in the enclosed allocation request forms, which include staff recommendations for Prop K allocation and appropriation amounts, required deliverables, timely use of funds requirements, special conditions, and Fiscal Year Cash Flow Distribution Schedules; and

WHEREAS, There are sufficient funds in the Capital Expenditures line item of the Transportation Authority's approved Fiscal Year 2020/21 budget to cover the proposed actions; and

WHEREAS, At its January 27, 2021 meeting, the Citizens Advisory Committee was briefed on the subject request and unanimously adopted a motion of support for the staff



recommendation; now therefore, let it be

RESOLVED, That the Transportation Authority hereby amends the Prop K Traffic Calming and Bicycle Circulation and Safety 5YPPs, as detailed in the enclosed allocation request forms; and be it further

RESOLVED, That the Transportation Authority hereby allocates \$7,524,841, with conditions, and appropriates \$60,000 in Prop K Sales Tax Funds for thirteen requests, as summarized in Attachment 3 and detailed in the enclosed allocation request forms; and be it further

RESOLVED, That the Transportation Authority finds the allocation of these funds to be in conformance with the priorities, policies, funding levels, and prioritization methodologies established in the Prop K Expenditure Plan and Strategic Plan, as well as the relevant 5YPPs; and be it further

RESOLVED, That the Transportation Authority hereby authorizes the actual expenditure (cash reimbursement) of funds for these activities to take place subject to the Fiscal Year Cash Flow Distribution Schedules detailed in the enclosed allocation request forms; and be it further

RESOLVED, That the Capital Expenditures line item for subsequent fiscal year annual budgets shall reflect the maximum reimbursement schedule amounts adopted and the Transportation Authority does not guarantee reimbursement levels higher than those adopted; and be it further

RESOLVED, That as a condition of this authorization for expenditure, the Executive Director shall impose such terms and conditions as are necessary for the project sponsors to comply with applicable law and adopted Transportation Authority policies and execute Standard Grant Agreements to that effect; and be it further

RESOLVED, That as a condition of this authorization for expenditure, the project sponsors shall provide the Transportation Authority with any other information it may request regarding the use of the funds hereby authorized; and be it further

RESOLVED, That the Capital Improvement Program of the Congestion Management Program, the Prop K Strategic Plan and the relevant 5YPPs are hereby amended, as appropriate.



## Attachments:

1. Summary of Requests Received
2. Brief Project Descriptions
3. Staff Recommendations
4. Prop K and Prop AA Allocation Summaries - FY 2020/21

## Enclosure:

Prop K Allocation Request Forms (13)

Attachment 1: Summary of Requests Received

Source	EP Line No./Category <sup>1</sup>	Project Sponsor <sup>2</sup>	Project Name	Current Prop K Request	Total Cost for Requested Phase(s)	Leveraging			Phase(s) Requested	District(s)
						Expected Leveraging by EP Line <sup>3</sup>	Actual Leveraging by Project Phase(s) <sup>4</sup>			
Prop K	20M	SEMTA	Muni Metro East Expansion Phase 2 - MME & 1399 Marin Interim Improvements	\$ 1,899,677	\$ 7,543,044	90%	75%	Design	10	
Prop K	38	SEMTA	Great Highway Traffic Management	\$ 424,971	\$ 568,766	51%	25%	Construction	4	
Prop K	38, 39	SEMTA	Safe Streets Evaluation Program	\$ 250,000	\$ 250,000	39%	0%	Planning	Citywide	
Prop K	40	SEMTA	Tenderloin Traffic Safety Improvements [NTIP Capital]	\$ 177,693	\$ 177,693	25%	0%	Construction	6	
Prop K	44	SFCTA	District 4 Mobility Improvements Study - Additional Funds [NTIP Planning]	\$ 60,000	\$ 190,000	40%	0%	Planning	4	
Prop K	7	PCJPB	Update and Upgrade GIS system	\$ 477,175	\$ 500,000	69%	5%	Construction	6, 10	
Prop K	17P	PCJPB	Bombardier Cars State of Good Repair	\$ 1,663,825	\$ 1,663,825	84%	0%	Construction	6, 10	
Prop K	20P	PCJPB	Stations State of Good Repair	\$ 400,000	\$ 1,000,000	90%	60%	Construction	6, 10	
Prop K	22P	PCJPB	Grade Crossing Safety Improvements	\$ 500,000	\$ 500,000	78%	0%	Design	6, 10	
Prop K	22P	PCJPB	Grade Crossing Hazard Analysis Report	\$ 200,000	\$ 200,000	78%	0%	Planning	6, 10	
Prop K	22P	PCJPB	San Francisco Creek Bridge Replacement	\$ 227,500	\$ 2,600,000	78%	91%	Design	NA	
Prop K	22P	PCJPB	Structures State of Good Repair	\$ 160,000	\$ 800,000	78%	80%	Design, Construction	6, 10	
Prop K	22P	PCJPB	Systemwide Track Rehabilitation	\$ 1,144,000	\$ 5,720,000	78%	80%	Construction	6, 10	
<b>TOTAL</b>				<b>\$ 7,584,841</b>	<b>\$ 21,713,328</b>	<b>81%</b>	<b>64%</b>			

## Attachment 1: Summary of Requests Received

---

### Footnotes

- <sup>1</sup> "EP Line No./Category" is either the Prop K Expenditure Plan line number referenced in the 2019 Prop K Strategic Plan or the Prop AA Expenditure Plan category referenced in the 2017 Prop AA Strategic Plan, including: Street Repair and Reconstruction (Street), Pedestrian Safety (Ped), and Transit Reliability and Mobility Improvements (Transit) or the Traffic Congestion Mitigation Tax (TNC Tax) category referenced in the Program Guidelines.
- <sup>2</sup> Acronyms: PCJPB (Caltrain); SFCTA (Transportation Authority); SFMTA (San Francisco Municipal Transportation Agency)
- <sup>3</sup> "Expected Leveraging By EP Line" is calculated by dividing the total non-Prop K funds expected to be available for a given Prop K Expenditure Plan line item (e.g. Pedestrian Circulation and Safety) by the total expected funding for that Prop K Expenditure Plan line item over the 30-year Expenditure Plan period. For example, expected leveraging of 90% indicates that on average non-Prop K funds should cover 90% of the total costs for all projects in that category, and Prop K should cover only 10%.
- <sup>4</sup> "Actual Leveraging by Project Phase" is calculated by dividing the total non-Prop K or non-Prop AA funds in the funding plan by the total cost for the requested phase or phases. If the percentage in the "Actual Leveraging" column is lower than in the "Expected Leveraging" column, the request (indicated by yellow highlighting) is leveraging fewer non-Prop K dollars than assumed in the Expenditure Plan. A project that is well leveraged overall may have lower-than-expected leveraging for an individual or partial phase.  
PCJPB projects note: Prop K funds help to offset the City and County of San Francisco's local match contribution to Caltrain's capital budget. In order to comply with Prop K Expenditure Plan category eligibility and maintain consistency with available funds, PCJPB has allowed San Francisco's 1/3 share to be distributed unevenly across individual projects as long as the total contribution is \$6 million for FY 2020/21 for each of the three PCJPB entities. Overall, Prop K funds meet the Expenditure Plan leveraging expectations, but may not do so on an individual allocation request basis.

Attachment 2: Brief Project Descriptions <sup>1</sup>

EP Line No./ Category	Project Sponsor	Project Name	Prop K Funds Requested	Project Description
20M	SFMTA	Muni Metro East Expansion Phase 2 - MME & 1399 Marin Interim Improvements	\$ 1,899,677	Develop two sites, one at 1399 Marin, a bus yard which is currently for new bus acceptance (inspection, testing, etc.) and the other an empty 4-acre lot adjacent to the Muni Metro East (MME) light rail storage and maintenance facility at 601 25th Street, to provide storage for Muni buses during planned reconstruction of other vehicle maintenance and storage facilities. This project is timed to provide an interim facility for storage and maintenance of trolley coaches during redevelopment of the Potrero trolley coach maintenance yard. The MME site will eventually be re-developed to provide parking and maintenance infrastructure for an expanded light rail fleet. Design will be complete by March 2022 and construction will be complete by March 2024, in time to accommodate the vehicles displaced by the start of construction at the Potrero facility.
38	SFMTA	Great Highway Traffic Management	\$ 424,971	This request will fund SFMTA to construct traffic management measures at strategic locations throughout the road network adjacent to the Great Highway in District 4. The SFMTA will construct 25 speed cushions, two stop signs on the Lower Great Highway, six changeable message signs, and one speed table to divert traffic to key corridors while also improving safety conditions for all road users. For the list of potential locations, see page <b>13-14 of the enclosure</b> . The SFMTA anticipates that all of the improvements will be open for use by March 2021.
38, 39	SFMTA	Safe Streets Evaluation Program	\$ 250,000	Requested funds will be used to track progress and measure performance for key traffic calming, bicycle, and pedestrian safety projects that support the city's Vision Zero initiative to eliminate traffic-related fatalities. Funds will support pre-and-post data collection and analysis of various safety projects, including Quick-Build and COVID-related Slow Streets projects. This request will result in Annual Safe Streets Evaluation Reports for 2020 (by June 2021) and 2021 (by June 2022).
40	SFMTA	Tenderloin Traffic Safety Improvements [NTP Capital]	\$ 177,693	Building on past comprehensive neighborhood-wide efforts in the Tenderloin, including daylighting and signal retiming, the SFMTA is proposing to reduce the neighborhood speed limit from 25 to 20 mph and to implement no turn on red prohibitions at 54 intersections. These changes would be accomplished by installing approximately 395 signs. The Tenderloin is home to a high percentage of pedestrians, and by restricting turns on red, the number of conflicts and injuries between people in cars and on foot is reduced. Studies also show that lowering speeds greatly improves a pedestrian's chance of survival in the event of a collision. The SFMTA expects that all improvements will be open for use by April 2021.



Attachment 2: Brief Project Descriptions <sup>1</sup>

EP Line No./ Category	Project Sponsor	Project Name	Prop K Funds Requested	Project Description
44	SFCJA	District 4 Mobility Improvements Study - Additional Funds [NTP Planning]	\$ 60,000	At the request of District 4 Supervisor Gordon Mar, the Transportation Authority, in partnership with SFMTA, began conducting the District 4 Mobility Study at the end of 2019 to understand the travel profile and patterns of District 4 residents, identify travel markets with high shares of single-occupancy vehicle (SOVs) trips, and explore short and medium-term strategies to reduce trips by SOVs. Transportation Authority staff is requesting additional funds for the study to include additional scope to analyze future promenade and roadway concepts on the Great Highway between Sloat and Lincoln. We anticipate presenting the final report to the Board for adoption in June 2021.
7	PCJPB	Update and Upgrade GIS system	\$ 477,175	Funds will be used to update and upgrade the Geographical Information System (GIS) to facilitate planning, engineering, and maintenance.
17P	PCJPB	Bombardier Cars State of Good Repair	\$ 1,663,825	This project will perform capital maintenance on Caltrain's Bombardier Cars to maintain the cars in a state of good repair. Caltrain's Cab and Coach Car fleet failures are increasing and it is extremely important to support the state of good repair programs to maintain the Passenger Coach fleet. The current fleet needs to be maintained and operated as they will remain in service after electrification; providing daily San Jose to Gilroy service.
20P	PCJPB	Stations State of Good Repair	\$ 400,000	Requested funds will fund improvements and repairs to structures at various stations along the Caltrain right of way, including the San Francisco Station, to maintain assets in a state of good repair.
22P	PCJPB	Grade Crossing Safety Improvements	\$ 500,000	This request will fund the identification and design of 5-10 priority grade crossings that need improvements and safety mitigations, based on the recommendations from the 2018 Grade Crossing Hazard Analysis Report.
22P	PCJPB	Grade Crossing Hazard Analysis Report	\$ 200,000	Funds requested will be used to collect data from video surveillance cameras at all 42 grade crossings along the Caltrain corridor, including the at-grade crossings at Mission Bay and 16th Street in San Francisco. The data gathered would include but not be limited to the number of vehicles crossing and driving behaviors of the vehicles, looking for incidents and/or near misses at the crossings. The data and analysis would help identify the grade crossings that need improvement and help determine what safety mitigations to include such as installing medians, pedestrian gates, guard railings, pavement markers and markings and signage. The final report is expected to be done by fall 2022.
22P	PCJPB	San Francisco Creek Bridge Replacement	\$ 227,500	This project will design a replacement for the 118 year old San Francisco Creek Bridge. The project will also include improved bridge abutments to reduce the effects of erosion from the creek.

Attachment 2: Brief Project Descriptions <sup>1</sup>

EP Line No./ Category	Project Sponsor	Project Name	Prop K Funds Requested	Project Description
22P	PCJPB	Structures State of Good Repair	\$ 160,000	Requested funds will be used for repairs to Caltrain civil structures, including corrosion mitigation, bird netting, minor concrete repairs and other capitalized maintenance items identified through bridge and structure inspections. These repairs are intended to keep these assets in a state of good repair. Work planned in San Francisco includes installing a block wall to prevent trespasser encampment at the Cesar Chavez Bridge, performing concrete repairs to the Jerrold Avenue Bridge, and securing the Quint Street Bridge with barriers and/or fencing to prevent trespasser encampment.
22P	PCJPB	Systemwide Track Rehabilitation	\$ 1,144,000	The Systemwide Track Rehabilitation Program is an ongoing annual project to keep the Caltrain's railroad track and structures in a state of good repair.
<b>TOTAL</b>			<b>\$7,584,841</b>	

<sup>1</sup> See Attachment 1 for footnotes.

Attachment 3: Staff Recommendations <sup>1</sup>

EP Line No./ Category	Project Sponsor	Project Name	Prop K Funds Recommended	Recommendations
20M	SFMTA	Muni Metro East Expansion Phase 2 - MME & 1399 Marin Interim Improvements	\$ 1,899,677	
38	SFMTA	Great Highway Traffic Management	\$ 424,971	<b>5-Year Prioritization Program (5YPP) Amendment:</b> The recommended allocation is contingent upon amendment of the Traffic Calming 5YPP to add the subject project and reprogram \$424,971 from the Sloat Skyline Intersection Improvements (design phase) project, which is delayed. With this amendment, there would be \$614,029 in remaining Prop K funds available for allocation to Sloat Skyline Intersection Improvements. See the enclosed allocation request form for details.
38, 39	SFMTA	Safe Streets Evaluation Program	\$ 250,000	<b>5YPP Amendments:</b> The recommended allocation is contingent upon amendment of the Prop K Traffic Calming and Bicycle Circulation and Safety 5YPPs to advance \$200,000 in funds programmed for this project in FY 2021/22 into FY 2020/21 with a corresponding delay in programming for Quick-Build Implementation (\$100,000), which is fully funded this fiscal year, and The Embarcadero at Pier 39/Fisherman's Wharf - Complete Street Improvements (\$100,000), which is delayed. This request will also be funded by reprogramming \$50,000 in the Bicycle Circulation and Safety 5YPP from projects completed under budget. See the enclosed allocation request form for details.
40	SFMTA	Tenderloin Traffic Safety Improvements [NTIP Capital]	\$ 177,693	<b>Special Condition:</b> Reimbursement of costs for implementation of speed limit signs (\$81,624) is conditioned upon the SFMTA Board approving the speed limit changes proposed in this project (anticipated March 16, 2021).
44	SFCTA	District 4 Mobility Improvements Study - Additional Funds [NTIP Planning]	\$ 60,000	

Attachment 3: Staff Recommendations <sup>1</sup>

EP Line No./ Category	Project Sponsor	Project Name	Prop K Funds Recommended	Recommendations
7	PCJPB	Update and Upgrade GIS system	\$ 477,175	
17P	PCJPB	Bombardier Cars State of Good Repair	\$ 1,663,825	
20P	PCJPB	Stations State of Good Repair	\$ 400,000	
22P	PCJPB	Grade Crossing Safety Improvements	\$ 500,000	<b>Special Condition:</b> Caltrain shall obtain input from Transportation Authority staff prior to implementing design changes to a grade crossing in San Francisco.
22P	PCJPB	Grade Crossing Hazard Analysis Report	\$ 200,000	
22P	PCJPB	San Francisco Creek Bridge Replacement	\$ 227,500	
22P	PCJPB	Structures State of Good Repair	\$ 160,000	<b>Multi-phase allocation</b> is recommended given the short duration of the design phase (2 months) and the straightforward nature of the scope.
22P	PCJPB	Systemwide Track Rehabilitation	\$ 1,144,000	
<b>TOTAL</b>			<b>\$ 7,584,841</b>	

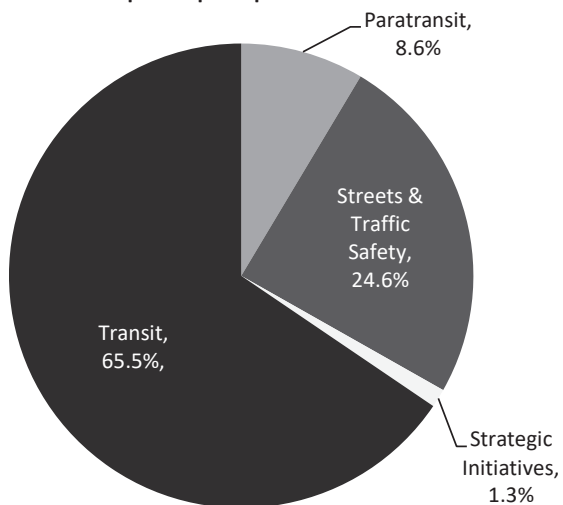
<sup>1</sup> See Attachment 1 for footnotes.

Attachment 4.  
Prop K Allocation Summary - FY2020/21

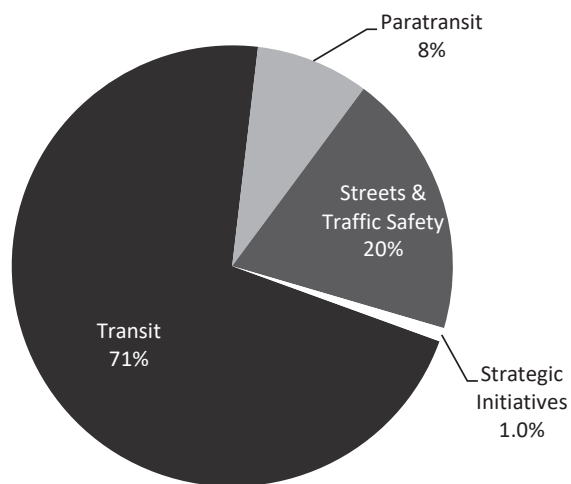
PROP K SALES TAX							
FY2020/21	Total	FY 2020/21	FY 2021/22	FY 2022/23	FY 2023/24	FY 2024/25	FY 2025/26
Prior Allocations	\$ 50,082,233	\$ 14,739,764	\$ 21,141,015	\$ 13,024,042	\$ 1,177,412	\$ -	\$ -
Current Request(s)	\$ 7,584,841	\$ 906,421	\$ 3,772,464	\$ 1,960,293	\$ 529,706	\$ 415,957	\$ -
New Total Allocations	\$ 57,667,074	\$ 15,646,185	\$ 24,913,479	\$ 14,984,335	\$ 1,707,118	\$ 415,957	\$ -

current recommended allocation(s).

**Investment Commitments,  
per Prop K Expenditure Plan**



**Prop K Investments To Date**





# Memorandum

## AGENDA ITEM 5

**DATE:** January 22, 2021  
**TO:** Transportation Authority Board  
**FROM:** Anna LaForte - Deputy Director for Policy and Programming  
**SUBJECT:** 02/09/2021 Board Meeting: Allocate \$7,524,841, with Conditions, and Appropriate \$60,000 in Prop K Sales Tax Funds for Thirteen Requests

<p>RECOMMENDATION                      <input type="checkbox"/> Information    <input checked="" type="checkbox"/> Action</p> <p>Allocate \$2,752,341 in Prop K funds, with conditions, to the San Francisco Municipal Transportation Agency (SFMTA) for:</p> <ol style="list-style-type: none"> <li>1. Muni Metro East Expansion Phase 2 - MME &amp; 1399 Marin Interim Improvements (\$1,899,677)</li> <li>2. Great Highway Traffic Management (\$424,971)</li> <li>3. Safe Streets Evaluation Program FY21 (\$250,000)</li> <li>4. Tenderloin Traffic Safety Improvements [NTIP Capital] (\$177,693)</li> </ol> <p>Allocate \$4,772,500 in Prop K funds, with conditions, to Caltrain for:</p> <ol style="list-style-type: none"> <li>5. Update and Upgrade GIS system (\$477,175)</li> <li>6. Bombardier Cars State of Good Repair (\$1,663,825)</li> <li>7. Stations State of Good Repair (\$400,000)</li> <li>8. Grade Crossing Safety Improvements (\$500,000)</li> <li>9. Grade Crossing Hazard Analysis Report (\$200,000)</li> <li>10. San Francisquito Creek Bridge Replacement (\$227,500)</li> <li>11. Structures State of Good Repair (\$160,000)</li> <li>12. Systemwide Track Rehabilitation (\$1,144,000)</li> </ol> <p>Appropriate \$60,000 in Prop K funds for:</p> <ol style="list-style-type: none"> <li>13. District 4 Mobility Improvements Study - Additional Funds [NTIP Planning]</li> </ol> <p><b>SUMMARY</b></p> <p>Attachment 1 lists the requests, including phase(s) of work and supervisorial district(s). Attachment 2 provides a brief description of the projects. Attachment 3 contains the staff recommendations.</p>	<p><input checked="" type="checkbox"/> Fund Allocation</p> <p><input checked="" type="checkbox"/> Fund Programming</p> <p><input type="checkbox"/> Policy/Legislation</p> <p><input type="checkbox"/> Plan/Study</p> <p><input type="checkbox"/> Capital Project Oversight/Delivery</p> <p><input type="checkbox"/> Budget/Finance</p> <p><input type="checkbox"/> Contract/Agreement</p> <p><input type="checkbox"/> Other: _____</p>
--	--

## DISCUSSION

Attachment 1 summarizes the subject allocation requests, including information on proposed leveraging (i.e., stretching Prop K sales tax dollars further by matching them with other fund sources) compared with the leveraging assumptions in the Prop K Expenditure Plan.



Attachment 2 includes brief project descriptions. Attachment 3 summarizes the staff recommendations for each request, highlighting special conditions and other items of interest. An Allocation Request Form for each project is enclosed, with more detailed information on scope, schedule, budget, funding, deliverables and special conditions.

**Caltrain Capital Budget Contribution.** Prop K helps to offset San Francisco's local match contribution to Caltrain's capital budget. Caltrain has requested \$4,772,500 from the four Caltrain state of good repair categories in the Prop K Expenditure Plan to provide a portion of the \$6,000,000 San Francisco member share contribution to Caltrain's Fiscal Year 2020/21 capital budget, as negotiated among the three member agencies which fund and govern Caltrain - the City and County of San Francisco, San Mateo County Transit District (SamTrans) and Santa Clara Valley Transportation Authority (VTA). In the next few months, we anticipate presenting two additional requests from Caltrain for San Francisco Station and Terminal Planning and the Guadalupe River Bridge Replacement and Extension projects, which would fulfill the San Francisco contribution for this year.

## **FINANCIAL IMPACT**

The recommended action would allocate \$7,524,841 and appropriate \$60,000 in Prop K funds. The allocations and appropriation would be subject to the Fiscal Year Cash Flow Distribution Schedules contained in the enclosed Allocation Request Forms.

Attachment 4 shows the approved Prop K Fiscal Year 2020/21 allocations and appropriations to date, with associated annual cash flow commitments as well as the recommended allocation and cash flow amounts that are the subject of this memorandum.

Sufficient funds are included in the adopted Fiscal Year 2020/21 annual budget. Furthermore, sufficient funds will be included in future budgets to cover the recommended cash flow distributions for those respective fiscal years.

## **CAC POSITION**

The CAC considered this item at its January 27, 2021 meeting, and unanimously adopted a motion of support.

## **SUPPLEMENTAL MATERIALS**

- Attachment 1 - Summary of Requests
- Attachment 2 - Project Descriptions
- Attachment 3 - Staff Recommendations
- Attachment 4 - Prop K Allocation Summaries - FY 2020/21
- Enclosure - Allocation Request Forms (13)

[ this page intentionally left blank ]





RESOLUTION ALLOCATING \$5,773,403 AND APPROPRIATING \$150,000 IN PROP K SALES TAX FUNDS, WITH CONDITIONS, FOR POTRERO YARD MODERNIZATION

WHEREAS, The Transportation Authority received requests for a total of \$5,923,403 in Prop K local transportation sales tax funds for the Potrero Yard Modernization project, as summarized in Attachments 1 and 2 and detailed in the attached allocation request form; and

WHEREAS, The requests seek funds from the Facilities–Muni and Facilities–Undesignated categories of the Prop K Expenditure Plan; and

WHEREAS, As required by the voter-approved Expenditure Plans, the Transportation Authority Board has adopted a Prop K 5-Year Prioritization Program (5YPP) for each of the aforementioned Expenditure Plan programmatic categories; and

WHEREAS, One of the two requests is consistent with the 5YPPs for the two relevant categories; and

WHEREAS, Our request to appropriate \$150,000 for enhanced oversight of the design phase of the Potrero Yard Modernization project requires amendment of the Facilities–Muni 5YPP, as summarized in Attachment 3 and detailed in the attached allocation request form; and

WHEREAS, After reviewing the requests, Transportation Authority staff recommended allocating \$5,773,403 and appropriating \$150,000 in Prop K Sales Tax Funds for design of the Potrero Yard Modernization project, as described in Attachment 3 and detailed in the attached allocation request form, which include staff recommendations for Prop K allocation and appropriation amounts, required deliverables, timely use of funds requirements, special conditions, and Fiscal Year Cash Flow Distribution Schedules; and

WHEREAS, There are sufficient funds in the Capital Expenditures line item of the Transportation Authority's approved Fiscal Year 2020/21 budget to cover the proposed actions; and

WHEREAS, At its December 2, 2020 meeting the CAC considered the Potrero Yard Modernization project and unanimously adopted a motion of support for the request, amended to require regular presentations to the CAC on the project as it progresses; and

WHEREAS, The staff recommendation for this item incorporates the CAC's



amendment; now therefore, let it be

RESOLVED, That the Transportation Authority hereby amends the Prop K Facilities–Muni 5YPP, as detailed in the attached allocation request form; and be it further

RESOLVED, That the Transportation Authority hereby allocates \$5,773,403 and appropriates \$150,000 in Prop K Sales Tax Funds, with conditions, for Potrero Yard Modernization, as summarized in Attachment 3 and detailed in the attached allocation request form; and be it further

RESOLVED, That the Transportation Authority finds the allocation of these funds to be in conformance with the priorities, policies, funding levels, and prioritization methodologies established in the Prop K Expenditure Plan and Strategic Plan, as well as the relevant 5YPPs; and be it further

RESOLVED, That the Transportation Authority hereby authorizes the actual expenditure (cash reimbursement) of funds for these activities to take place subject to the Fiscal Year Cash Flow Distribution Schedules detailed in the attached allocation request form; and be it further

RESOLVED, That the Capital Expenditures line item for subsequent fiscal year annual budgets shall reflect the maximum reimbursement schedule amounts adopted and the Transportation Authority does not guarantee reimbursement levels higher than those adopted; and be it further

RESOLVED, That as a condition of this authorization for expenditure, the Executive Director shall impose such terms and conditions as are necessary for the project sponsor to comply with applicable law and adopted Transportation Authority policies and execute a Standard Grant Agreement to that effect; and be it further

RESOLVED, That as a condition of this authorization for expenditure, the project sponsor shall provide the Transportation Authority with any other information it may request regarding the use of the funds hereby authorized; and be it further

RESOLVED, That the Capital Improvement Program of the Congestion Management Program, the Prop K Strategic Plan and the relevant 5YPPs are hereby amended, as appropriate.



Attachments:

1. Summary of Requests Received
2. Brief Project Descriptions
3. Staff Recommendations
4. Prop K and Prop AA Allocation Summaries - FY 2020/21
5. Prop K Allocation Request Form

Attachment 1: Summary of Requests Received

Source	EP Line No./Category <sup>1</sup>	Project Sponsor <sup>2</sup>	Project Name	Current Prop K Request	Total Cost for Requested Phase(s)	Leveraging		Phase(s) Requested	District(s)
						Expected Leveraging by EP Line <sup>3</sup>	Actual Leveraging by Project Phase(s) <sup>4</sup>		
Prop K	20U, 20M	SFMTA, SFCTA	Potrero Yard Modernization	\$ 5,923,403	\$ 11,560,366	90%	49%	Planning, Environmental	10
<b>TOTAL</b>				<b>\$ 5,923,403</b>	<b>\$ 11,560,366</b>	<b>90%</b>	<b>49%</b>		

Footnotes

<sup>1</sup> "EP Line No./Category" is either the Prop K Expenditure Plan line number referenced in the 2019 Prop K Strategic Plan or the Prop AA Expenditure Plan category referenced in the 2017 Prop AA Strategic Plan, including: Street Repair and Reconstruction (Street), Pedestrian Safety (Ped), and Transit Reliability and Mobility Improvements (Transit) or the Traffic Congestion Mitigation Tax (TNC Tax) category referenced in the Program Guidelines.

<sup>2</sup> Acronyms: SFCTA (Transportation Authority); SFMTA (San Francisco Municipal Transportation Agency)

<sup>3</sup> "Expected Leveraging By EP Line" is calculated by dividing the total non-Prop K funds expected to be available for a given Prop K Expenditure Plan line item (e.g. Pedestrian Circulation and Safety) by the total expected funding for that Prop K Expenditure Plan line item over the 30-year Expenditure Plan period. For example, expected leveraging of 90% indicates that on average non-Prop K funds should cover 90% of the total costs for all projects in that category, and Prop K should cover only 10%.

<sup>4</sup> "Actual Leveraging by Project Phase" is calculated by dividing the total non-Prop K or non-Prop AA funds in the funding plan by the total cost for the requested phase or phases. If the percentage in the "Actual Leveraging" column is lower than in the "Expected Leveraging" column, the request (indicated by yellow highlighting) is leveraging fewer non-Prop K dollars than assumed in the Expenditure Plan. A project that is well leveraged overall may have lower-than-expected leveraging for an individual or partial phase.

**Attachment 2: Brief Project Descriptions<sup>1</sup>**

EP Line No./ Category	Project Sponsor	Project Name	Prop K Funds Requested	Project Description
20U, 20M	SFMTA, SFCTA	Potrero Yard Modernization	\$ 5,923,403	<p>Requested funds will be used for the planning and environmental phases for redeveloping the bus facility at 2500 Mariposa Street into a modern, efficient bus maintenance facility. The new facility would serve SFMTA's electric trolley and future battery-electric bus fleets. This Bus Yard Component will be a structure with 6 levels of bus facility support spaces, including 3 levels for bus storage and maintenance. The project concept also includes a Residential and Commercial Component with up to 7 additional levels above the bus facility with up to 575 mixed-income units and active uses at the ground floor. The SFMTA proposes to deliver the project through a joint development project delivery method. The SFMTA plans to receive development concepts from a short-list of potential partners by August 2021, and select a preferred bidder and complete the Draft Environmental Impact Report by October 2021, with completion of Planning Department entitlement review expected by December 2021. We are requesting \$150,000 for enhanced project oversight through early 2023 when the SFMTA and development team are expected to execute the Project Agreement. SFMTA expects the facility to be operational by Fall 2026.</p>
<b>TOTAL</b>			<b>\$5,923,403</b>	

<sup>1</sup> See Attachment 1 for footnotes.

Attachment 3: Staff Recommendations <sup>1</sup>

EP Line No./ Category	Project Sponsor	Project Name	Prop K Funds Recommended	Recommendations
20U, 20M	SFMTA, SFCTA	Potrero Yard Modernization	\$ 5,923,403	<p><b>SFMTA may not expend \$3,346,114 of the recommended allocation prior to Board of Supervisors approval of legislation waiving certain procurement and contracting requirements</b> in Chapters 6, 14B, and 21 of the Administrative Code to authorize the SFMTA to implement the project utilizing a joint development delivery method (anticipated by March 1, 2021).</p> <p><b>The recommended allocation of \$1 million for Professional Services Reimbursement is an "up to" amount.</b> SFCTA will reimburse only up to the amount required for this purpose and SFMTA shall deobligate any funds not required for reimbursement of unsuccessful bidders.</p> <p><b>Enhanced oversight:</b> In recognition of the scale and impact of this project, as well as the joint development project delivery method which SFMTA has not used before, our recommendation is conditioned upon the SFCTA performing an enhanced level of oversight on this project. SFCTA Project Management and Oversight staff shall be invited to all critical meetings, including monthly project development meetings, SFMTA Board meetings, etc. and be provided project management activity reports. SFMTA will participate in regular project progress updates to the SFCTA Board and CAC.</p> <p><b>5-Year Prioritization Program (5YPP) amendment:</b> Recommendation is conditioned on Board approval of an amendment to the Facilities-Muni 5YPP to program \$75,000 in cumulative remaining programming capacity for enhanced oversight by the Transportation Authority.</p> <p><b>Retroactive reimbursement:</b> Recommendation is conditioned on Board approval of a waiver of the Prop K Strategic Plan policy that costs incurred prior to the date of execution of a grant agreement shall be ineligible for reimbursement, allowing reimbursement of costs incurred since November 17, 2020.</p>
<b>TOTAL</b>			<b>\$ 5,923,403</b>	

<sup>1</sup> See Attachment 1 for footnotes.

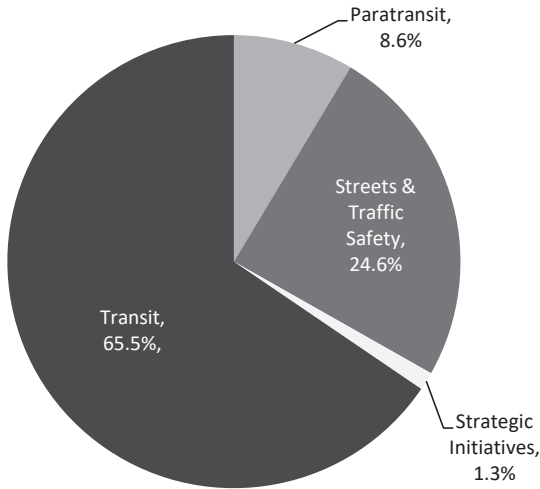
Attachment 4.  
Prop K Allocation Summary - FY2020/21

**PROP K SALES TAX**

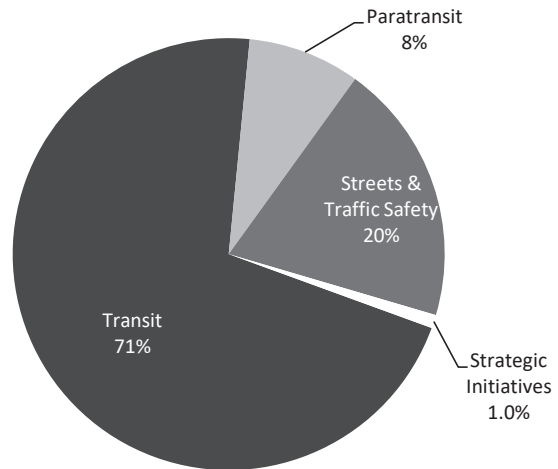
FY2020/21	Total	FY 2020/21	FY 2021/22	FY 2022/23	FY 2023/24	FY 2024/25	FY 2025/26
Prior Allocations	\$ 57,667,074	\$15,646,185	\$24,913,479	\$14,984,335	\$1,707,118	\$ 415,957	\$-
Current Request(s)	\$ 5,923,403	\$ 3,073,817	\$ 2,819,586	\$ 30,000	\$ -	\$ -	\$ -
New Total Allocations	\$ 63,590,477	\$ 18,720,002	\$ 27,733,065	\$ 15,014,335	\$ 1,707,118	\$ 415,957	\$ -

the current recommended allocation(s).

**Investment Commitments, per Prop K Expenditure Plan**



**Prop K Investments To Date**

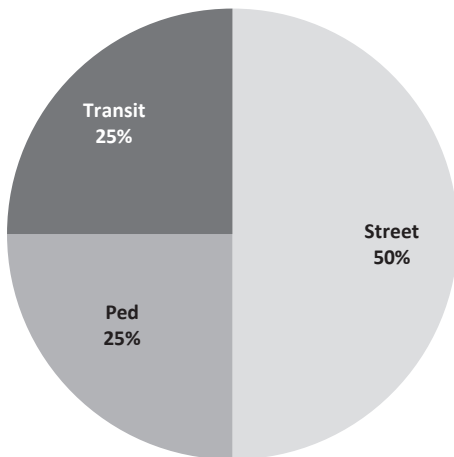


**PROP AA VEHICLE REGISTRATION FEE**

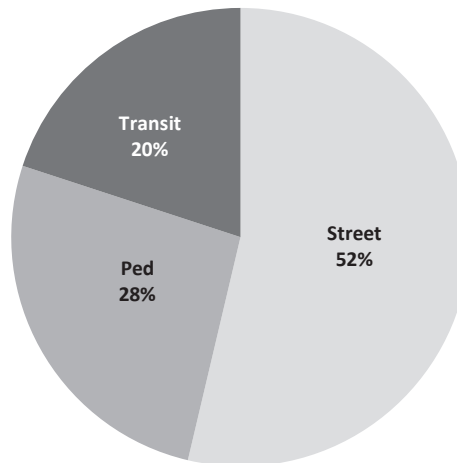
FY2020/21	Total	FY 2020/21	FY 2021/22	FY 2022/23	FY 2023/24	FY 2024/25
Prior Allocations	\$ 5,086,429	\$ 2,732,401	\$ 2,354,029	\$ -	\$ -	\$ -
Current Request(s)	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
New Total Allocations	\$ 5,086,429	\$ 2,732,401	\$ 2,354,029	\$ -	\$ -	\$ -

recommended allocation(s).

**Investment Commitments, per Prop AA Expenditure Plan**



**Prop AA Investments To Date**



# San Francisco County Transportation Authority

## Prop K/Prop AA Allocation Request Form

<b>FY of Allocation Action:</b>	FY2020/21
<b>Project Name:</b>	Potrero Yard Modernization
<b>Grant Recipient:</b>	San Francisco Municipal Transportation Agency

### EXPENDITURE PLAN INFORMATION

<b>Prop K EP categories:</b>	Facilities - Undesignated, Facilities - MUNI
<b>Current Prop K Request:</b>	\$5,923,403
<b>Supervisory District(s):</b>	District 10

### REQUEST

#### Brief Project Description

Planning and environmental phases for redeveloping the bus facility at 2500 Mariposa Street into a modern, efficient bus maintenance facility by 2026. The new facility would serve SFMTA's electric trolley and future battery-electric bus fleets. This Bus Yard Component will be a structure with 6 levels of bus facility support spaces, including 3 levels for bus storage and maintenance. The project concept also includes a Residential and Commercial Component with up to 7 additional levels above the bus facility with up to 575 mixed-income units and active uses at the ground floor.

#### Detailed Scope, Project Benefits and Community Outreach

See detailed scope and detailed project descriptions, attached.

#### Project Location

2500 Mariposa Street (Bryant and Mariposa)

#### Project Phase(s)

Planning/Conceptual Engineering (PLAN), Environmental Studies (PA&ED)

#### Justification for Multi-phase Request

A multi-phase allocation for planning/conceptual engineering and environmental studies is appropriate given the concurrent nature of the work.

### 5YPP/STRATEGIC PLAN INFORMATION

<b>Type of Project in the Prop K 5YPP/Prop AA Strategic Plan?</b>	Named Project
<b>Is requested amount greater than the amount programmed in the relevant 5YPP or Strategic Plan?</b>	Greater than Programmed Amount
<b>Prop K 5YPP Amount:</b>	\$5,848,403

#### Justification for Necessary Amendment

The subject request includes an amendment to the Facilities-Muni 5YPP to program \$75,000 in cumulative remaining programming capacity for enhanced oversight by the Transportation Authority of the planning phase through execution of the Project Agreement.



## Potrero Yard Planning Phase — Scope

### Project Description (see full Project Description in additional attachment)

The Potrero Yard Modernization Project will replace the obsolete, two-story bus facility with a modern and efficient bus maintenance and storage garage in 2026. This facility would be equipped to serve the projected future capacity and needs of the SFMTA's new electric trolley fleet and future battery-electric fleet. The proposed project would demolish the existing bus storage yard and the maintenance and operations building and would replace them with a single structure, approximately 75 to 150 feet tall and up to 1.3 million gross-square-feet (gsf) in capacity. The proposed structure would cover the entire lot.

In addition to the construction of a modern storage and maintenance facility and to leverage the construction opportunity to address Citywide goals for housing production, the SFMTA plans to solicit proposals for the bus facility and joint development atop the bus facility as a mixed-use residential development with ground floor community-serving uses. The SFMTA estimates that the Potrero Yard Modernization Project could support the construction of between 525 and 575 new housing units. While no development agreement is yet in place, the SFMTA has proposed an initial target of at least 50 percent of the housing units being affordable (or 262 to 288 units) to low- to moderate-income residents.

To pursue these objectives, the SFMTA has introduced an Ordinance to the Board of Supervisors to approve the procurement framework that will allow the Agency to enter into Joint Development Services agreements with a private development team to design, build, finance, maintain, and perform asset management services for the proposed new Potrero Yard storage and maintenance facility. This legislation has been tabled by the Board of Supervisors, and the SFMTA is working closely with the Supervisors and their staff to bring the Ordinance to the Budget and Finance Committee.

- The Bus Yard Component is planned to be a six story concrete podium structure (including the basement level) for commingled other bus facility support spaces, including three high clearance levels for bus storage and maintenance. The bus facilities are estimated to include the following
  - 463,000 gsf for parking and bus circulation;
  - 186,000 gsf for bus services and storage, and
  - 52,000 gsf for administration offices, a bus operator training facility.
- The facility is planned to store 213 buses, which is a nearly 50 percent increase in capacity from the current operation.
- The Residential and Commercial Component may include:
  - a multi-floor structure on top of the podium structure that will house the bus facility, with the possibility of some units along the perimeter of the podium itself.
  - approximately 525 to 575 residential units
  - a set of commercial uses to activate street frontages (such as neighborhood-serving spaces and retail) on the perimeter of the podium at street level.

The Planning phase commenced in October 2019, and the following tasks are now substantially complete:

- CEQA Project Application, Notice of Preparation, and Public Scoping Meeting
- Potrero Yard bus facility design criteria document
- Site constraints analysis and site plan/program
- Conceptual project, referred to in joint development procurement documents as the Reference Project or Reference Concept
- Request for Qualifications for a partnering development team
- Considerable public outreach and engagement, including six major public in-person or online events

### Project Delivery Strategy

The SFMTA proposes a joint development project delivery method for this Project. The Federal Transit Administration (FTA) defines joint development projects as projects that involve: (1) integrated development of transit and non-transit improvements, with transit projects physically or functionally related to commercial,

residential, or mixed-use development; (2) public and private investments that are coordinated between transit agencies and developers to improve land owned by a transit agency or related to a transit improvement; and (3) mutual benefit and shared cost among all parties involved. If the SFMTA and developer successfully negotiate a Project Agreement, the Project Agreement would require the developer to assume full development responsibility for all components and phases of the Potrero Yard Modernization Project, including both the bus facility and the residential and the commercial component. The SFMTA would retain ownership of the land and bus facility, and the private developer would lease the housing and commercial development from the SFMTA. The agreement for the developer's use of the housing and commercial development would specify all project programming details, including the housing unit affordability structure.

The joint development procurement method offers compelling advantages to meet the Project's objectives:

1. Mitigates cost and schedule risk by
  - a. selecting a joint development partner early in the CEQA process (currently underway) to provide input and develop a functional and attractive design that reflects input from the community;
  - b. agreeing on a fixed-price, date-certain contract with the private partner;
  - c. incentivizing on-schedule construction by linking payments for the bus facility to occupancy readiness or substantial completion of the facility; and
  - d. motivating the developer to deliver high-quality construction and building systems product by including maintenance of the building core and shell in the overall project agreement.
2. Transfers to the joint development partner the technical challenges of integrating the public bus facility and the private housing development and establishes the partner as the single point of responsibility for the Project.

In August 2020, the SFMTA issued a Request for Qualifications (RFQ), with responses received in November 2020, to design, build, finance, operate, and maintain the Project. The SFMTA will select a short list of up to three developers to participate in a Request for Proposals (RFP) to develop the Project, and select one developer to enter into the first Joint Development Services agreement, the Pre-Development Agreement, which will be used to negotiate the Project Agreement and the developer's Joint Development Services. The SFMTA will compensate the two proposers who are not selected for their work product, a standard practice for this type of project, where the RFP requires that the proposing teams invest considerable expense for an approximately five-month proposal preparation period. This compensation ensures that the SFMTA owns all work product created for the Project.

### **Public Outreach and Engagement**

The SFMTA is committed to an inclusive, transparent stakeholder engagement process in designing this important new project. The SFMTA believes that the community should help to shape many of the decisions that are needed to rebuild Potrero Yard. In 2018, the SFMTA made a public pledge to stakeholders to:

- Be transparent about the constraints of the project that will guide decision making
- Work to understand and address stakeholder concerns and priorities
- Balance stakeholder concerns and priorities while also meeting the project's core transit objectives

To staff this work, the SFMTA has been augmenting project management staff (Project Manager 1 and Manager with a 1312 Public Information Officer for the last 18 months and has also invested significantly in a consultant contract to support the work. Ongoing public outreach and engagement consultant expenses exceed \$350,000 per year, and the SFMTA believes this is an appropriate and proportionate cost to the size of the Potrero Yard project and the significant outreach needs required in this neighborhood. The SFMTA is completing the hiring process for a 5408 Coordinator of Citizen Involvement to support this project as well as the SFMTA's larger Building Progress facility capital program. Since the inception of the Potrero project in 2017, the SFMTA has conducted several outreach and engagement events. Some are listed here:

- Six major community events since the end of 2017
  - Dec 2017 – introduction to Building Progress initiative, SFMTA facilities needs
  - Dec 2018 – height, urban design, community amenities at Potrero
  - Feb 2019 – housing, affordable housing, transportation considerations
  - Aug 2019 – tours of Potrero, discussion of the bus component of the project

- Oct 2019 – draft project concept: unit count, height, affordability target, bus capacity
- Jun 2020 – virtual community “check in” on the project procurement process
- 17 neighborhood working group meetings since Oct 2018
- Numerous presentations before neighborhood organizations (United to Save the Mission, Potrero Boosters, Dogpatch Neighborhood Association, Kansas Street SAFE)
- Numerous one-on-ones with stakeholders, neighbors, community orgs
- Tabling at community events (e.g. Fiesta de las Americas, SF Carnaval 2020 Salud es Poder event)
- On-going digital engagement
- On-going open door policy with project management teams

### **Planning Phase Scope of Work**

The portion of the Planning phase proposed for Prop K funds extends from November 2020 through December 2021. A critical period in the end of the Planning phase, there are several project milestones included in this term, including:

- Ongoing public engagement related to developer procurement, concept proposals, and environmental review. These events will take place in both virtual and in-person formats, as possible given COVID-19 (November 2020 to December 2021). Public engagement efforts during the planning phase will also include on-going monthly Working Group meetings.
- Ongoing in-reach to SFMTA staff to ensure that their input is reflected in the developer Request for Proposals (RFP), that their concerns are heard, and that they are apprised of progress and schedule milestones.
- Drafting and release of the developer Request for Proposals including technical addenda such as Urban Design Guidelines and final Design Criteria (March 2021)
- Release of the Administrative Draft EIR (April 2021)
- Analysis and scoring of proposals received in response to the RFP. The review process will include the involvement of a scoring panel as well as a technical review panel comprised of experts in subjects such as transit facility design and infrastructure finance/economics (August 2021)
- Announcement of the Preferred Bidder and formal authorization of the Bidder selection by the SFMTA Board (October 2021)
- Execution of the Pre-Development Agreement (PDA) which will outline the terms, schedule, and milestones for the design and financing phase of the project (December 2021)
- Preparation of Response to Comments and Planning Department design and entitlement review (August 2021 – December 2021)

The Planning phase will close with the execution of the Project Agreement, anticipated in March 2023, and the project will proceed into the Design phase. To accommodate these many milestones, the scope of this request is divided into tasks as presented below.

### **Enhanced Oversight**

In addition to the planning and environmental tasks described below, the request will fund enhanced oversight by the Transportation Authority through execution of the Project Agreement. This is in recognition of the scale and impact of this project, as well as the project delivery method which SFMTA has not used before.

#### **Task 1: Project Management**

SFMTA Staff: Project Manager 1, Manager IV, Transportation Planner III, Transportation Planner II Public Works Staff: Project Manager 3, Project Manager 1  
Contract Staff: Project Management Assistance/Stakeholder Feedback Integration

This task includes day-to-day project management in the planning phase of the Potrero project, including

contract administration, internal communications and collaborations, and project scope, schedule, and budget maintenance and tracking. The majority of the project management work will be undertaken by the SFMTA's Project Manager 1 and Manager IV, and Public Works' Project Manager III, with others in supporting roles.

### **Task 2: Stakeholder Outreach and Engagement**

SFMTA Staff: Project Manager 1, Manager IV, Transportation Planner II, Coordinator of Citizen Involvement, Public Information Officer

Public Works Staff: Project Manager 3, Project Manager 1

Contract Staff: Public Outreach and Engagement Consultant (Civic Edge), as-needed outreach consultant pool

This task includes continuation of the project's comprehensive outreach and engagement program. Outreach and engagement will be ongoing throughout the planning phase and the remainder of the project's implementation schedule. To date, outreach has been focused around the conceptual project and overall development principles. During the Prop K funding term, outreach will change materially to focus on the development partner team and the project design. To communicate this message and collect input and feedback from stakeholders, the SFMTA will employ various outreach and engagement tactics, including:

- Large-scale public community events (virtual or in-person, as appropriate)
- Continuation of the Potrero Yard Neighborhood Working Group
- Virtual engagement, including web, social media, television, and radio
- Continual innovation on new methods of stakeholder engagement to individually meet stakeholder appetites for project integration

Task 2 will be staffed by the SFMTA's Project Manager I, Coordinator of Citizen Involvement (to start October 2020), Public Information Officer, with support from the Manager IV and Planner II. The work is currently supported by Civic Edge Consulting, and the SFMTA will also utilize a diverse pool of qualified on-call consultants. This pool will allow the SFMTA to nimbly scope and select consultants for their unique expertise, which should result in excellent work products and cost efficiency for the SFMTA. Once the developer partner is selected, the SFMTA will work closely with the developer to design and implement this program, and funding of the program is envisioned to be borne by the developer. The SFMTA will maintain an oversight and content approval role.

### **Task 3: Project Delivery and Joint Development Advisory Services**

SFMTA Staff: Project Manager 1, Manager IV, Transportation Planner III

Public Works Staff: Project Manager 3, Project Manager 1

Contract Staff: Joint Development Advisor (ARUP)

The first phase of this task consists of completing the developer Request for Proposals (RFP) and managing the developer selection process. Specific subtasks include writing the RFP; completing technical addenda to the RFP such as the final Design Criteria and Urban Design Guidelines; forming a selection panel; responding to questions from proposers; and ensuring that the proposal review process is conducted objectively and efficiently. These responsibilities during the RFP process will be supplemented by the technical analyses of proposals described in Task 5 below. This phase will culminate in the selection of a Preferred Bidder.

The second phase of this task includes negotiation of the Pre-Development Agreement (PDA) with the selected developer. This second phase also includes regular communications with the LMD, responding to technical inquiries, and regular monitoring of project costs and schedule once the PDA is executed. This phase will complement the technical review tasks during the PDA phase described in Task 5.

Jointly with the SFMTA, Public Works entered into a contract with Arup in 2019 for joint development advisory services through the PDA phase. Prop K funds are proposed to be used for invoiced work on the

RFP and PDA phases from November 2020 to December 2021. Prop K funds would also be used for the SFMTA to purchase the design work products from the two unsuccessful respondents to the RFP. Because the RFP process will demand extensive design work, cost estimating, and financial modeling, this fee for services structure helps to incentivize high quality Proposal deliverable from the proposing teams. Task 3 work will be undertaken mostly by the SFMTA's Project Manager 1 and Manager IV, Public Works' Project Manager 3 and Project Manager 1, and Arup, with other SFMTA and Public Works staff in support roles.

#### **Task 4: Environmental Review**

SFMTA Staff: Project Manager 1, Manager IV, Transportation Planner III  
Contract Staff: SWCA Environmental Consultants

This task includes collaborating with SF Planning to complete environmental review of the project in accordance with the California Environmental Quality Act. The major milestone during the Prop K Planning phase term is the distribution of the Draft Environmental Impact Report (EIR), which will dovetail with the formal partnership with the development team. The SFMTA entered into a contract with SWCA in 2018 for the completion of the EIR, and the work is ongoing. Prop K funds are proposed to be used for invoiced work on the EIR from November 2020 to December 2021, culminating in the response to comments on the Draft EIR. This work is undertaken mostly by the SFMTA's Project Manager 1 and SWCA, with other SFMTA staff in support roles.

#### **Task 5: Economic and Transportation Facility Analysis and Design Peer Review**

SFMTA Staff: Project Manager 1, Manager IV, Transportation Planner III  
Contract Staff: Hatch, HDR

This first phase of this task consists of a detailed analysis of the design and financial proposals from the three shortlisted respondents to the RFP. A technical panel comprised of SFMTA and consultant subject matter experts will evaluate the proposals on the basis of a) conformance to the transit facility Design Criteria, b) quality of the transit facility design, c) soundness of their financial assumptions, and d) proposed availability payment structure for financing the transit facility. The technical panel will transmit a summary of their analysis to the RFP selection panel. Based on this technical analysis and other selection criteria, the selection panel will choose a Preferred Bidder with whom the SFMTA will enter exclusive negotiations.

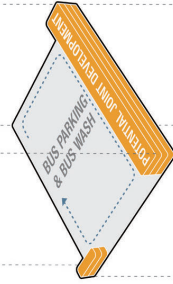
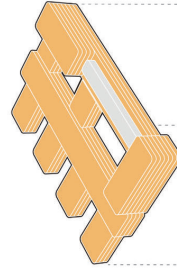
The second phase of this task will commence upon execution of the PDA between the SFMTA and the developer. The developer will be responsible for advancing the design of the project to a 50% level of completion, at which point the design will be competitively bid to interested design-build teams. During this second phase, leading up to the 50% drawing set, there will be on-going analysis of the evolving project design and financial model. SFMTA and consultant staff will continually verify that the facility design is consistent with the SFMTA's Design Criteria. Staff will also ensure that the updated financial model is based on sound assumptions and is consistent with the SFMTA's financial parameters for the project.

The major milestones during the Prop K Planning phase term for this task are 1) selection of the Preferred Bidder and 2) completion of the 50% drawing set and corresponding updated financial model. Prop K funds are proposed to be used for invoiced work on the Economic and Transportation Facility Analysis from November 2020 to December 2021, culminating in the completion of the 50% drawing set and financial model. This work is undertaken mostly by the SFMTA's Manager IV, Public Works' Project Manager III, and consultants from HDR and Hatch, as well as the SFMTA's on-call structural and other engineering support, with other SFMTA and Public Works staff in support roles.

# Building Progress Program: Potrero Yard Modernization Project



Fall 2020



75' tall bus facility, entire project up to 150' in height

## Building a Modern Transit Facility

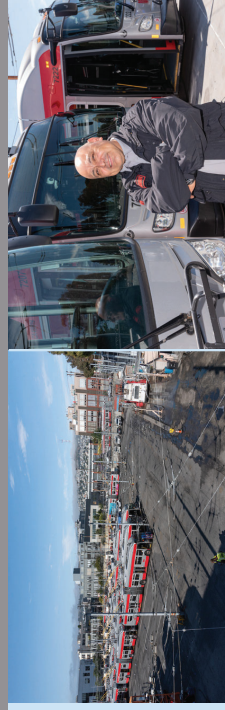
To keep buses running and serving our customers we must modernize Potrero Yard. The facility is 105 years old and requires a complete update. A new Potrero Yard will address the following critical needs:

- Rebuild, expand, and modernize Potrero Yard by 2026
- Provide infrastructure for battery electric buses
- Improve safety and working conditions for the SFMTA workforce
- Consolidate functions for efficiencies (Bus Operator and Street Operations training)



*This long overdue project will bring our operations and maintenance into the 21st century. We have the opportunity to build San Francisco's first mixed-use transit facility and I'm excited to know that some of the residential units could house our employees.*

- Michael Henry, Potrero Yard Maintenance Superintendent



## Bus Project Estimate: \$500 million

This significant investment requires creative budget planning. We are seeking a development partner to design, build, finance, and maintain the new building to ensure on-time/on-budget delivery, high-quality construction, and on-going maintenance of the joint development building components.

The Potrero Yard project development process demonstrates the SFMTA's commitment to:

- A responsible public investment
- Inclusive and transparent community participation
- A joint development that is financially feasible

### PROJECT TIMELINE (2020 to 2021)



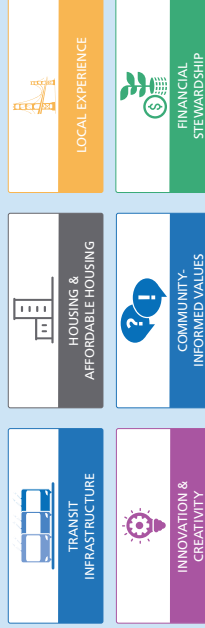
## Innovative Project Delivery

The project requires enabling legislation approval by the Board of Supervisors (BOS) because the current Administrative Code prescribes traditional methods to deliver public projects that are fully designed and funded rather than through a joint-development approach.

A successful joint development partnership requires early engagement with a developer to progress stepwise so project risks are defined and managed early on by the correct party. The project enabling ordinance fills gaps in the Administrative Code and exempts the project from procurement requirements that do not fit procedurally. To receive a successful competitive developer selection process, the developers must have confidence that they can invest resources at risk to create a competitive proposal that delivers the project's goals. Other key provisions of the legislation include:

- Allowing the SFMTA to make a "best value" selection that assesses quality, cost, and delivery of affordable housing
- Obligating the project to essential City policies like local hire, prevailing wage, and an LBE program
- Providing a stipend to unsuccessful bidders
- Incorporating an opportunity for the Board of Supervisors to review the Project Agreement term sheet

### Key Needs for the Joint Development Partner



## Proposition K Funds

The SFMTA will seek Prop K funds from the SFCTA to support ongoing planning work through December 2021. This funding request supports:

- Ongoing CEQA analysis
- The SFMTA's technical review of the bus yard design
- Continuation of the project's robust stakeholder engagement program
- Professional joint development advisory services

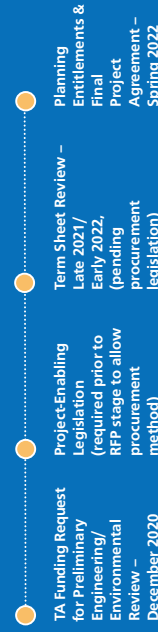
## Fall 2020 Legislation Summary

The project-enabling ordinance (BOS) and Proposition K funding request (SFCTA) keep the project moving forward. The legislation also commits the SFMTA to bringing deal terms to the BOS for its review and approval. Further, it's essential to enable the joint development that delivers the Bus Yard and housing, including much-needed affordable housing.

The project team is available to brief all Supervisors and staff on the project details at any requested interval. The project team is also committed to transparent and meaningful engagement with the community every step of the way.

**Potrero Yard is an ambitious, innovative, and essential project for the SFMTA, the City, and all who live, work, and visit San Francisco.**

### BOS & SFCTA Milestones



## Housing Opportunity

This City project is a once-in-a-lifetime opportunity to leverage the construction at the site to contribute to the City's housing goals. Together with Planning, OEWD, MOHCD, and Public Works, the project team arrived at a concept to provide housing above Potrero Yard. Extensive Potrero Yard Neighborhood Working Group and community input has resulted in support for:

- 525–575 rental housing units
- Partnering with MOHCD to maximize affordable units
- 50% threshold for affordable units with a goal to increase, even up to 100%
- Challenging developers to increase affordable units by identifying outside funds

## Community Needs & Concerns

The SFMTA is working with community stakeholders to refine the project's scope and address their needs and concerns. Activities include:

- Continuing in-depth stakeholder engagement, along with the Potrero Yard Neighborhood Working Group
- Producing a Racial Equity Assessment to understand and address inequitable unintended consequences from the project
- Developing a Public Benefits Principles document as part of the RFP, in partnership with the Potrero Yard Working Group

# Potrero Division

Existing Site

# 48

## Legend



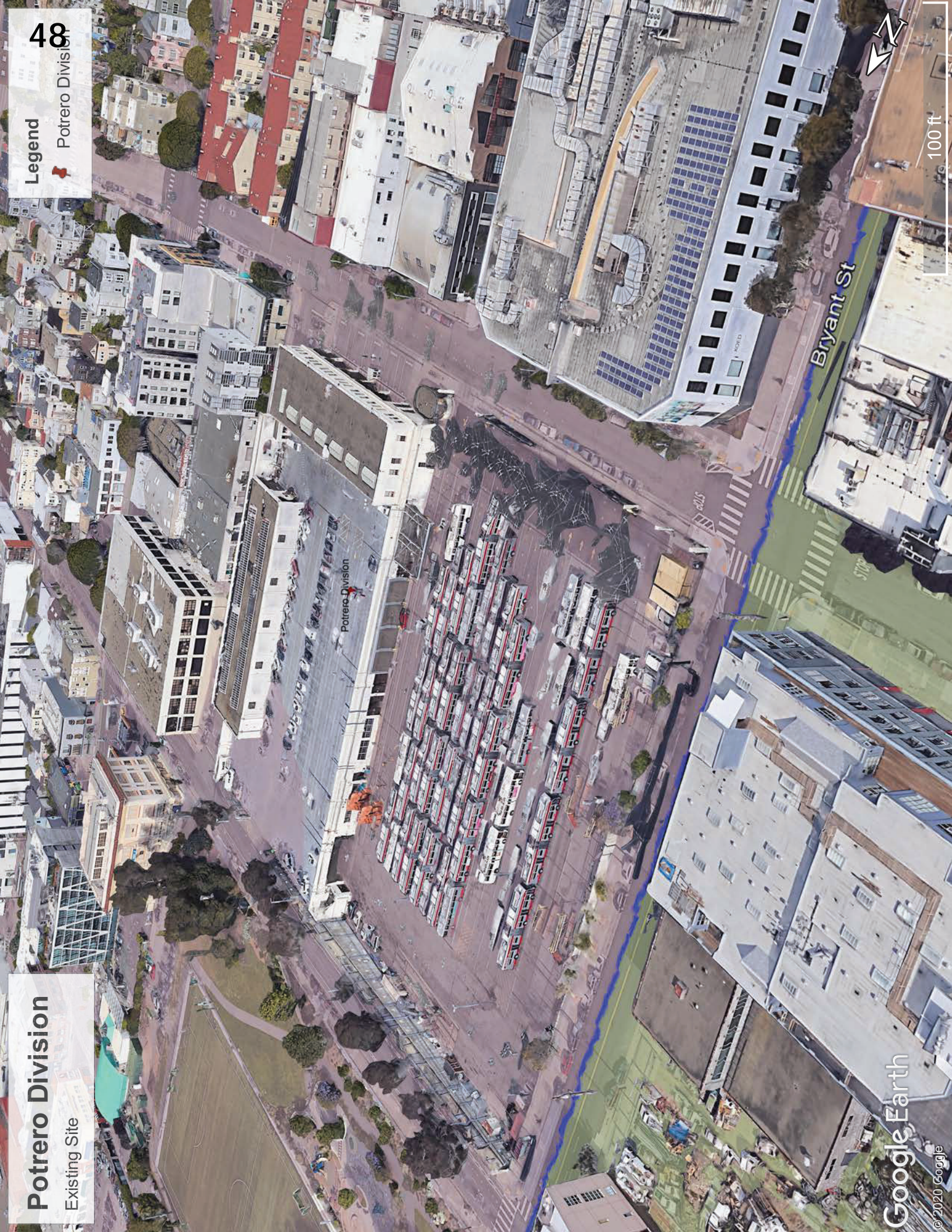
Potrero Division

100 ft



Bryant St

Potrero Division





# San Francisco County Transportation Authority

## Prop K/Prop AA Allocation Request Form

<b>FY of Allocation Action:</b>	FY2020/21
<b>Project Name:</b>	Potrero Yard Modernization
<b>Grant Recipient:</b>	San Francisco Municipal Transportation Agency

### ENVIRONMENTAL CLEARANCE

<b>Environmental Type:</b>	EIR/EIS
----------------------------	---------

### PROJECT DELIVERY MILESTONES

Phase	Start		End	
	Quarter	Calendar Year	Quarter	Calendar Year
Planning/Conceptual Engineering (PLAN)	Oct-Nov-Dec	2019	Oct-Nov-Dec	2021
Environmental Studies (PA&ED)	Oct-Nov-Dec	2019	Apr-May-Jun	2022
Right of Way				
Design Engineering (PS&E)	Jul-Aug-Sep	2021	Apr-May-Jun	2022
Advertise Construction	Jul-Aug-Sep	2022		
Start Construction (e.g. Award Contract)	Apr-May-Jun	2023		
Operations (OP)				
Open for Use			Jul-Aug-Sep	2026
Project Completion (means last eligible expenditure)			Oct-Nov-Dec	2026

### SCHEDULE DETAILS

See schedule attachment.

Environmental review note: The subject scope of work will advance the environmental review process through responses to comments on the Draft EIR.

**Potrero Yard Modernization  
Project Procurement/ Environmental Review  
Detailed Schedule**

<b>Task</b>	<b>Scope of Work</b>	<b>Start Date</b>	<b>End Date</b>
Task 1	Project Management		
	RFP Drafting	10/1/2020	3/1/2021
	Publication of the RFP	3/15/2021	
Task 2	Stakeholder Engagement		
	Ongoing Engagement online, social media, print		ongoing
	Ongoing Potrero Yard Working Group monthly meetings		monthly
	Large online event #1 (RFP release)	12/15/2020	1/5/2021
	Large online/in-person event #2 (DEIR release)	4/1/2021	4/20/2021
	Large online/in-person event #3 (Proposal acceptance)	9/1/2021	9/15/2021
	Large online/in-person event #3 (PDA completion)	12/1/2021	12/31/2021
Task 3	Project Procurement		
	Proposer Meeting and Review Round 1 (Addendum 1)		4/12/2021
	Proposer Meeting and Review Round 2 (Addendum 2)		5/25/2021
	Proposer Meeting and Review Round 3		6/19/2021
	Concept Design Submission		6/30/2021
	Final Addendum (if applicable)		7/7/2021
	Alternative Technical Concept Acceptance (if applicable)		7/14/2021
	Receipt of proposals from shortlisted respondents		8/25/2021
	Selection of Preferred Bidder		10/20/2021
	PDA Execution		12/20/2021
	Schematic Design Completion (end of Planning phase)		2/31/2022
Task 4	Environmental Review		
	DEIR public circulation		4/1/2021
	DEIR public comment period	4/1/2021	5/15/2021
	Response to DEIR comments		10/1/2021
Task 5	Economic and Transportation Facility Analysis		
	Technical Panel Proposal Analysis	4/12/2021	6/14/2021
	Schematic Design Review Process	8/25/2021	12/31/2021
	Structural and Geotechnical Engineering Peer Review Process	8/25/2021	12/31/2021

## San Francisco County Transportation Authority Prop K/Prop AA Allocation Request Form

<b>FY of Allocation Action:</b>	FY2020/21
<b>Project Name:</b>	Potrero Yard Modernization
<b>Grant Recipient:</b>	San Francisco Municipal Transportation Agency

### FUNDING PLAN - FOR CURRENT REQUEST

Fund Source	Planned	Programmed	Allocated	Project Total
PROP K: Facilities - MUNI	\$0	\$1,075,000	\$0	\$1,075,000
PROP K: Facilities - Undesignated	\$0	\$4,848,403	\$0	\$4,848,403
SFMTA OPERATING - FACILITY	\$0	\$977,591	\$4,659,372	\$5,636,963
<b>Phases in Current Request Total:</b>	<b>\$0</b>	<b>\$6,900,994</b>	<b>\$4,659,372</b>	<b>\$11,560,366</b>

### FUNDING PLAN - ENTIRE PROJECT (ALL PHASES)

Fund Source	Planned	Programmed	Allocated	Project Total
PROP K	\$0	\$5,923,403	\$0	\$5,923,403
TSF TRANSIT	\$0	\$3,129,088	\$0	\$3,129,088
TSF MAINTENANCE	\$0	\$460,000	\$0	\$460,000
TBD (SFMTA FACILITY OPS, PROP B, TSF, SB1)	\$425,168,764	\$0	\$0	\$425,168,764
SFMTA OPERATING - FACILITY	\$0	\$977,591	\$4,659,372	\$5,636,963
SB1 - FY24, FY25 (STA-SGR REVENUE BASED)	\$0	\$9,499,192	\$0	\$9,499,192
RM3 FACILITY	\$8,555,052	\$0	\$0	\$8,555,052
PROP B	\$0	\$6,533,072	\$0	\$6,533,072
<b>Funding Plan for Entire Project Total:</b>	<b>\$433,723,816</b>	<b>\$26,522,346</b>	<b>\$4,659,372</b>	<b>\$464,905,534</b>

## COST SUMMARY

Phase	Total Cost	Prop K - Current Request	Source of Cost Estimate
Planning/Conceptual Engineering (PLAN)	\$10,069,566	\$5,410,194	Planning phase consultant scopes (contracts are in place), and staff time estimate
Environmental Studies (PA&ED)	\$1,490,800	\$513,209	Executed EIR consultant contract
Right of Way	\$0	\$0	
Design Engineering (PS&E)	\$9,147,891	\$0	Staff-generated labor estimate and consultant support estimates to bring us to PDA phase. At PDA phase, developer will assume design costs.
Construction (CON)	\$444,197,277	\$0	2019 Cost estimate from ARUP advisors and M. Lee Cost Estimators
Operations (OP)	\$0	\$0	
<b>Total:</b>	\$464,905,534	\$5,923,403	

<b>% Complete of Design:</b>	0.0%
<b>As of Date:</b>	09/25/2020
<b>Expected Useful Life:</b>	100 Years

# San Francisco County Transportation Authority Prop K/Prop AA Allocation Request Form

## MAJOR LINE ITEM BUDGET - Potrero Yard Modernization - Planning and Environmental

BUDGET SUMMARY						
Agency	Task 1 - Project Management	Task 2 - Stakeholder Outreach and Engagement	Task 3 - Project Procurement and Joint Development Advisory Services	Task 4 - Environmental Review	Task 5 - Economic and Transportation Facility Analysis	Total
SFMTA	\$ 1,480,148	\$ 566,865	\$ 472,388	\$ 314,925	\$ 314,925	\$ 3,149,250
SF Public Works	\$ 696,226	\$ -	\$ 464,151	\$ -	\$ -	\$ 1,160,376
Professional Services Consultants	\$ 247,500	\$ 918,298	\$ 2,204,211	\$ 1,155,875	\$ 1,434,112	\$ 5,959,995
Professional Services Reimbursement	\$ -	\$ -	\$ 1,000,000	\$ -	\$ -	\$ 1,000,000
Other Direct Costs *	\$ -	\$ 120,744	\$ -	\$ 20,000	\$ -	\$ 140,744
SFCTA Enhanced Oversight (Prop K funded)	\$ 150,000	\$ -	\$ -	\$ -	\$ -	\$ 150,000
<b>Total</b>	<b>\$ 2,573,874</b>	<b>\$ 1,605,907</b>	<b>\$ 4,140,749</b>	<b>\$ 1,490,800</b>	<b>\$ 1,749,037</b>	<b>\$ 11,560,366</b>

\* Direct Costs include printed collateral, mailing, and facility rental/tabling fees.

PART 0 01/01/2019-11/15/2020						
Agency	Task 1 - Project Management	Task 2 - Stakeholder Outreach and Engagement	Task 3 - Project Procurement and Joint Development Advisory Services	Task 4 - Environmental Review	Task 5 - Economic and Transportation Facility Analysis	Total
SFMTA	\$ 592,059	\$ 198,403	\$ 212,574	\$ 141,716	\$ 141,716	\$ 1,286,469
SF Public Works	\$ 313,302	\$ -	\$ 208,868	\$ -	\$ -	\$ 522,169
Professional Services Consultants	\$ 157,500	\$ 620,503	\$ 1,184,211	\$ 835,875	\$ 1,030,237	\$ 3,828,325
Professional Services Reimbursement	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Other Direct Costs *	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
<b>Total Part 0</b>	<b>\$ 1,062,861</b>	<b>\$ 818,906</b>	<b>\$ 1,605,653</b>	<b>\$ 977,591</b>	<b>\$ 1,171,963</b>	<b>\$ 5,636,963</b>
PART 1 11/15/2020-2/28/2021						
SFMTA	\$ 444,044	\$ 226,746	\$ 165,336	\$ 110,224	\$ 47,239	\$ 993,589
SF Public Works	\$ 174,056	\$ -	\$ 162,453	\$ -	\$ -	\$ 336,509
Professional Services Consultants	\$ 45,000	\$ 119,118	\$ 612,000	\$ 192,000	\$ 80,775	\$ 1,048,893
Professional Services Reimbursement	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Other Direct Costs *	\$ -	\$ 48,298	\$ -	\$ -	\$ -	\$ 48,298
<b>Total Part 1 (Prop K funded)</b>	<b>\$ 663,101</b>	<b>\$ 394,162</b>	<b>\$ 939,788</b>	<b>\$ 302,224</b>	<b>\$ 128,014</b>	<b>\$ 2,427,288</b>
PART 2 03/01/2021-12/31/2021						
SFMTA	\$ 444,044	\$ 141,716	\$ 94,478	\$ 62,985	\$ 125,970	\$ 869,193
SF Public Works	\$ 208,868	\$ -	\$ 92,830	\$ -	\$ -	\$ 301,698
Professional Services Consultants	\$ 45,000	\$ 178,677	\$ 408,000	\$ 128,000	\$ 323,100	\$ 1,082,777
Professional Services Reimbursement	\$ -	\$ -	\$ 1,000,000	\$ -	\$ -	\$ 1,000,000
Other Direct Costs *	\$ -	\$ 72,446	\$ -	\$ 20,000	\$ -	\$ 92,446
<b>Total Part 2 (Prop K funded)</b>	<b>\$ 697,912</b>	<b>\$ 392,840</b>	<b>\$ 1,595,308</b>	<b>\$ 210,985</b>	<b>\$ 449,070</b>	<b>\$ 3,346,115</b>
<b>Grand Total Parts 0 - 2</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ 11,410,366</b>

**San Francisco County Transportation Authority  
Prop K/Prop AA Allocation Request Form**

<b>Consultant Scope (Phases 1 &amp; 2)</b>	<b>Professional Expertise</b>	<b>Task</b>	<b>Hourly Rate</b>	<b>Total Hours</b>	<b>Total</b>
Project Management Support	Land Use Planning, Facilities Planning	1	125	600	\$ 75,000
Property Appraisal	Real Estate Appraiser	1	188	80	\$ 15,000
Public Outreach Consultant	Public Outreach and Engagement	2	165	605	\$ 99,835
As-Needed Outreach Pool Task Orders	Public Outreach and Engagement	2	165	1200	\$ 197,960
Joint Development Advisor	Real Estate Development Partnerships	3	395	2204	\$ 870,000
RFP Proposals Technical Review	Civil/Structural Engineers	3	200	750	\$ 150,000
Potrero Yard EIR	Environmental Review	4	200	1600	\$ 320,000
Economic Market Sounding	Real Estate Economists	5	262	244	\$ 63,996
Engineering Peer Review	Civil/Structural Engineers	5	250	1000	\$ 250,000
Transit Facility Proposal Review	Public Transit Facility Consulting	5	216	416	\$ 89,879
<b>Total</b>				<b>8,699</b>	<b>\$ 2,131,670</b>

<b>Consultant Scope (Phase 0)</b>	<b>Professional Expertise</b>	<b>Task</b>	<b>Hourly Rate</b>	<b>Total Hours</b>	<b>Total</b>
Project Management Support	Land Use Planning, Facilities Planning	1	150	1050	\$ 157,500
Public Outreach Consultant	Public Outreach and Engagement	2	165	2360	\$ 389,438
As-Needed Outreach Pool Task Orders	Public Outreach and Engagement	2	185	1249	\$ 231,065
Joint Development Advisor	Real Estate Development Partnerships	3	395	3000	\$ 1,184,211
Potrero Yard EIR	Environmental Review	4	225	3715	\$ 835,875
Economic Market Sounding	Real Estate Economists	5	262	742	\$ 194,612
Development Scenario Building	Urban Designers	5	255	875	\$ 223,125
Transit Facility Consulting	Public Transit Facility Consulting	5	250	2450	\$ 612,500
<b>Total</b>				<b>15,441</b>	<b>\$ 3,828,325</b>

<b>SFCTA</b>	<b>Hours</b>	<b>Base Hourly Rate</b>	<b>Overhead Multiplier</b>	<b>Fully Burdened Hourly Cost</b>	<b>FTE</b>	<b>Total</b>
Rail Program Manager	353	\$ 108.17	\$ 2.62	\$ 283.41	0.17	\$ 100,000
Consultant						\$ 50,000

# San Francisco County Transportation Authority

## Prop K/Prop AA Allocation Request Form

<b>FY of Allocation Action:</b>	FY2020/21
<b>Project Name:</b>	Potrero Yard Modernization
<b>Grant Recipient:</b>	San Francisco Municipal Transportation Agency

### SFCTA RECOMMENDATION

Resolution Number:		Resolution Date:	
Total Prop K Requested:	\$5,923,403	Total Prop AA Requested:	\$0
Total Prop K Recommended:	\$5,923,403	Total Prop AA Recommended:	\$0

SGA Project Number:		Name:	Potrero Yard Modernization - Professional Services Reimbursement (20M)
Sponsor:	San Francisco Municipal Transportation Agency	Expiration Date:	06/30/2022
Phase:	Planning/Conceptual Engineering	Fundshare:	100.0

#### Cash Flow Distribution Schedule by Fiscal Year

Fund Source	FY 2020/21	FY 2021/22	FY 2022/23	FY 2023/24	FY 2024/25	Total
PROP K EP-120M	\$0	\$1,000,000	\$0	\$0	\$0	\$1,000,000

#### Deliverables

- At least 2 weeks prior to publication of the Draft Developer Request for Proposals (RFP) (anticipated January 2021), provide a copy of the document for Transportation Authority staff review and comment. The Transportation Authority acknowledges that the Draft RFP will be a confidential document. Circulation will be limited to the lead Project Management and Oversight staff person, subject to an SFMTA confidentiality agreement, and will not be released to the Preferred Bidder Selection Panel or anyone else outside the project team. [This deliverable is complete as of 1/12/2021]
- Upon receipt of the design and financial proposals from the three shortlisted respondents to the RFP (anticipated August 2021), provide summaries and renderings of the proposals.
- Upon selection of the Preferred Bidder (anticipated October 2021), SFMTA will present to the Transportation Authority CAC and Board a report on the work accomplished and status of the overall project.

#### Special Conditions

- Release of the funds (\$1,000,000) is conditioned on Board of Supervisors approval of legislation waiving certain procurement and contracting requirements in Chapters 6, 14B, and 21 of the Administrative Code to authorize the SFMTA to implement the project utilizing a joint development delivery method (anticipated by March 1, 2021).
- The recommended allocation is an "up to" amount. SFCTA will reimburse only up to the amount required for this purpose and SFMTA shall deobligate any funds not required for reimbursement of unsuccessful bidders.
- In recognition of the scale and impact of this project, as well as the Joint Development project delivery method which SFMTA has not used before, SFCTA will perform an enhanced level of oversight on this project. SFCTA Project Management and Oversight staff shall be invited to all critical meetings, including regular project development meetings, SFMTA Board meetings, etc. and be provided project management activity reports. SFMTA will participate in regular project progress updates to the SFCTA Board and CAC.

SGA Project Number:		Name:	Potrero Yard Modernization - Part 1 Planning (20U)
Sponsor:	San Francisco Municipal Transportation Agency	Expiration Date:	06/30/2022
Phase:	Planning/Conceptual Engineering	Fundshare:	50.9

**Cash Flow Distribution Schedule by Fiscal Year**

Fund Source	FY 2020/21	FY 2021/22	FY 2022/23	FY 2023/24	FY 2024/25	Total
PROP K EP-120U	\$2,125,065	\$0	\$0	\$0	\$0	\$2,125,065

**Deliverables**

1. By January 2021 SFMTA shall provide a risk analysis of the overall project and its potential impacts on transit operations, including the joint development project delivery approach, as well as cost and feasibility analyses. [This deliverable was fulfilled as of 12/8/2020.]

2. Quarterly progress reports shall include % complete of the planning phase; % complete by task; work performed in the prior quarter including a summary of outreach performed, feedback received and SFMTA's response to feedback; work anticipated to be performed in the upcoming quarter; and any issues that may impact schedule, in addition to all other requirements described in the Standard Grant Agreement.

**Special Conditions**

1. Recommendation is conditioned on Board approval of a waiver of the Prop K Strategic Plan policy that costs incurred prior to the date of execution of a grant agreement shall be ineligible for reimbursement, allowing reimbursement of costs incurred since November 17, 2020.

2. In recognition of the scale and impact of this project, as well as the Joint Development project delivery method which SFMTA has not used before, SFCTA will perform an enhanced level of oversight on this project. SFCTA Project Management and Oversight staff shall be invited to all critical meetings, including regular project development meetings, SFMTA Board meetings, etc. and be provided project management activity reports. SFMTA will participate in regular project progress updates to the SFCTA Board and CAC.



SGA Project Number:		Name:	Potrero Yard Modernization - Part 1 Environmental (20U)
Sponsor:	San Francisco Municipal Transportation Agency	Expiration Date:	12/31/2022
Phase:	Environmental Studies	Fundshare:	50.9

**Cash Flow Distribution Schedule by Fiscal Year**

Fund Source	FY 2020/21	FY 2021/22	FY 2022/23	FY 2023/24	FY 2024/25	Total
PROP K EP-120U	\$302,224	\$0	\$0	\$0	\$0	\$302,224

**Deliverables**

1. Quarterly progress reports shall include % complete of the environmental phase; % complete by task; work performed in the prior quarter including a summary of outreach performed, feedback received and SFMTA's response to feedback; work anticipated to be performed in the upcoming quarter; and any issues that may impact schedule, in addition to all other requirements described in the Standard Grant Agreement.

2. Upon circulation of the Draft Environmental Impact Report (DEIR) for public comment (anticipated April 2021), provide an electronic copy of the document or a link to the SF Planning Environmental Review website for download of the document.

3. Upon completion of the response to comments on the DEIR (anticipated October 2021), provide an electronic copy of the document or a link to the SF Planning Environmental Review website for download of the document.

**Special Conditions**

1. Recommendation is conditioned on Board approval of a waiver of the Prop K Strategic Plan policy that costs incurred prior to the date of execution of a grant agreement shall be ineligible for reimbursement, allowing reimbursement of costs incurred since November 17, 2020.

SGA Project Number:		Name:	Potrero Yard Modernization - Part 2 Planning (20U)
Sponsor:	San Francisco Municipal Transportation Agency	Expiration Date:	06/30/2022
Phase:	Planning/Conceptual Engineering	Fundshare:	50.9

**Cash Flow Distribution Schedule by Fiscal Year**

Fund Source	FY 2020/21	FY 2021/22	FY 2022/23	FY 2023/24	FY 2024/25	Total
PROP K EP-120U	\$533,782	\$1,601,347	\$0	\$0	\$0	\$2,135,129

**Deliverables**

1. See Deliverable 2 for Potrero Yard Modernization - Phase 1 Planning

**Special Conditions**

1. Release of the funds (\$2,135,129) is conditioned on Board of Supervisors approval of legislation waiving certain procurement and contracting requirements in Chapters 6, 14B, and 21 of the Administrative Code to authorize the SFMTA to implement the project utilizing a joint development delivery method (anticipated by March 1, 2021).

2. See Special Condition 2 for Potrero Yard Modernization - Part 1 Planning

SGA Project Number:		Name:	Potrero Yard Modernization - Part 2 Environmental (20U)
Sponsor:	San Francisco Municipal Transportation Agency	Expiration Date:	12/31/2022
Phase:	Environmental Studies	Fundshare:	50.9

**Cash Flow Distribution Schedule by Fiscal Year**

Fund Source	FY 2020/21	FY 2021/22	FY 2022/23	FY 2023/24	FY 2024/25	Total
PROP K EP-120U	\$52,746	\$158,239	\$0	\$0	\$0	\$210,985

**Deliverables**

1. See Deliverable 1 for Potrero Yard Modernization - Part 1 Environmental
2. See Deliverable 2 for Potrero Yard Modernization - Part 1 Environmental
3. See Deliverable 3 for Potrero Yard Modernization - Part 1 Environmental

**Special Conditions**

1. SFMTA may not expend these funds prior to Board of Supervisors approval of legislation waiving certain procurement and contracting requirements in Chapters 6, 14B, and 21 of the Administrative Code to authorize the SFMTA to implement the project utilizing a joint development delivery method (anticipated by March 1, 2021).

SGA Project Number:		Name:	Potrero Yard Modernization - Enhanced Oversight (EP-20U)
Sponsor:	San Francisco County Transportation Authority	Expiration Date:	03/31/2023
Phase:	Planning/Conceptual Engineering	Fundshare:	51.22

**Cash Flow Distribution Schedule by Fiscal Year**

Fund Source	FY 2020/21	FY 2021/22	FY 2022/23	FY 2023/24	FY 2024/25	Total
PROP K EP-120U	\$60,000	\$15,000	\$0	\$0	\$0	\$75,000

**Deliverables**

1. Quarterly progress reports shall include % complete of the planning phase; % complete by task; work performed in the prior quarter including a summary of comments and analyses provided to SFMTA; work anticipated to be performed in the upcoming quarter; and any identified issues that may impact the project schedule.
2. SFCTA will provide comments to the SFMTA project team on the Draft Developer Request for Proposals (RFP) (anticipated January 2021) prior to publication. The Transportation Authority acknowledges that the Draft RFP will be a confidential document, and it will not be released to the Preferred Bidder Selection Panel or anyone else outside the project team.
3. SFCTA will provide comments on the design and financial proposals from the three shortlisted respondents to the RFP (anticipated June 2021) to the SFMTA project team.
4. SFCTA will provide comments on the Pre-Development Agreement (PDA) (anticipated December 2021) to the SFMTA project team.

**Notes**

1. Funding for enhanced oversight by the Transportation Authority through execution of the Project Agreement, anticipated in March 2023.

SGA Project Number:		Name:	Potrero Yard Modernization - Enhanced Oversight (EP-20M)
Sponsor:	San Francisco County Transportation Authority	Expiration Date:	12/31/2022
Phase:	Planning/Conceptual Engineering	Fundshare:	51.22

**Cash Flow Distribution Schedule by Fiscal Year**

Fund Source	FY 2020/21	FY 2021/22	FY 2022/23	FY 2023/24	FY 2024/25	Total
PROP K EP-120M	\$0	\$45,000	\$30,000	\$0	\$0	\$75,000

**Deliverables**

1. See Deliverable #1 for Potrero Yard Modernization - Enhanced Oversight (EP-20U)
2. See Deliverable #2 for Potrero Yard Modernization - Enhanced Oversight (EP-20U)
3. See Deliverable #3 for Potrero Yard Modernization - Enhanced Oversight (EP-20U)
4. See Deliverable #4 for Potrero Yard Modernization - Enhanced Oversight (EP-20U)

**Special Conditions**

1. The recommended allocation is contingent upon amendment of the Facilities-Muni 5YPP to program \$75,000 in cumulative remaining programming capacity for enhanced oversight by the Transportation Authority of the planning phase through execution of the Project Agreement. See attached 5YPP amendment for details.

Metric	Prop K	Prop AA
<b>Actual Leveraging - Current Request</b>	48.76%	No Prop AA
<b>Actual Leveraging - This Project</b>	98.73%	No Prop AA

## San Francisco County Transportation Authority Prop K/Prop AA Allocation Request Form

<b>FY of Allocation Action:</b>	FY2020/21
<b>Project Name:</b>	Potrero Yard Modernization
<b>Grant Recipient:</b>	San Francisco Municipal Transportation Agency

### EXPENDITURE PLAN INFORMATION

<b>Current Prop K Request:</b>	\$5,923,403
--------------------------------	-------------

1) The requested sales tax and/or vehicle registration fee revenues will be used to supplement and under no circumstance replace existing local revenues used for transportation purposes.

Initials of sponsor staff member verifying the above statement

MJ

### CONTACT INFORMATION

	Project Manager	Grants Manager
<b>Name:</b>	Licinia Iberri	Mary Jarjoura
<b>Title:</b>	Principal Administrative Analyst	Principal Administrative Analyst
<b>Phone:</b>	(415) 646-2715	(415) 646-2765
<b>Email:</b>	licinia.iberri@sfmta.com	mary.jarjoura@sfmta.com

**2019 Prop K 5-Year Project List (FY 2019/20 - FY 2023/24)  
Rehab/Upgrade Existing Facilities - Muni Category (EP 20M)  
Programming and Allocations to Date**

Pending February 23, 2021 Board

Agency	Project Name	Phase	Status	Fiscal Year				Total
				2019/20	2020/21	2021/22	2022/23	
<b>Carry Forward From 2014 5YPP</b>								
SFMTA	Potrero Yard Modernization	PLAN/CER, PA/ED	Pending		\$1,000,000			\$1,000,000
SFCTA	Potrero Modernization - Enhanced Oversight	PLAN/CER	Pending		\$75,000			\$75,000
SFMTA	Building Progress FIX - Placeholder	CON	Programmed	\$500,000				\$500,000
SFMTA	Muni Metro East Expansion	PS&E	Pending		\$1,899,677			\$1,899,677
SFMTA	Muni Metro East Expansion	CON	Programmed			\$2,800,000		\$2,800,000
SFMTA	New Castro Station Elevator	PS&E	Allocated	\$1,500,000				\$1,500,000
<b>Total Programmed in 2019 5YPP</b>				\$2,000,000	\$2,974,677	\$0	\$2,800,000	\$7,774,677
<b>Total Allocated and Pending</b>				\$1,500,000	\$2,974,677	\$0	\$0	\$4,474,677
<b>Total Unallocated</b>				\$500,000	\$0	\$0	\$2,800,000	\$3,300,000
<b>Total Programmed in 2019 Strategic Plan</b>				\$3,000,000	\$1,899,677	\$0	\$2,800,000	\$7,699,677
<b>Deobligated Funds</b>				\$372,877	\$1,416,435	\$0	\$0	\$1,789,312
<b>Cumulative Remaining Programming Capacity</b>				\$1,372,877	\$1,714,312	\$1,714,312	\$1,714,312	\$1,714,312
Pending Allocation / Appropriation								
Board Approved Allocation / Appropriation								

**FOOTNOTES:**

<sup>1</sup> 5YPP amendment to accommodate allocation of \$1,500,000 for New Castro Station Elevator (Resolution 20-020, 12/17/2019);  
Building Progress FIX - Placeholder: Delay \$127,000 in cash flow from FY 2019/20 to FY 2020/21.

New Castro Station Elevator: Change project phase from construction to design; Prop K amount and year of programming are unchanged and project is fully funded through

<sup>2</sup> 5YPP amendment to accommodate appropriation of \$75,000 for Potrero Yard Modernization - Enhanced Oversight (Resolution 21-0XX, xx/xx/xxxx):  
Cumulative Remaining Programming Capacity: Reduced from \$1,714,312 to \$1,639,312.

Potrero Yard Modernization - Enhanced Oversight: Added project with \$75,000 in planning funds in FY2020/21.

## Potrero Yard Modernization - Prop K Allocation Request Detailed Project Description

---

### A. PROJECT OVERVIEW

The project sponsor, the San Francisco Municipal Transportation Agency (SFMTA), proposes to replace the Potrero Trolley Coach Division Facility at 2500 Mariposa Street (Potrero Yard). The proposed project would accommodate the expansion of the SFMTA's transit vehicle fleet in a new replacement structure that would include space for bus parking and circulation (up to 213 buses); SFMTA maintenance, operation, and administrative uses; and joint development uses. The new, approximately 1,300,000 gross-square-foot structure would occupy the 4.4-acre site and rise to heights ranging from approximately 75 to 150 feet. The new structure would contain a three-level, approximately 75-foot-tall replacement transit facility plus a mix of commercial and residential uses in the remainder of the project as part of a joint development program between SFMTA and a private project co-sponsor. The joint development program would include a ground-floor commercial use and residential entry lobbies, with integrated residential and transit facility uses on the second through sixth floors of the three-level replacement transit facility. The majority of residential development would be atop the replacement transit facility on the 7th to 13th floors.

### B. PROJECT OBJECTIVES

The San Francisco Municipal Transportation Agency (SFMTA) seeks to achieve the following set of basic and additional objectives by undertaking the proposed project:

#### ***BASIC OBJECTIVES***

#### **MODERNIZED POTRERO YARD TRANSIT FACILITY**

- Rebuild, expand, and modernize the SFMTA's Potrero Bus Yard by 2026 to efficiently maintain and store a growing Muni bus fleet according to the SFMTA Fleet Plan and Facilities Framework schedule.
- Construct the first SFMTA transit facility with infrastructure for battery electric buses to facilitate Muni's transition to an all-electric fleet, in accordance with San Francisco and California policy.
- Construct a new public asset that is resilient to earthquakes and projected climate change effects and that provides a safe, secure environment for the SFMTA's employees and assets.
- Improve working conditions of the SFMTA's workforce of transit operators, mechanics, and front-line administrative staff through a new facility at Potrero Yard.

#### **SFMTA FACILITIES FRAMEWORK AND BUILDING PROGRESS PROGRAM**

- Achieve systemwide master plan priorities by consolidating two currently scattered transit support functions at Potrero Yard:

- Improve and streamline transit operator hiring by consolidating the SFMTA’s operator training function in a new, state-of-the-art facility.
- Support efficient Muni operations by consolidating the Street Operations division in a modern, convenient facility.

## **COMMUNITY INPUT**

- Implement inclusive and transparent stakeholder engagement in designing this project and completing the CEQA process.

## **RESPONSIBLE PUBLIC INVESTMENT**

- Create a development that is financially feasible, meaning that the public asset can be funded by public means.

## ***ADDITIONAL OBJECTIVES***

### **STREETSCAPE AND URBAN DESIGN**

- Enhance safety and reduce conflicts between transit, commercial vehicles, bicyclists, drivers, and pedestrians.
- Improve the architectural and urban design character of the project site by replacing the existing fences and blank walls with more active, transparent street walls, to the extent feasible.

### **MIXED USE DEVELOPMENT AND HOUSING**

- Maximize the reuse of this 4.4-acre site in a central, mixed-use neighborhood by creating a mixed-use development and providing dense, mixed-income housing, including below-market rate units.
- Increase the City’s supply of housing by contributing to the Mayor’s Public Lands for Housing goals, the *San Francisco General Plan* Housing Element goals, and the Association of Bay Area Governments’ Regional Housing Needs Allocation for San Francisco by optimizing the number of dwelling units, including affordable housing, particularly near transit.
- Support transit-oriented development and promote the use of public transportation through an innovative and comprehensive transportation demand management program.
- Ensure that joint development is able to fund its own construction and ongoing management without reliance on City subsidy other than what is originally assumed as part of the project budget.

### **SUSTAINABILITY**

- Demonstrate the City’s leadership in sustainable development by constructing an environmentally low-impact facility intended to increase the site’s resource efficiency.

## **C. PROJECT LOCATION AND SITE CHARACTERISTICS**

The project site is located in the northeast portion of San Francisco's Mission District near the South of Market and Potrero Hill neighborhoods (to the north and east, respectively). The Potrero Yard site is bounded by 17th Street to the north, Hampshire Street to the east, Mariposa Street to the south, and Bryant Street to the west and includes a trolley bus<sup>1</sup> storage yard and a maintenance and operations building. The project site is located across 17th Street from the approximately 4.4-acre Franklin Square and is approximately 0.25 mile west of U.S. Highway 101, approximately 0.5 mile east of the 16th and Mission Bay Area Rapid Transit District (BART) station, and approximately 0.5 mile north of San Francisco General Hospital.

The project site occupies the entirety of Assessor's Parcel 3971/001 and is owned by the City and County of San Francisco, through the SFMTA. The site is approximately 192,000 square feet (or 4.4 acres) and occupies the equivalent of roughly two typical city blocks (200 by 400 feet). The site is rectangular and measures approximately 480 feet along 17th and Mariposa streets and approximately 400 feet along Bryant and Hampshire streets. Potrero Yard includes a bus storage yard and a maintenance and operations building. The western half of the site, as well as the vacated York Street right-of-way, is occupied by the asphalt-paved bus storage yard, which includes a bus wash rack and running repair station along its northern and western edges, respectively. The eastern half of the site is occupied by the predominantly single-story maintenance and operations building, which includes a second-floor parking deck and a second story office level and maintenance bay along Mariposa and Hampshire streets, respectively.

The site slopes up toward the north and east (17th and Hampshire streets) and downhill toward the south and west (Mariposa and Bryant streets). The bus storage yard (or western portion of the site) has a gradual elevation change of approximately 6 feet due to a cut into the natural slope of the site. As a result, along the northern boundary of the site, the elevation of 17th Street is between approximately 14 and 22 feet higher than site grade with the high point at the corner of 17th and Hampshire streets. The elevation change along the other boundaries of the site is smaller or at the same grade as the bus storage yard.

---

<sup>1</sup> Trolley buses (or trolley coaches) along with buses (or motor coaches) are part of the SFMTA's rubber-tired bus fleet. These vehicles are different from other buses based on the propulsion system. That is, trolley buses are all-electric vehicles that operate on overhead wires, while buses are outfitted with either diesel or hybrid motors that operate with renewable fuels. San Francisco Municipal Transportation Agency (SFMTA), SFMTA Bus Fleet Management Plan 2017-2030, March 2017, pp. 12-14. This document and all other documents cited herein, unless otherwise noted, are available for review at the San Francisco Planning Department, 49 South Van Ness Avenue, Suite 1400, as part of Case No. 2019-021884ENV.



## EXISTING OPERATIONS

Potrero Yard operates 24 hours per day, 7 days a week, providing overnight bus storage and a location for street operations and bus maintenance activities. Potrero Yard has a design capacity for 138 buses that are 40 and 60 feet long. Transit service demands for Muni routes operating out of Potrero Yard requires 158 buses to be stored and maintained at Potrero Yard, with buses parked in circulation aisles and maintenance bays.<sup>2</sup> The buses operate on six Muni routes – 5 Fulton, 5 Fulton Rapid, 6 Haight/Parnassus, 14 Mission, 22 Fillmore, and 30 Stockton – and carry over 102,000 Muni customers each day.<sup>3</sup> In general, the peak period for buses leaving Potrero Yard to access their routes is between 4 a.m. and 7 a.m., with the majority leaving between 5 a.m. and 6 a.m. Buses generally return to Potrero Yard in the evening between 7 p.m. and 9 p.m. Owl routes 5, 14, and 22 also emanate from Potrero Yard, with buses leaving before midnight and returning before 6 a.m. to provide owl service.<sup>4</sup> Bus travel to and from Potrero Yard is considered non-revenue bus travel time (i.e., buses are not in service picking up and dropping off passengers; they are traveling to or from Potrero Yard and a terminus point where revenue service begins or ends). Potrero Yard has approximately 400 employees, including approximately 295 bus operators.<sup>5</sup>

## EXISTING MAINTENANCE AND OPERATIONS BUILDING

The maintenance and operations building was originally constructed in 1915 as single-story, reinforced-concrete building and served as a streetcar maintenance garage with at-grade access from Mariposa Street. In 1924 the portions of the existing building along Hampshire and Mariposa streets were expanded to two stories. Between 1948 and 1949, the building was converted from a streetcar barn to a trolley coach facility. The maintenance and operations building covers less than 50 percent of the site. The rectangular building (215 by 370 feet) has a concrete perimeter foundation, a flat roof, and two double-height sections along its south (Mariposa Street) and east (Hampshire Street) sides. The building is approximately 109,000 gross square feet. Due to the elevation change, the building's height varies, ranging from approximately 44 feet tall along the Mariposa Street frontage near Hampshire Street, to approximately 10.5 feet tall along the Hampshire Street frontage near 17th Street.

Due to the change in grade between the north and south sides of the property, the first floor is below-grade on 17th Street and fully at-grade on Mariposa Street. Concrete retaining walls line the northern side of the site along 17th Street toward Bryant Street and a portion of the western side of the yard along Bryant Street toward 17th Street. The roof of the maintenance building is at grade along 17th Street west of Hampshire Street and is used as a parking deck. Additional maintenance

---

<sup>2</sup> SFMTA, Short Range Transit Plan, Fiscal Year 2017-Fiscal Year 2030, June 6, 2017, Table 7: SFMTA Administrative, Operations, Maintenance, Fueling, Vehicle Storage and Staging Facilities, p. 19.

<sup>3</sup> SFMTA, Automatic Passenger Counts Data, 2019.

<sup>4</sup> SFMTA, Muni's late-night transit service is called the Owl network, <https://www.sfmta.com/getting-around/muni/routes-stops/muni-owl-service-late-night-transportation>, accessed July 10, 2020.

<sup>5</sup> SFMTA, Data Request Response, January 31, 2020.

shops are located on the second floor along the Hampshire Street side and offices on the second floor along the Mariposa Street side.

The building's first floor, accessed from Mariposa Street, consists of a 10-lane maintenance space with 24 bays, including "heavy" and "running" repair bays<sup>6</sup>, shallow maintenance pits, machine and tire shops, maintenance staff rooms, storage rooms, and offices. The second floor, accessed from 17th Street, houses two maintenance bays with tire and light-duty body repair shops and the operations department. All the maintenance-related spaces on the first and second floors have indoor overhead catenary systems attached to the ceilings to power the trolley buses.

The maintenance and operations building is eligible for inclusion in the California Register of Historical Resources (CRHR) under Criterion 1 (Events) for its association with the early days of the San Francisco Municipal Railway (Muni), and in particular the expansion of Muni service south of Market Street.<sup>7</sup> It also appears eligible for listing under Criterion 3 (Architecture/Design/Construction) as an example of a type (municipal car barn), period (World War I), method of construction (reinforced concrete), and the "work of a master," City Engineer Michael M. O'Shaughnessy. The maintenance and operations building is considered a moderately intact example of a municipal car barn. The department assigned the building a status code by of "3CS," meaning that it is already listed in the California Register and considered a historical resource for purposes of the California Environmental Quality Act (CEQA). The project site is not located within any known or potential historic district.<sup>8</sup>

## **EXISTING BUS STORAGE YARD AND OTHER PAVED AREAS**

The site has several paved areas and curb cuts. The existing electrified bus storage yard on the western portion of the site (approximately 112,450 square feet) is the largest of the paved areas. The bus storage yard is paved with asphalt, with painted and numbered parking lanes in the center of the yard. Overhead catenary lines mounted on steel poles provide power for off-duty electric buses stored and serviced on the yard. Several workstations are located around its perimeter, including a bus wash rack on the north side, an outdoor running repair station on the west side, and a fare collection shop and a defunct vacuum station on the east side. An entry control booth, built in 1990, is located west of a 25-foot-deep setback on the southeast portion of the site along Mariposa Street adjacent to the bus storage yard's main entrance.

---

<sup>6</sup> Running repair bays serve as preventative maintenance and inspection for buses that are still powered. Heavy repair bays typically are used for more intensive bus maintenance activities that could require lifts and other mechanical systems for engine overhauls or major body repairs.

<sup>7</sup> VerPlanck Historic Preservation Consulting, Historic Resource Evaluation, Potrero Trolley Coach Division Facility, October 2, 2017, Section III, Regulatory Framework, p. 4.

<sup>8</sup> VerPlanck Historic Preservation Consulting, Historic Resource Evaluation, Potrero Trolley Coach Division Facility, October 2, 2017, Section VI, Determination of Eligibility, p. 65.

Ingress to the bus storage yard is provided by a 50-foot-wide curb cut and gated driveway on Mariposa Street immediately west of the entry control booth; egress is provided by a 30-foot-wide curb cut and gated driveway on Mariposa Street near Bryant Street.

Other paved areas and curb cuts on the project site are as follows:

- A second-floor parking deck on top of the maintenance and operations building on the northeast portion of the site near 17th and Hampshire streets. The second-floor parking deck is accessed via a 52-foot-wide curb cut and gated driveway on 17th Street near Hampshire Street. The second-floor parking deck is electrified with overhead catenary wires mounted on steel poles.
- A 25-foot-deep strip of asphalt in front of five openings on the south elevation of the maintenance and operations building along Mariposa Street.<sup>9</sup> This strip of asphalt is in front of a continuous, approximately 146-foot-wide curb cut for buses to enter and exit the building.
- A 13-foot-wide curb cut, used to access a parts storeroom receiving area located immediately west of the main pedestrian entrance and east of the entry control booth via Mariposa Street.

The bus storage yard and second-floor parking deck provide space for the following:

- 158 buses (sixty-five 40-footers and ninety-three 60-footers)
- 56 non-revenue vehicles<sup>10</sup> and employee vehicles, in striped parking spaces currently located on the northeast side of the second-floor parking deck<sup>11</sup>
- 10 additional non-revenue vehicles, which are parked throughout the bus storage yard but not in marked spaces

In addition, one off-street loading space on the bus storage yard is located outside the parts storeroom receiving area east of the entry control gate on Mariposa Street. Off-street loading also occurs outside the maintenance bays on the second-floor parking deck.

Along 17th and Bryant streets and a portion of the Mariposa Street frontage, the bus storage yard is enclosed within 10-foot-high steel fencing topped with outward curving balusters.

---

<sup>9</sup> The 25-foot-deep setback at the southeast corner of site along Mariposa Street was originally required to allow streetcars, which cannot make 90 degree turns, sufficient clearance to turn off Mariposa Street into the building.

<sup>10</sup> Non-revenue means the SFMTA does not use the vehicles to collect fares from passengers. Non-revenue vehicles include, but are not limited to, cars, minivans, pick-up trucks, cargo vans, super-duty trucks, and tanker trucks. SFMTA, Short Range Transit Plan, Fiscal Year 2017-Fiscal Year 2030, June 6, 2017, p. 81.

<sup>11</sup> Fifty-two striped parking spaces are currently being used for bus parking.

## EXISTING SITE ACCESS AND CIRCULATION

The project site is well served by public transit. Muni operates numerous surface buses within one block of the project site along Bryant Street, 16th Street, and Potrero Avenue, including the 9 San Bruno, 9R San Bruno Rapid, 22 Fillmore, 27 Bryant, 33 Ashbury/18th, and 55 16th Street routes. Six Muni bus routes operate out of the Potrero Yard: the 5 Fulton, 5 Fulton Rapid, 6 Haight/Parnassus, 14 Mission, 22 Fillmore, and 30 Stockton routes. Regional transit providers include BART, Golden Gate Transit, and San Mateo County Transit District (SamTrans).

Potrero Yard is not accessible to unaccompanied members of the public. Employees access the maintenance and operations building primarily from the entrance on Mariposa Street immediately east of the entry control booth. Bus, non-revenue vehicles, and staff vehicles are able to access Potrero Yard from Mariposa Street via the 44-foot-wide gate just west of the entry control booth and the five bus bays near Hampshire Street, accessed via the 50-foot and 146-foot-wide curb cuts, respectively; and from the second-floor parking deck, accessed via a 52-foot-wide curb cut and gated driveway on 17th Street west of Hampshire Street.

The streets adjacent to the project site are identified as mixed-use streets in the Better Streets Plan<sup>12</sup> and described below.

- 17th Street is 66 feet wide with two travel lanes, striped bicycle lanes on both sides, and on-street parallel parking on the north side starting approximately 230 feet east of the Bryant Street intersection.<sup>13</sup>
- Hampshire Street is 80 feet wide with two travel lanes and perpendicular vehicle parking on both sides of the street.
- Mariposa Street is 56 feet wide with two travel lanes and on-street parallel parking on the north side of the street between the two gated entry and exit points to the bus storage yard and on the south side between Bryant and York streets and York and Hampshire streets.
- York Street terminates at Mariposa Street.
- Bryant Street is 80 feet wide with two north-south travel lanes, on-street parallel parking on both sides of the street, and Muni bus stops. The northbound (inbound towards Russian Hill) Muni bus stops are at the southeast corner of Bryant and Mariposa streets (south of the project site) and the southeast corner of Bryant and 17th streets (adjacent to the project site). The southbound (outbound towards the Mission) Muni bus stops are at the southwest corner of Bryant and 17th streets and the northwest corner of Bryant and Mariposa streets, both across the street from the project site.<sup>14</sup>

<sup>12</sup> The San Francisco Better Streets Plan consists of illustrative typologies, standards and guidelines for the design of San Francisco's pedestrian environment, with the central focus of enhancing the livability of the City's streets. City and County of San Francisco, San Francisco Better Streets Plan, December 7, 2010, <https://sfplanning.org/resource/better-streets-plan>, accessed June 30, 2020.

<sup>13</sup> Along this segment of 17th Street the bikeway is a signed class III facility with a striped bike lane in both directions and elements of a class IV facility (i.e., a separated bike lane and flexible posts). The 17th Street bikeway continues east of Hampshire Street as a class II facility and west of Bryant Street as a mixed class III/class IV facility.

<sup>14</sup> There are class II striped bike lanes on each side of Bryant Street north of 17th Street.

There are no on-street loading spaces adjacent to the project site.

The sidewalks adjacent to the project site along 17th, Hampshire, and Bryant streets are each 15 feet wide and meet the Better Streets Plan recommended sidewalk width. The Mariposa Street sidewalk is 7 feet wide and does not meet the minimum sidewalk width of the Better Streets Plan.<sup>15</sup> The existing bus storage yard encroaches on the Mariposa Street sidewalk right-of-way. Sidewalk elements include 27 street trees on the adjacent sidewalks: nine on 17th Street, seven on Hampshire Street, and 11 on Bryant Street. There are no street trees along the Mariposa Street frontage. Other sidewalk elements include the network of poles and overhead wires that serve the various Muni trolley buses maintained and stored at Potrero Yard. A Bay Area bicycle-share station with 19 bicycle docks is located at the northeast corner of Bryant and 17th streets, adjacent to the sidewalk.

## **EXISTING ZONING AND GENERAL PLAN DESIGNATION FOR THE PROJECT SITE**

The project site is located within a Public Use (P) Zoning District and a 65-X Height and Bulk District.<sup>16, 17</sup> The entire project site is within the Mission Alcohol Beverage Special Use District and Fringe Financial Services Restricted Use District, which include zoning controls to address specific land use issues related to the sale of alcoholic beverages and establishment of new fringe financial services, respectively.<sup>18</sup> It is also within the area covered by the Mission Area Plan of the San Francisco General Plan.<sup>19</sup>

## **D. PROPOSED PROJECT**

The SFMTA proposes to replace the Potrero Yard at 2500 Mariposa Street. The project would accommodate the expansion of the SFMTA’s transit vehicle fleet and the modernization of bus maintenance, operation, and administrative services. The project would also accommodate the expansion and consolidation of training operations currently sited elsewhere in one location. In addition, the proposed project includes joint development consisting of a mix of uses, such as residential within and atop the replacement transit facility and ground-floor commercial uses along Bryant Street.

---

<sup>15</sup> For this segment of Mariposa Street, the minimum and recommended sidewalk widths in the Better Streets Plan are 12 feet and 15 feet, respectively.

<sup>16</sup> The maximum building height allowed on the project site is 65 feet. Bulk controls reduce the size of a building’s floorplates as the building increases in height. Pursuant to the San Francisco Planning Code, Article 2.5: Height and Bulk Districts, Section 270(a), there are no bulk limits in an “X” Bulk District.

<sup>17</sup> San Francisco Planning Department, San Francisco Property Information Map, Step 1: 2500 Mariposa Street, and Step 2: Zoning Information, <http://propertymap.sfplanning.org>, accessed July 25, 2020.

<sup>18</sup> San Francisco Planning Code, Article 2: Use Districts, Sections 249.35 and 249.60.

<sup>19</sup> San Francisco Planning Department, San Francisco General Plan, Eastern Neighborhoods Planning Areas, [http://generalplan.sfplanning.org/images/eastern\\_neighborhoods\\_map.pdf](http://generalplan.sfplanning.org/images/eastern_neighborhoods_map.pdf), accessed July 24, 2020.

## ***PROJECT BACKGROUND***

The proposed project is part of the SFMTA’s 20-year Building Progress Program to expand and modernize its facilities to meet growing transportation demands and changing technologies.<sup>20,21</sup> In addition to the Potrero Yard, the SFMTA operates five other bus yards, sometimes referred to as “divisions”: Presidio Yard (949 Presidio Avenue), Flynn Division (1940 Harrison Street), Woods Yard (1095 Indiana Street), Islais Creek Division (1301 Cesar Chavez Street), and Kirkland Yard (2301 Stockton Street and 151 Beach Street).<sup>22</sup>

The SFMTA is increasing its transit fleet to meet growing transportation demands. By 2025, SFMTA will have 55 more rubber-tired buses than can physically fit in its six current facilities; by 2030, that number will increase to 62. In addition, its oldest transit facilities – Potrero, Presidio, and Kirkland yards – were not built for the buses they currently store there, and are not equipped with adequate bus maintenance infrastructure or equipment, including bus lifts. The Potrero and Presidio yards were built for streetcars and modified for buses within their existing footprints; they have never truly served for efficient bus maintenance. They also do not meet the needs of new bus types or technologies such as battery-electric bus infrastructure. SFMTA therefore undertook a planning process for expanded and modern transit facilities.<sup>23</sup>

In 2015 the SFMTA began a facility condition assessment to identify deficiencies and repair costs as a basis for budgeting and prioritizing improvements, as well as a means of identifying major space planning opportunities and ways to improve processes for facility planning and management.<sup>24</sup> SFMTA staff held internal staff workshops with front-line transit operations and maintenance staff and management in late 2015, early 2016, mid-2016, and late-2016. SFMTA staff presented a Facilities Framework to the SFMTA Executive Team in December 2016. The SFMTA Executive Team provided direction to study three development scenarios: Scenarios 1A and 1B, which propose smaller rebuilt facilities because they assume an additional new site, and Scenario 2A, which optimizes use of the SFMTA’s existing sites, including replacing Potrero Yard.<sup>25</sup>

In November and December 2017 and January and December 2018, the SFMTA held public meetings to discuss the critical need to modernize SFMTA facilities such as Muni yards, maintenance shops, and paratransit facilities.

---

<sup>20</sup> SFTMA, Building Progress Public Outreach Boards, January 24, 2018, p. 5.

<sup>21</sup> SFMTA, 2017 SFMTA Facilities Framework, p. 8.

<sup>22</sup> SFMTA, 2017 SFMTA Facilities Framework, p. 14.

<sup>23</sup> SFMTA, 2017 SFMTA Facilities Framework, p. 8.

<sup>24</sup> SFMTA, 2017 SFMTA Facilities Framework, p. 6.

<sup>25</sup> SFMTA, 2017 SFMTA Facilities Framework, p. 10.

SFMTA held public workshops on the redevelopment of the Potrero Yard in December 2018 and in February, August, and October 2019. The SFMTA also conducted two years of internal design and planning work and coordinated with the Potrero Yard Neighborhood Working Group.<sup>26</sup>

Based on those efforts, the SFMTA decided to study only Scenario 2A further. This scenario proposes rebuilding the three oldest facilities – Potrero, Presidio, and Kirkland yards, including the potential for additional joint development on these sites. The SFMTA is proposing to proceed with Potrero Yard first, as described herein.

The City and County of San Francisco (the City), acting by and through the SFMTA, will select a master developer (or a development consortium) to redevelop the 4.4-acre site through a developer selection process consisting of a request for qualifications (released June 2020) and a subsequent request for proposals (expected fall 2020) from the qualified candidates. The SFMTA anticipates selecting a developer in January to March 2021 and contracting with a developer by April to June 2021.

The proposed project described below is conceptual at this early stage in process. This document describes the project’s characteristics as they would occur if decision makers approve the project. However, as with most large development projects, aspects of the proposed project’s conceptual design may change and will become more detailed as a result of the CEQA process, technical design modifications, planning and building department application submittal requirements, and input from the planning department, the community, the selected project developer, and other stakeholders. For example, the project’s massing may change from the maximum envelope proposed to be analyzed as part of the CEQA analysis to a more refined architectural expression in response to design guidelines to be developed as part of the SFMTA’s developer selection process and through the City’s design review process.

The planning department will evaluate whether any future changes from the sponsor to the project description described herein would necessitate additional environmental review because, for example, the change would result in new or more substantial significant impacts.<sup>27</sup>

## ***PROJECT CHARACTERISTICS***

---

<sup>26</sup> The Potrero Yard Neighborhood Working Group has approximately 15 members selected by the SFMTA in consultation with the Supervisors of Districts 9 and 10. Each seat represents a specific interest in elements of the project, <https://www.sfmta.com/reports/potrero-yard-neighborhood-working-group-application-form>, accessed May 30, 2020.

<sup>27</sup> Refer to CEQA Guidelines sections 15088.5 “Recirculation of an EIR prior to certification” and 15162 “Subsequent EIRs and Negative Declarations” for more details regarding the criteria applicable to the planning department’s evaluation of refinements to the project description. Such subsequent environmental review may include revisions to the draft EIR, a subsequent EIR or addendum or similar documentation.

The proposed project would demolish the existing bus storage yard and the maintenance and operations building and would replace them with a new, approximately 75- to 150-foot-tall,<sup>28</sup> up to 1,300,000-gross-square-foot structure. The proposed structure would cover the entire lot, except for a 5-foot setback from 17th Street. The characteristics of the proposed development are summarized in **Table 2.1: Summary of Existing and Proposed Project Characteristics**.

**Table 2.1: Summary of Existing and Proposed Project Characteristics**

<b>Building Characteristics</b>	<b>Demolished</b>	<b>New</b> <sup>NOTE A</sup>
<b>Paved Bus Storage Yard</b>	<b>112,450 sq. ft.</b>	–
<b>Total Building Floor Area</b>	<b>109,000 gsf</b> <sup>NOTE B</sup>	<b>1,300,000 gsf</b>
Ramps and Circulation		463,000 gsf
Service/Storage (Basement)		127,000 gsf
Service/Storage (Non-Basement)		59,000 gsf
Administration & Common Area		52,000 gsf
Shared Basement Circulation (Ramps and Drives)	–	22,000 gsf
<b>Transit Facility Subtotal</b>	<b>221,450 gsf</b> <sup>NOTE C</sup>	<b>723,000 gsf</b>
Residential (Units)	–	394,000 gsf
Residential (Circulation, Common Area, Property Management, Service, Storage)	–	150,000 gsf
<b>Residential Development Subtotal</b>	–	<b>544,000 gsf</b>
Commercial Use	–	33,000 gsf
<b>Commercial Development Subtotal</b>	–	<b>33,000 gsf</b>
<b>Height</b>	<b>10.5 – 44 feet</b>	<b>75 – 150 feet</b> <sup>NOTE D</sup>
<b>Levels or Floors</b>	<b>1 to 2</b>	<b>3 to 13</b>
<b>Residential Units</b> <sup>NOTE E</sup>	<b>0</b>	<b>575</b>
Two- to Three-Bedroom	–	228
One-Bedroom	–	206
Studio	–	141
<b>Vehicle Parking Spaces</b>	<b>214</b>	<b>310</b> <sup>NOTE F</sup>
Buses (40 foot / 60 foot)	158 (65 / 93)	213 (63 / 150)
Non-Revenue Vehicles (large / standard)	56	97 (8 / 89)
SFMTA Staff	–	0
Residential	–	0
<b>Loading Supply (On-Street Zones / Off-Street Spaces)</b>	<b>0 curb feet (0 / 1)</b>	<b>160 curb feet (3 / 2)</b>
Commercial (On-Street / Off-Street)	0 curb feet (0 / 1)	40 curb feet (1 / 2)
Passenger (On-Street / Off-Street)	–	120 curb feet (2 / 0) <sup>NOTE G</sup>
<b>Bicycle Parking Spaces</b> <sup>NOTE H</sup>	<b>5</b>	<b>773</b>
Class 1	0	736
Class 2	5	37
<b>Useable Open Space – Atop Replacement Transit Facility</b>	–	<b>91,000 sq. ft.</b>
<b>At-Grade Open Space – Green Buffer along 17th Street</b>	–	<b>2,400 sq. ft.</b>

<sup>28</sup> Maximum building height would be measured from grade at the midpoint of the property boundary along each elevation pursuant to section 260 of the planning code.



Building Characteristics	Demolished	New <sup>NOTE A</sup>
<i>Notes:</i> gsf = gross square feet; sq. ft. = square feet		
NOTE A	Numbers rounded to closest 1,000 gsf or sq. ft. and correspond to the current conceptual design of the proposed project. The values presented are the expected maximum size for each component to provide a conservative analysis of impacts. The floor areas of the final design may result in variances from the values presented.	
NOTE B	Includes space for bus circulation, service, storage, administrative offices, and common areas.	
NOTE C	Includes the paved bus storage yard.	
NOTE D	The replacement transit facility would have three levels and be approximately 75 feet tall, as measured from grade at the midpoint of the property boundary along each elevation pursuant to San Francisco Planning Code (planning code) section 260.	
NOTE E	The proposed project may include as few as 525 units, but the analysis assumes up to 575 units. Approximately 40 percent of all residential units would be two-bedroom units, with up to 15 percent of two-bedroom units potentially becoming three-bedroom units. Approximately 50 percent of residential units would be market rate, and the other 50 percent would be below market rate residential units.	
NOTE F	Up to 12 car-share spaces may be provided at the basement level.	
NOTE G	Two separate 60-foot-long zones.	
NOTE H	Class 1 bicycle parking facilities are spaces in secure, weather-protected facilities intended for use as long-term, overnight, and workday bicycle storage by unit residents, non-residential occupants, and employees. Class 2 spaces are bicycle racks located in publicly accessible and highly visible locations intended for transient or short-term use by visitors, guests, and patrons to the building or use. Class 2 bicycle racks allow the bicycle frame and one wheel to be locked to the rack (with one u-shaped lock) and provide support to bicycles without damage to the wheels, frame, or components (planning code section 155.1).	

*Source:* SFMTA 2019

As shown in **Table 2.1**, the proposed approximately 1,300,000-gross-square-foot structure would contain an approximately 723,000-gross-square-foot replacement transit facility and up to 577,000 gross square feet of joint development uses. The replacement transit facility will have three transit levels, and a portion of the joint development, with integrated residential and commercial uses proposed along the Mariposa Street and Bryant street frontages (for a total of six joint development floors within the three-level replacement transit facility). Much of the residential portion of the joint development program would be developed within the three to seven floors proposed to rise above the replacement transit facility, i.e., on joint development floors 7 through 13. The tallest portion of the additional residential development atop the replacement transit facility will be closest to Mariposa Street on the site's south side. Useable open space (see **Table 2.1**) would be developed on the rooftop of the replacement transit facility, e.g., where the structure is set back from the property lines.

The three new transit levels in the replacement transit facility would be designed to include space for circulation (ramps, drive aisles, and vertical circulation), parking for 213 buses, 18 maintenance bays and maintenance support areas, operations, an SFMTA operator training center, storage (parts and battery-electric infrastructure), administrative uses/common areas (e.g., offices, conference rooms, break rooms), and joint development uses.<sup>29</sup> A total of 310 vehicle spaces would be provided: 63 spaces for the 40-foot-long buses, 150 spaces for the articulated 60-foot-long buses, and 97 parking spaces for large and standard non-revenue vehicles. The project is not proposing any off-street accessory vehicular parking for the entirety of the project, including the proposed

<sup>29</sup> HATCH, HDR, Sitelab, VerPlanck, and CHS, Potrero Yard: Bus Facility Design Criteria Document, June 2019, Section 3.3 (Potrero Facility Scenario 2), p. 27.

joint development. See **Table 2.1** for the parking breakdown and for approximate floor areas for the replacement transit facility. Ramps would provide one-way internal driveways within the replacement transit facility so that buses can access the work bays, bus wash bays, and parking spaces on the three new transit levels.

The proposed joint development uses within the replacement transit facility (ground-floor commercial and residential) and proposed residential uses on the up to seven floors atop the replacement transit facility would include space for up to 575 residential units. Up to 33,000 square of ground-floor commercial use would also be developed along Bryant Street. See **Table 2.1** for the breakdown of units by unit type and for approximate floor areas for the residential and commercial uses.<sup>30, 31</sup>

Circulation space for the proposed transit, residential and commercial uses would be provided at the basement level and each of the six joint development floors within the replacement transit facility. Residential levels within the replacement transit facility would be accessed via vertical circulation access points that preserve the security of the SFMTA facility and that are safe and functional for the joint development. Access to the residential levels atop the replacement transit facility would be provided via separate residential circulation elevators and stairs. A secure access system would be installed to restrict access to various floors to authorized individuals (e.g., residents only at the residential floors and SFMTA employees only at SFMTA floors).

The proposed project would also include changes within the Mariposa Street, 17th Street, Bryant Street, and Hampshire Street rights-of-way.

During construction, the bus parking, operations, and maintenance support functions would temporarily relocate to the Muni Metro East Light Rail Vehicle Facility (601 25th Street), and the 1399 Marin Facility.<sup>32</sup> The SFMTA estimates that the replacement transit facility would have a total employment population of approximately 829 full-time equivalent persons, including 383 operators.<sup>33</sup> Potrero Yard would continue to operate as a 24/7 facility. On average,

---

<sup>30</sup> Joint development floors within the replacement transit facility would include residential units on floors 2 through 6, with commercial uses and residential lobbies at the ground floor along Mariposa and Bryant streets. Each of the floors would include a mix of the proposed joint development and transit facility uses.

<sup>31</sup> Current financial model assumes that residential units proposed for development within the replacement transit facility would be below market rate units while those developed atop the replacement transit facility would be a combination of market rate and below market rate units.

<sup>32</sup> The 180,000-square-foot Muni Metro East Light Rail Vehicle Facility is located along the Central Waterfront on Illinois and 25th streets in the Dogpatch/Bayview neighborhood, a block from the T Third Street Line. The 1399 Marin facility at Marin and Indiana streets, also located in the Dogpatch/Bayview neighborhood and in close proximity to the T Third Street Line, is currently used for receiving new transit vehicles and testing them before they are introduced into the overall transit fleet.

<sup>33</sup> HATCH, HDR, Sitelab, VerPlanck, and CHS, Potrero Yard: 3-Level Bus Facility Design Criteria Document, June 2019, Section 2.1 (Staff Summary), p. 11.

approximately 100 SFMTA staff would be on site at any given time, with a peak of 181 SFMTA staff from noon to 3 p.m. and 60 to 80 staff from 6 p.m. to 3 a.m.

### ***PROPOSED BUILDING FORM AND DESIGN***

The proposed new structure would occupy the site up to the property lines, except along the 17th Street frontage, due to the five-foot setback. The project includes a replacement transit facility at approximately 75 feet in height as measured to the top of the roof from grade at the midpoint of the property boundary along each elevation. The three- to seven-story residential structures atop the replacement transit facility would be approximately 30 to 70 feet tall as measured to the top of the roof (exclusive of any mechanical penthouses that could range from 16 to 20 feet and would be centrally located on rooftops). The tallest portion of the new structure would be located away from the 17th Street property line, toward the southern portion of the site. Thus, the proposed overall heights would range from approximately 75 feet for the replacement transit facility to a maximum of up to 150 feet, inclusive of the approximately 75-foot-tall replacement transit facility. The proposed structure, including balconies, terraces, and other features, as well as any rooftop additions or elements that feature unbroken glazed segments, would be designed to be compliant with the bird-safe features described in San Francisco Planning Code (planning code) section 139, as applicable.

The proposed upper-floor setbacks above the replacement transit facility show residential structures set back approximately 70 feet from the north property line (17th Street), approximately 20 to 30 feet from the east property line (Hampshire Street), approximately 15 to 25 feet from the south property line (Mariposa Street), and approximately 10 to 30 feet from the west property line (Bryant Street).<sup>34</sup>

### **PROPOSED BASEMENT LEVEL**

The below-grade basement level would provide space for service functions for both the SFMTA and the joint development uses. The basement-level space for the SFMTA would include a loading dock; parts staging/storage area; battery electric storage, and work areas. Joint development space at the basement level would include a loading dock, storage, and service/delivery space. Other basement-level space would include stairways, elevators, class 1 bicycle parking, and trash, recycling, and composting.<sup>35</sup> In addition to these uses at the basement level, the proposed project could occupy the site's full dimensions to accommodate additional battery electric storage and infrastructure space for future expansion.

### **PROPOSED TRANSIT LEVEL 1 (JOINT DEVELOPMENT FIRST FLOOR)**

---

<sup>34</sup> Conceptual designs take advantage of the site's slope to limit shadows on Franklin Square.

<sup>35</sup> HDR, SFMTA Potrero Scenario 2 (3-Level), Sheets A-101 (Basement Overall Plan) to A-101I (Basement - Area I), February 20, 2019, and Sitelab Urban Studio, Potrero Yard Planning Application, Sheet 10, November 20, 2019.

Transit Level 1 (or the ground level) would include heavy and running repair bays and would serve as a drive-through bus maintenance operation level. It would be below grade along 17th Street and at grade along Mariposa Street. The ground level would have stacked parking/storage for 40- and 60-foot-long buses, with a maximum capacity of 38 spaces for 40-foot-long buses (fewer spaces if the buses are 60 feet long), and maintenance and support areas. Ramps and drive aisles would provide internal circulation.

Transit Level 1 may also provide support space and services for SFMTA transit operators, maintenance, and administrative staff, including parts storage, training, and storage.<sup>36</sup> Joint development space would be limited and may include ground-floor retail and residential lobbies.

### **PROPOSED MEZZANINE LEVEL (JOINT DEVELOPMENT SECOND FLOOR)**

The mezzanine level would be developed along Mariposa and 17th streets. The mezzanine level may include a bus operations office and support areas with some square footage assigned to joint development space.<sup>37</sup>

### **PROPOSED TRANSIT LEVEL 2 (JOINT DEVELOPMENT THIRD FLOOR)**

Transit Level 2 would be at grade along 17th Street and would include ramps along the north property line. This level would provide drive aisles for circulation, stacked bus parking for 40- and 60-foot-long buses (90 spaces for 60-foot-long buses, more spaces if the buses are 40 feet long), a bus wash bay with a dedicated water reclamation equipment area, and electric charging infrastructure. A proposed emergency bus exit at the corner of 17th and Hampshire streets would provide access to 17th Street and replace the existing 52-foot-wide curb cut and driveway with a 42-foot-wide curb cut and driveway. Approximately 24 parking spaces and five electric vehicle charging stations would be dedicated for standard non-revenue vehicles. This level may also include SFMTA operations offices, conference rooms, training rooms, break rooms, restrooms, and lockers.<sup>38</sup> There is also potential for joint development space on Transit Level 2.

### **PROPOSED TRANSIT LEVEL 3 (JOINT DEVELOPMENT FOURTH AND FIFTH FLOORS)**

Transit Level 3 would provide drive aisles and stacked bus coach parking for 40- and 60-foot-long buses (85 spaces for 60-foot-long buses, more spaces if the buses are 40 feet long) with dedicated

---

<sup>36</sup> HDR, SFMTA Potrero Scenario 2 (3-Level), Sheets A-102 (1st Floor Overall Plan) to A-102I (1st Floor - Area I), February 20, 2019, and Sitelab Urban Studio, Potrero Yard Planning Application, Sheet 11, November 20, 2019.

<sup>37</sup> HDR, SFMTA Potrero Scenario 2 (3-Level), Sheets A-103 (Training and Operations – 2nd Floor – Overall Plan) to A-103I (2nd Floor - Area I), February 20, 2019, and Sitelab Urban Studio, Potrero Yard Planning Application, Sheet 12, November 20, 2019.

<sup>38</sup> HDR, SFMTA Potrero Scenario 2 (3-Level), Sheets A-104 (Bus Level 2 – 3rd Floor – Overall Plan) to A-104I (3rd Floor - Area I), February 20, 2019, and Sitelab Urban Studio, Potrero Yard Planning Application, Sheet 13, November 20, 2019.

zones for electric charging infrastructure. Ramps are proposed along the north property line. Approximately 70 parking spaces and five electric vehicle charging stations would be dedicated for large and standard non-revenue vehicles. This level may also provide a bus wash bay with a dedicated water reclamation equipment area; a transit operations, equipment storage, and component rebuild assembly room; and associated storage, support and supervisory areas.<sup>39</sup>

Transit Level 3 would also encompass the fourth and fifth joint development floors, with potential for residential units and circulation space along Mariposa Street.

### **PROPOSED JOINT DEVELOPMENT SIXTH FLOOR**

The sixth joint development floor would include residential units and circulation space, and may include a residential common area and property management office along Mariposa Street.<sup>40</sup>

### **PROPOSED JOINT DEVELOPMENT FLOORS 7 TO 13**

The joint development above the replacement transit facility would include residential units and circulation space. Residential structures would rise from three to seven stories above the replacement transit facility.<sup>41</sup> Up to 91,000 square feet of residential common open space could be developed on top of the replacement transit facility.

### ***PROPOSED CHANGES IN STREET RIGHTS-OF-WAY***

The proposed project includes changes within the Mariposa Street, 17th Street, Bryant Street, and Hampshire Street rights-of-way. To the extent feasible, all proposed changes would conform to the guidelines in the Better Streets Plan and the Mission District Streetscape Plan<sup>42</sup> as well as the requirements of the SFMTA, the San Francisco Public Utilities Commission, and the Bureau of Urban Forestry. Many of these changes would require further engineering, public input, and review to confirm feasibility and desirability.

The project proposes to retain existing mature street trees along 17th and Hampshire streets, plant new street trees, install street lighting, install pedestrian bulbouts and pedestrian ramps, attach overhead catenary system cables to the proposed building, and remove catenary poles from the sidewalk. The proposed project would also move overhead utilities underground if and where it is feasible.

---

<sup>39</sup> HDR, SFMTA Potrero Scenario 2 (3-Level), Sheets A-105 (Bus Level 3 – 4th Floor – Overall Plan) to A-105I (4th Floor - Area I) and Sheets A-106 (5th Floor – Overall Plan) to A-106I (5th Floor – Area I), February 20, 2019, and Sitalab Urban Studio, Potrero Yard Planning Application, Sheet 14, November 20, 2019.

<sup>40</sup> Sitalab Urban Studio, Potrero Yard Planning Application, Sheet 08, November 20, 2019.

<sup>41</sup> Sitalab Urban Studio, Potrero Yard Planning Application, Sheet 09, November 20, 2019.

<sup>42</sup> San Francisco Planning Department, Mission District Streetscape Plan, available at [https://archives.sfplanning.org/CDG/CDG\\_mission\\_streetscape.htm](https://archives.sfplanning.org/CDG/CDG_mission_streetscape.htm), accessed July 10, 2020.

## PEDESTRIAN NETWORK

The existing bus storage yard (south fence) encroaches on the Mariposa Street sidewalk, narrowing the existing sidewalk width along the western half of the Mariposa site frontage to 7 feet. The footprint of the replacement transit facility would be moved back to the property line, which would enable the project to effectively widen the Mariposa Street sidewalk to at least 12 feet. The proposed project would maintain all other sidewalks at 15 feet wide.

The proposed project would also construct the following pedestrian network improvements, including all necessary striping and lighting, pending further feasibility analysis:

- bulbouts at the northeast corner of Bryant and Mariposa streets projecting into both Bryant and Mariposa streets
- bulbout at the northwest corner of Hampshire and Mariposa streets projecting into Hampshire Street
- curb ramps for pedestrian crossings adjacent to the project site and a curb ramp on the southeastern side of the Mariposa/York street intersection facing Mariposa Street
- continental style crosswalks at all approaches at the intersections of Hampshire/17th streets, Hampshire/Mariposa streets, and Mariposa/York streets
- a raised crosswalk and a rectangular rapid flash beacon for the pedestrian crossing of 17th Street at Hampshire Street

## BICYCLE NETWORK

The project would convert the existing striped and partially protected bicycle lanes into green protected, widened bikeways in both directions on the segment of 17th Street between Bryant and Hampshire streets. This change would require the elimination of parallel parking on the north side of 17th Street. If not feasible, the SFMTA would raise the bike lane on the south side to sidewalk level, apply green paint, and install “safe hit posts”.

## BUS STOPS

The proposed project would not change existing bus operations in the vicinity of the project site, i.e., remove or relocate bus stops. The northbound and southbound Muni bus stops on the southeast (adjacent to the project site) and southwest corners of Bryant and 17th streets would remain. The existing northbound and southbound Muni bus stops on the southeast and northwest corners of Bryant and Mariposa streets, respectively, would potentially include new shelters, transit notification systems, and additional street lighting, as necessary.

## PARKING AND LOADING

The proposed project would maintain perpendicular on-street parking on the west side of Hampshire Street adjacent to the project site but would eliminate several spaces to accommodate a pedestrian bulbout and accompanying passenger loading zone at Mariposa Street. Parking on the

east side (across from the project site) would be converted to parallel parking, eliminating several spaces. Parking would also be eliminated and prohibited on the east and west sides of Hampshire Street within 10 feet of the intersection of 17th and Hampshire streets. Other changes include the following:

- eliminating parallel parking on the north side of 17th Street between Bryant and Hampshire streets starting approximately 230 feet east of the intersection of Bryant and 17th streets to gain more width for protected bike lanes
- removing parking spaces along the north side of Mariposa Street and restriping as a no parking zone
- installing audible and/or visual warning systems to alert pedestrians and/or bicyclists as buses, non-revenue vehicles, and other SFMTA vehicles exit onto Mariposa and 17th streets

The primary loading areas for the SFMTA and for the proposed residential use would be located in the proposed basement level, accessed via a 20-foot-wide ramp on Mariposa Street east of Bryant Street. A secondary off-street loading area for the SFMTA would be located on the ground floor. In addition, limited curb areas would be restriped for passenger and commercial loading, with two accessible 60-foot-long passenger loading zones proposed along Bryant and Hampshire streets, immediately north of Mariposa Street; and a 40-foot-long commercial loading zone proposed along Bryant Street, immediately north of the proposed passenger loading zone.

### ***ACCESS, SITE CIRCULATION, AND LOADING***

Primary vehicular access to and from the site would be from Mariposa Street:

- The four bus entry bays between York and Hampshire streets would be accessed via two separate curb cuts, an approximately 47-foot-wide curb cut near Hampshire Street and an approximately 63-foot-wide curb cut near York Street.
- The three bus exit bays between Bryant and York streets would be exited via an approximately 97-foot-wide curb cut.
- The existing 30-foot-wide curb cut on Mariposa Street (near Bryant Street) would be reduced to an approximately 20-foot-wide curb cut that would accommodate loading and delivery and other joint development and transit facility space needs.

The existing 52-foot-wide curb cut and driveway on 17th Street would be relocated east closer to Hampshire Street and reduced in width to 42 feet. It would function as an emergency exit for buses and non-revenue vehicles.

Work bays on Transit Level 1 would be accessed via drive aisles associated with the two westernmost entry bays from Mariposa Street. Buses and non-revenue vehicles would use the ramps at the north side of the building to access work bays and parking spaces on Transit Levels 2 and 3 as well as parking spaces on Transit Level 1 via an at-grade level bypass ramp. The ramps

and drive aisles would route all buses and non-revenue vehicles south toward the Mariposa Street exits.

The proposed basement level would accommodate building services and battery electric infrastructure for the SFMTA and the joint development components providing tenant storage; dumpsters for refuse, recycling, and compost; parking for bicycles (class 1) and car-share vehicles (12); and two loading docks. Internal circulation on this level would accommodate service delivery vehicles for the proposed transit, residential, and commercial uses and for refuse collection.

SFMTA staff would access the replacement transit facility through a ground-floor lobby on Mariposa Street. The residential component of the proposed project along the southern and western perimeter of the replacement transit facility, as well as the residential development atop the replacement transit facility, would be accessed through ground-floor lobbies, shown on Mariposa and Bryant streets. Shared elevators and stairs would be located at the northwest, southwest, and southeast corners of the proposed building.<sup>43</sup>

## ***PROPOSED LANDSCAPING AND OPEN SPACE***

### **LANDSCAPING**

The proposed project would include a 5-foot-wide planting strip along the length of the 17th Street frontage (up to 2,140 square feet). No additional at-grade landscaping is proposed as part of the project; however, common open space serving the residents (and possibly SFMTA employees) could be developed on top of the replacement transit facility.

Construction of the proposed project would require the removal, retention, and/or replacement of the 27 existing street trees along 17th, Bryant, and Hampshire streets. The project sponsor would plant new street trees on the adjacent sidewalks, including new trees to replace any removed, in compliance with the planning code, the public works code, and the Better Streets Plan.<sup>44</sup> Specific streetscape changes related to the retention and planting of existing and new street trees would include the following:

- On 17th Street, the existing mature trees would be retained, except for those that would conflict with the proposed location for the emergency bus exit, and new street trees would be planted.
- On Bryant and Hampshire streets, trees located in the middle of the sidewalk may be replaced with new street trees.
- On Mariposa Street, approximately six trees are proposed in locations that would not conflict with bus driveways.

<sup>43</sup> HDR, SFMTA Potrero Scenario 2 (3-Level), Sheet A-102 (1st Floor Overall Plan), June 14, 2019.

<sup>44</sup> See planning code sections 138.1 and 428 and public works code sections 805(a) and 806(d) for specific requirements related to tree planting and allowable waivers due to site constraints.



## **OPEN SPACE**

Common and private open space is proposed for the residential uses in accordance with the requirements set forth in section 135 of the planning code. Up to 91,000 square feet of common open spaces is proposed as part of the project. During review of the proposed project's detailed design, the SFMTA would determine the feasibility of designating onsite open space for SFMTA staff and/or public use. The overall final design and allocation of common open space for the proposed project may be modified throughout the planning entitlement process.

## ***PROPOSED STORMWATER MANAGEMENT***

The project site is served by the San Francisco Public Utilities Commission's combined sewer system, and the entire site is covered with impervious surfaces. Implementation of the proposed project would disturb more than 5,000 square feet of impervious ground surface. Thus, the City's Stormwater Management Requirements and Design Guidelines are applicable and Preliminary and Final Stormwater Control Plans will be submitted to the San Francisco Public Utilities Commission for review.<sup>45</sup> The proposed project would cover the entire lot (except for a 5-foot-wide landscaping strip along 17th Street) and would incorporate best management practices to ensure proper onsite retention and management of stormwater to meet the requirements of the stormwater management ordinance. The project's detailed final design will address these requirements and incorporate measures to reduce the stormwater runoff rate and volume, such as site-wide stormwater retention and rainwater capture and treatment systems, to provide a non-potable water supply for the replacement transit facility's bus wash bays, toilet and urinal flushing, and landscaping.

## ***PROPOSED SUSTAINABILITY PROGRAM***

It is anticipated that the proposed building (including the transit facility and joint development components) would be designed to meet United States Green Building Council and Leadership in Energy and Environmental Design (LEED) requirements. The proposed sustainability strategies would comply with state, regional, and local green building requirements as set forth in the California Green Building Standards Code, the San Francisco Green Building Code, and chapter 7 of the environment code to obtain LEED Gold certification. The sustainable design building systems could include, but would not be limited to, development of electrical infrastructure capable of supplying electricity for electric vehicle charging of the fleet, and other strategies or mechanisms, such as

---

<sup>45</sup> San Francisco Public Utilities Commission, <https://sfwater.org/index.aspx?page=1006>, accessed July 24, 2020.

daylight harvesting through the use of a network of occupancy and vacancy sensors<sup>46</sup>; the use of solar photovoltaic panels on rooftops to produce on-site power; green roofs to minimize heat island effects<sup>47</sup>; and use of Title 24-compliant components for plumbing and other building systems such as heating, ventilation, and air conditioning.<sup>48</sup>

## ***PROJECT CONSTRUCTION***

### **CONSTRUCTION DURATION**

The SFMTA estimates that construction of the proposed project would take three to four years to complete, with construction beginning in 2023 and building occupancy by the end of 2026.<sup>49</sup>

The three- to four-year construction period would include some overlapping phases of demolition, excavation, foundation work, and building construction. Demolition would last approximately two months. Excavation, shoring, grading, and installation of piles for the foundation system would last approximately six months. Completion of the foundation system and basement construction would last approximately two months. Building construction would last approximately 26 months with paving and architectural coating estimated to take a total of two months.

Construction-related activities would typically occur Monday through Saturday, between 7 a.m. and 8 p.m., with most work occurring between Monday through Friday. Nighttime construction is anticipated for certain activities such as major concrete pours; however, construction on Sundays and major legal holidays is not anticipated.

### **CONSTRUCTION STAGING**

Construction staging would occur on site and on the surrounding sidewalks. There would be no pedestrian access to the sidewalks surrounding the site for most or all the construction period. The existing bus stop at the southeast corner of Bryant and 17th streets would be relocated or removed. Hampshire Street between 17th and Mariposa streets would be

---

<sup>46</sup> A building control system that reduces demand for artificial light in building interiors when daylight is available thus reducing energy demand.

<sup>47</sup> The combined effect of heat generated from use of mechanical equipment and heat trapping/reflectivity characteristics of impermeable surfaces on rooftops and other land, such as paved roadways and parking lots, that increases ambient temperatures in urbanized areas and increases energy demand for building cooling.

<sup>48</sup> HATCH, HDR, Sitelab, VerPlanck, and CHS, Potrero Yard: 3-Level Bus Facility Design Criteria Document, June 2019, Section 4.4 (Sustainability), Section 4.12 (Electrical), Section 5.3 (Exterior Enclosure), Section 5.8 (Plumbing), and Section 5.10 (HVAC), pp. 36-38, 46, 48-50, 71, 84, 88, 95, and 103-104.

<sup>49</sup> BASELINE Environmental Consulting, Air Quality and Health Risk Assessment Methodology, Appendix A, SFMTA and Public Works Construction Schedule and Equipment List, July 2020.

partially closed on a temporary, as-needed basis to provide additional space for laydown and staging.

## **DEMOLITION, EXCAVATION, AND FOUNDATION**

Site preparation would begin with demolition and clearing of the existing building, vehicle service pits, foundations, control booth, and paved areas on the east side of the project site. On the west side the paved areas of the bus storage yard, obsolete utilities, overhead catenary system support poles and cables, bus wash station infrastructure, surround retaining walls and fencing, and any other at-grade elements including the adjacent sidewalks would be demolished. All demolition debris would be removed from the site.

Construction of the proposed building would require excavation to a depth of approximately 35 feet below ground surface across the full site, with slightly greater excavation for vehicle maintenance pits (i.e., lower level work areas) and elevator pits. Assuming full demolition and excavation to a depth of 35 feet across the whole site, approximately 248,900 cubic yards of soils would need to be removed from the site. Dewatering and pre-treatment prior to release to the combined sewer system would be required given anticipated excavation depths beneath the groundwater table.<sup>50</sup>

Below-grade excavation would require the replacement of some or all the retaining walls along the north, east, and west sides of the site, and temporary shoring would be needed to support the planned cuts for the final basement configuration. The proposed foundation system would consist of a shallow foundation of spread footings at column locations or a structural mat slab bearing on bedrock along the northeast portion of the site with a deeper foundation bearing on pile groups to support development in other areas of the site.<sup>51</sup> The project would include a deep foundation system supported by driven steel H-piles; however, non-displacement auger cast in place piles are also identified as an option in the Geotechnical Report.

---

<sup>50</sup> ARUP/RYCG, SFMTA Potrero Yard Facility Rebuild Geotechnical Engineering Report, November 11, 2019, p. 22.

<sup>51</sup> ARUP/RYCG, SFMTA Potrero Yard Facility Rebuild Geotechnical Engineering Report, November 11, 2019, pp. 27-39.



# Memorandum

## AGENDA ITEM 6

**DATE:** February 3, 2021  
**TO:** Transportation Authority Board  
**FROM:** Anna LaForte - Deputy Director for Policy and Programming  
 Eric Cordoba - Deputy Director for Capital Projects  
**SUBJECT:** 2/9/2021 Board Meeting: Allocate \$5,773,403 and Appropriate \$150,000 in Prop K Sales Tax Funds, with Conditions, for Potrero Yard Modernization

<p><b>RECOMMENDATION</b>      <input type="checkbox"/> Information    <input checked="" type="checkbox"/> Action</p> <ul style="list-style-type: none"> <li>Allocate \$5,773,403 in Prop K funds, with conditions, to the San Francisco Municipal Transportation Agency (SFMTA) for the Potrero Yard Modernization project</li> <li>Appropriate \$150,000 in Prop K funds, with conditions, for enhanced oversight for the Potrero Yard Modernization project</li> </ul> <p><b>SUMMARY</b></p> <p>The Potrero Yard Modernization project involves replacement of the Potrero Facility by 2026 with a modern, efficient bus maintenance facility. The new facility will serve SFMTA's electric trolley and future battery-electric bus fleets. This Bus Yard Component will be a multi-level bus facility structure including capacity for bus storage and maintenance. The project concept also includes a Residential and Commercial Component with up to 7 additional levels above the bus facility with up to 575 mixed-income and market rate units and active uses at the ground floor. SFMTA proposes a joint development project delivery method for this project where a private development team would design, build, finance, and maintain the bus facility and be responsible for all aspects of the housing and commercial component. SFMTA is requesting Prop K funds for the planning and environmental phases of the project from November 2020 through December 2021, including project management, stakeholder engagement, producing the Draft Environmental Impact Report, and selection of the preferred bidder. We are requesting \$150,000 to perform enhanced oversight for this project, which involves a new delivery method for the SFMTA. Attachment 1 summarizes the request. Attachment 2 provides a brief project description. Attachment 3 contains the staff recommendations. SFMTA staff and consultant will attend the Board meeting to answer any questions the Board may have.</p>	<ul style="list-style-type: none"> <li><input checked="" type="checkbox"/> Fund Allocation</li> <li><input checked="" type="checkbox"/> Fund Programming</li> <li><input type="checkbox"/> Policy/Legislation</li> <li><input type="checkbox"/> Plan/Study</li> <li><input type="checkbox"/> Capital Project Oversight/Delivery</li> <li><input type="checkbox"/> Budget/Finance</li> <li><input type="checkbox"/> Contract/Agreement</li> <li><input type="checkbox"/> Other: _____</li> </ul>
---	---



## **FOLLOW-UP**

This item was agendaized at the December 15, 2020 meeting, but was continued by Chair Mandelman at Commissioner Walton's request. Commissioner Walton expressed concern that the project description did not show a strong enough commitment to affordable housing and he asked that SFMTA staff brief the District 9 and 10 commissioners to provide sufficient clarity on the project priorities. Subsequently, SFMTA briefed Commissioners Walton and Ronen. The SFMTA has confirmed that it has an initial target of at least 50 percent of the housing units being affordable (or 262 to 288 units) to low- to moderate-income residents. SFMTA staff will attend the February 9 Transportation Authority Board meeting to answer any questions the Board may have.

## **BACKGROUND**

Attachment 1 summarizes the subject allocation request, including information on proposed leveraging (i.e. stretching Prop K sales tax dollars further by matching them with other fund sources) compared with the leveraging assumptions in the Prop K Expenditure Plan. Attachment 2 provides a brief project description. Attachment 3 summarizes the staff recommendation for the request, highlighting special conditions and other items of interest. An Allocation Request Form for the project is attached, with more detailed information on scope, schedule, budget, funding, deliverables and special conditions.

## **DISCUSSION**

The SFMTA's objectives for the Potrero Yard Modernization joint development project objectives are dual - to modernize the bus facility and contribute to the City's housing goals, particularly by delivering affordable housing. This is a once in a lifetime opportunity given the need to replace the 105-year old facility and that SFMTA believes this is the best way to achieve both in the near term.

SFMTA began the planning phase in October 2019, and the following tasks are now substantially complete:

- CEQA Project Application, Notice of Preparation, and Public Scoping Meeting
- Potrero Yard bus facility design criteria document
- Site constraints analysis and site plan/program
- Conceptual project, referred to in joint development procurement documents as the Reference Project or Reference Concept
- Request for Qualifications for a partnering development team
- Considerable public outreach and engagement, including six major public in-person or online events

The new facility would be equipped to serve the projected future capacity and needs of the SFMTA's new electric trolley fleet and future battery-electric fleet. The facility is planned to store 213 buses, which is a nearly 50 percent increase in capacity from the current operation. Together with Planning, the Office of Economic and Workforce Development, Mayor's Office of Housing and Community Development, and Public Works, the project team arrived at a



concept to provide housing above Potrero Yard. Extensive Potrero Yard Neighborhood Working Group and community input has resulted in support for 525-575 rental housing units, with a 50% threshold for affordable units and a goal to increase that share, even up to 100%.

As currently conceived, if the SFMTA and a developer successfully negotiate a Project Agreement, the Project Agreement would require the developer to assume full development responsibility for all components and phases of the Potrero Yard Modernization Project, including both the bus facility and the residential and the commercial component. The SFMTA would retain ownership of the land and bus facility, and the private developer would lease the housing and commercial development from the SFMTA. The agreement for the developer's use of the housing and commercial development would specify all project programming details, including the housing unit affordability structure.

There are tremendous benefits to obtaining the new facility and the housing, but also risks. A public-private partnership is a good way to allocate and manage those risks between the City and a development partner, where SFMTA's/City's objective is to have a new yard and housing with budget and schedule certainty and return of the yard in a state of good repair in the future at hand-back.

We believe this approach is innovative and promising, and offer a recommendation that includes the following conditions:

- SFMTA may not expend \$3,346,114 of the recommended allocation prior to Board of Supervisors approval of legislation waiving certain procurement and contracting requirements in Chapters 6, 14B, and 21 of the Administrative Code to authorize the SFMTA to implement the project utilizing a joint development delivery method (anticipated by March 1, 2021).
- The recommended allocation of \$1 million for Professional Services Reimbursement to compensate the two proposers who are not selected for their work product, is an "up to" amount. We would reimburse SFMTA only up to the amount required for this purpose and SFMTA shall de-obligate any funds not required for reimbursement of unsuccessful bidders.<sup>1</sup>
- In recognition of the scale and impact of this project, as well as the novelty of the joint development project delivery method for SFMTA, our recommendation is conditioned upon the Transportation Authority performing an enhanced level of oversight on this project. Transportation Authority Project Management and Oversight staff shall be invited to all critical meetings, including monthly project

---

<sup>1</sup> Providing compensation for unsuccessful bidders is an industry practice to help offset the cost of bidders' proposals, which will require designs to be advanced to the 8-12% level. This has two benefits: proposers' cost estimates will be more reliable and SFMTA will own all proposals and related work products to inform the ultimate project design. SFMTA will ensure payment to LBE design firms which are required in the RFQ.



development meetings, SFMTA Board meetings, etc. and be provided project management activity reports.

Fully reviewing project financial and risk management plans up front and confirming the legal authority to undertake the delivery method can help mitigate the project risks and lower the cost of delivery for all parties.

The attached Allocation Request Form contains a considerable amount of detail of the proposed joint development approach. Staff from the SFMTA will attend the Board meeting to provide a presentation on the project and answer any questions the commissioners may have.

The proposed appropriation of \$150,000 for our enhanced oversight will cover staff and consultant time and encompass our participation in all stages of project development and procurement of the Lead Master Developer (LMD) through Financial Close (scheduled for Quarter 1 Fiscal Year 2023). Our focus will be on helping SFMTA to identify and manage risks, including local approvals, securing all necessary funding for both components (yard infrastructure and housing) and ensuring that, at a minimum, the bus yard is delivered by 2026.

## **FINANCIAL IMPACT**

The recommended action would allocate \$5,773,403 and appropriate \$150,000 in Prop K funds. The allocation and appropriation would be subject to the Fiscal Year Cash Flow Distribution Schedules contained in the attached Allocation Request Form.

Attachment 4 shows the approved Prop K Fiscal Year 2020/21 allocations and appropriations to date, with associated annual cash flow commitments as well as the recommended allocation and cash flow amounts that are the subject of this memorandum.

Sufficient funds are included in the adopted Fiscal Year 2020/21 annual budget. Furthermore, sufficient funds will be included in future budgets to cover the recommended cash flow distributions for those respective fiscal years.

## **CAC POSITION**

At its December 2, 2020 meeting the CAC considered the Potrero Yard Modernization project. The CAC unanimously adopted a motion of support for the request, amended to require regular presentations to the CAC providing project progress updates. The staff recommendation for this item incorporates the CAC's amended recommendation.

## **SUPPLEMENTAL MATERIALS**

- Attachment 1 - Summary of Requests
- Attachment 2 - Project Descriptions
- Attachment 3 - Staff Recommendations
- Attachment 4 - Prop K Allocation Summaries - FY 2020/21
- Attachment 5 - Allocation Request Form

[ this page intentionally left blank ]





RESOLUTION APPROVING THE 2021 STATE AND FEDERAL LEGISLATION PROGRAM

WHEREAS, The Transportation Authority routinely monitors pending legislation that may affect the Transportation Authority and San Francisco's transportation program; and

WHEREAS, Each year the Transportation Authority adopts a set of legislative principles to guide its transportation policy and funding advocacy in the sessions of the State and Federal Legislatures; and

WHEREAS, The attached 2021 State and Federal Legislative Program reflects key principles gathered from common positions with other local sales tax transportation authorities, County Transportation Agencies, and the Metropolitan Transportation Commission; the Transportation Authority's understanding of the most pressing issues facing the San Francisco Municipal Transportation Agency, regional transit providers serving the City of San Francisco, and other City agencies charged with delivering transportation projects; and are consistent with the advocacy approaches of the Mayor's Office; and

WHEREAS, At its January 26, 2021 meeting, the Citizens Advisory Committee was briefed on the proposed 2021 State and Federal Legislative Program and unanimously adopted a motion of support for its adoption; now, therefore be it

RESOLVED, That the Transportation Authority does hereby adopt the attached 2021 State and Federal Legislative Program; and be it further

RESOLVED, That the Executive Director is authorized to communicate this program to the appropriate parties.

Attachment:

1. 2021 State and Federal Legislative Program

**Attachment 1**

San Francisco County Transportation Authority  
 Draft 2021 State and Federal Legislative Program

<b>STATE</b>		
<b>Area</b>	<b>Goal</b>	<b>Strategy</b>
1. Funding	a. Secure COVID relief funding, particularly for transit operations	<ul style="list-style-type: none"> <li>• Advocate for emergency transit operating funding if Congress fails to provide sufficient support in a timely manner.</li> <li>• Support measures to increase local flexibility to direct funding to transit operations to address the current fiscal crisis.</li> </ul>
	b. Protect transportation funding	<ul style="list-style-type: none"> <li>• Advocate that funds dedicated to transportation not be eliminated or diverted to other purposes.</li> <li>• Engage in any process to revise existing fund distribution formulas to ensure it does not disbenefit San Francisco.</li> </ul>
	c. Enact new revenue and financing measures for transportation	<ul style="list-style-type: none"> <li>• Support efforts to raise additional dedicated transportation revenue to address ongoing funding shortfalls for both capital projects and operations.</li> <li>• Support efforts to establish new transportation revenue mechanisms that local and regional entities can choose to implement to fund capital projects and operations.</li> <li>• Partner with local agencies and other stakeholders to advance San Francisco’s priorities in the development and implementation of potential regional transportation funding measures.</li> <li>• Continue to monitor and, as appropriate, provide input into the next phase of the California Road Charge Pilot Program.</li> </ul>
	d. Secure cap-and-trade revenues for transportation	<ul style="list-style-type: none"> <li>• Maintain funding for current transportation and affordable housing programs and seek opportunities to direct additional cap-and-trade funds to them.</li> <li>• Advocate for the dedication of a significant portion of future cap-and-trade expenditure plans to transportation and to San Francisco’s investment priorities (e.g. transit operations, electric vehicle (EV) buses and infrastructure, transit expansion eg DTX).</li> </ul>

**Attachment 1**

San Francisco County Transportation Authority  
Draft 2021 State and Federal Legislative Program

	<p>e. Modify allocation formulas for state transportation funds</p>	<ul style="list-style-type: none"> <li>• Advocate for using factors that better tie transportation funding to the true demands placed on the system, such as daytime population or transit usage.</li> <li>• Advocate to either broaden the state definition of disadvantaged communities to better align with San Francisco’s communities of concern or allow use of alternative definitions such as a regional transportation planning agency’s (e.g. MTC’s) instead.</li> </ul>
	<p>f. Improve implementation of state grant programs (e.g. cap-and-trade, Active Transportation Program, Senate Bill 1 program)</p>	<ul style="list-style-type: none"> <li>• Advocate for grant application and allocation processes that are clear, streamlined, and flexible.</li> <li>• Advocate for a stronger role for regional and local governments in prioritizing local and regional projects for funding.</li> </ul>
	<p>g. Lower the 2/3 supermajority voter approval requirement for transportation taxes</p>	<ul style="list-style-type: none"> <li>• Support a constitutional amendment to lower the voter approval requirement for special taxes dedicated to local transportation projects from 66.67% to 55% or a simple majority.</li> </ul>
2. Policy Initiatives	<p>a. Advance San Francisco’s Vision Zero goals, improving safety for all users</p>	<ul style="list-style-type: none"> <li>• Work with local partners to identify and secure state and federal funding for Vision Zero projects.</li> <li>• Advocate to implement recommendations from the state Zero Traffic Fatalities Task Force, specifically authorizing local control of speed limit setting and speed safety cameras.</li> <li>• Support efforts to improve safety for all road users, including supporting bills that advance complete streets and best practices in safe roadway design.</li> </ul>
	<p>b. Support the Treasure Island Mobility Management Agency’s (TIMMA) work for sustainable mobility on Treasure Island</p>	<ul style="list-style-type: none"> <li>• Support funding and authorization, as needed, for study, piloting, and implementation of innovative mobility management such as tolling infrastructure, transportation and housing affordability programs, bike and car share initiatives, and autonomous shuttle pilot.</li> </ul>

**Attachment 1**  
 San Francisco County Transportation Authority  
 Draft 2021 State and Federal Legislative Program

	<p>c. Improve reliably and efficiency of San Francisco’s roadway network and other transportation demand management (TDM) strategies</p>	<ul style="list-style-type: none"> <li>• Support new legislation that promotes innovative TDM strategies such as authorizing area-wide congestion pricing pilot programs.</li> <li>• Support MTC’s efforts to improve compliance with occupancy requirements in High Occupancy Vehicle lanes.</li> </ul>
	<p>d. Ensure the implementation of emerging mobility innovations (e.g. Transportation Network Companies (TNCs), scooters, autonomous vehicles) is consistent with new mobility principles</p>	<ul style="list-style-type: none"> <li>• Continue efforts to ensure they are regulated and deployed in a way that balances their benefits and impacts and ensures safety, equity, and accessibility and ensure local authority is preserved as it relates to San Francisco’s local pilot and permit programs.</li> <li>• Seek authorization for additional local regulation of certain aspects of emerging mobility, where appropriate (e.g. operational standards, local mitigation fees).</li> <li>• Advocate to require access to critical data for local and regional governments for planning and monitoring purposes.</li> <li>• Continue to support efforts to develop and implement requirements for TNCs’ greenhouse gas emissions and accessibility (e.g. The California Air Resources Board’s Clean Mile Standard and the California Public Utilities Commission’s TNC Access for All initiatives).</li> <li>• Participate in state rulemaking regarding the testing, deployment, and regulation of autonomous vehicles to ensure they improve safety, mobility, and accessibility and avoid or minimize increase congestion or greenhouse gas emissions.</li> </ul>
	<p>e. Advance the adoption and integration of EVs in a manner consistent with other city priorities</p>	<ul style="list-style-type: none"> <li>• Advocate for EV legislation to be equitable and consistent with San Francisco’s other mobility policies (e.g. transit-first, emerging mobility) and that addresses some of the unique challenges facing San Francisco’s deployment of EV infrastructure (e.g. installing EV chargers in multi-family dwellings).</li> </ul>

**Attachment 1**

San Francisco County Transportation Authority  
Draft 2021 State and Federal Legislative Program

		<ul style="list-style-type: none"> <li>• Support funding opportunities for EV infrastructure planning, promotion, and deployment. This includes expanding eligibility of existing or new state funds to help transit operators meet the state’s Innovative Clean Transit rule that requires public transit bus fleets to be 100% zero-emission by 2040.</li> <li>• Support financial incentives for replacing combustion engine vehicles with EVs or non-auto modes such as ebikes, especially for low income individuals.</li> </ul>
	<p>f. Advance measures to increase production of affordable housing as well as supportive planning, infrastructure, and services</p>	<ul style="list-style-type: none"> <li>• Support efforts to revive the authority of local governments to use tax-increment financing for affordable housing and related improvements including transportation.</li> <li>• Support efforts to establish new, dedicated state and regional funding for affordable housing.</li> <li>• Support legislative efforts to incentivize and reduce barriers to the construction of new housing, in particular affordable and moderate rate housing, that are consistent with San Francisco’s growth strategy and provides necessary support for related infrastructure and transit service needs.</li> </ul>
	<p>g. Advance legislative actions in support of other city policy goals</p>	<ul style="list-style-type: none"> <li>• Support efforts to advance a more seamless public transit system in the Bay Area with integrated transit fares to benefit both low-income transit riders and attract new riders to the system, informed by recommendations of the Blue Ribbon Transit Recovery Task Force Action Plan, anticipated in mid-2021.</li> <li>• Work with state and local partners to affect the implementation of the Governor’s Executive Orders N-19-19 and N-79-20 that seek to align state investments and policies to reduce greenhouse gas emissions and to provide clean transportation options.</li> <li>• With other County Transportation Agencies (CTAs), work to modernize Congestion Management Program regulations to support key policies and</li> </ul>

**Attachment 1**  
 San Francisco County Transportation Authority  
 Draft 2021 State and Federal Legislative Program

3. High-Speed Rail (HSR)	Strengthen state commitment to a blended HSR and electrified Caltrain system from San Francisco to San Jose	reinforce CTAs' role in state, regional, and local transportation planning and funding. <ul style="list-style-type: none"> <li>• Work with partner agencies to advance the HSR project, oppose redirection of existing funds, and advocate that the HSR early investment projects are implemented in a manner consistent with the northern California Memorandum of Understanding to develop a blended system, including achieving level boarding at all shared Caltrain/High Speed Rail facilities.</li> <li>• Advocate for funding of the Caltrain Downtown Extension and advance the Caltrain Modernization Program.</li> </ul>
<b>FEDERAL</b>		
<b>Area</b>	<b>Goal</b>	<b>Strategy</b>
1. Transportation Funding	a. Secure COVID relief funding for transportation, particularly for transit operations  b. Sustain or increase federal transportation funding	<ul style="list-style-type: none"> <li>• Advocate for new COVID relief funding for transit operators to sustain services that are critical to economic recovery and provide mobility for essential workers and transit dependent persons. Support measures to increase local flexibility to direct federal funding to transit operations during the current fiscal crisis.</li> <li>• Support emergency federal funding to address the impacts of the COVID-19 pandemic on state, regional, and local governments, help backfill lost transportation revenues, and support recovery (e.g. job retention and creation).</li> </ul>
		<ul style="list-style-type: none"> <li>• Advocate for Congress maintain or increase the amounts authorized in the Fixing America's Surface Transportation (FAST) Act until a new surface transportation bill is approved (the latest continuing resolution expires on September 30, 2021).</li> <li>• Work with local, state, and national partners to advocate for a long term, fully funded reauthorization of the federal surface transportation bill with a higher</li> </ul>

**Attachment 1**

San Francisco County Transportation Authority  
Draft 2021 State and Federal Legislative Program

		<p>level of investment in San Francisco priority projects and programs and new resources to improve equity and respond to climate change.</p> <ul style="list-style-type: none"> <li>• Advocate for increasing the federal gasoline tax, and for indexing it to inflation to help close the Highway Trust Fund funding deficit.</li> <li>• Support study and piloting of grant programs for innovative approaches to transportation challenges such as road usage charges, implementing public transit affordability programs, highway removal, technology demonstrations, and alternative project delivery methods.</li> </ul>
	<p>b. Secure federal approvals for San Francisco’s Core Capacity and New and Small Starts priorities</p>	<ul style="list-style-type: none"> <li>• Advocate that Congress approves annual Core Capacity appropriations consistent with the Full Funding Grant Agreement for the Caltrain Modernization project and the BART Core Capacity project.</li> <li>• Work with local and regional partners to position San Francisco’s priority projects for these and other competitive federal funding programs, including the Muni Core Capacity Program, Geary Boulevard Bus Rapid Transit, and the Caltrain Downtown Extension.</li> </ul>
<p>2. Transportation Policy Initiatives</p>	<p>a. Advance autonomous vehicle regulations that improve safety and facilitate local evaluation of their performance</p>	<ul style="list-style-type: none"> <li>• Participate in efforts to develop a policy framework for their testing, deployment, and regulation.</li> <li>• Partner with state and local governments to advocate for evidence-based regulations that preserve the ability of jurisdictions to appropriately oversee their safe operation and ensure the availability of collected data.</li> </ul>
	<p>b. Address the impacts of shared mobility services (e.g. TNCs, private transit shuttles, scooters) and ensure their safety, equity and accessibility</p>	<ul style="list-style-type: none"> <li>• Contribute to the development of legislation and funding programs that balance their benefits and impacts, provide for state and local regulation, and secure access to critical data.</li> <li>• Support new federal funding for pilot projects that include a robust analysis of outcomes to inform future investment and regulation.</li> </ul>

**Attachment 1**  
 San Francisco County Transportation Authority  
 Draft 2021 State and Federal Legislative Program

	<p>c. Advance regulatory actions in support of other city policy goals</p>	<ul style="list-style-type: none"> <li>• Support state agencies’ advocacy efforts to reinstate California’s ability to set the state’s own vehicle fuel efficiency standards, independent of federal standards.</li> <li>• Monitor other potential regulation activities (e.g. mobile applications, privacy protection) that would impact San Francisco’s range of transportation services.</li> </ul>
--	--	--

<b>STATE AND FEDERAL (Project Delivery and Administration)</b>		
<b>Area</b>	<b>Goal</b>	<b>Strategy</b>
1. Project Delivery	<p>a. Expand use of innovative project delivery strategies for transportation infrastructure</p> <p>b. Seek integrated state and federal environmental impact studies and streamlined permitting</p>	<ul style="list-style-type: none"> <li>• Advocate for additional opportunities to use alternative delivery methods to manage risk and increase local control for transportation infrastructure projects.</li> <li>• Advocate for retention and expansion of financing programs such as Transportation Infrastructure Finance and Innovation Act (TIFIA), as well as additional flexibility.</li> <li>• Advocate for more efficient environmental processes (both CEQA and NEPA) to reduce administrative inefficiencies, expedite project delivery, and reduce costs.</li> <li>• Support efforts to increase the efficiency of Caltrans in reviewing and approving documents and permits.</li> </ul>
2. General Administration	<p>Ensure efficient and effective Transportation Authority operations</p>	<ul style="list-style-type: none"> <li>• Advocate for the streamlining of administrative requirements when multiple fund sources are used on a single project.</li> <li>• Oppose legislation and regulations that constrain our ability to efficiently and effectively contract for goods and services, conduct business. Support legislation and regulations that positively affect our effectiveness and limit or transfer our risk of liability.</li> </ul>





## Memorandum

### AGENDA ITEM 7

**DATE:** January 19, 2021

**TO:** Transportation Authority Board

**FROM:** Maria Lombardo - Chief Deputy Director

**SUBJECT:** 2/9/21 Board Meeting: Approval of the 2021 State and Federal Legislative Program

**RECOMMENDATION**     Information     Action

Approve the 2021 State and Federal Legislative Program

**SUMMARY**

Every year the Transportation Authority adopts high level goals and strategies to guide legislative strategy and advocacy while still providing the necessary flexibility to respond to specific bills and policies over the course of the legislative sessions. The 2021 State and Federal Legislative Program (Attachment 1) was developed in coordination with local, regional, and statewide partners. It focuses on securing COVID relief and other new revenues, advancing San Francisco's priority projects, engaging in the regulation of new transportation technologies, expanding the use of pricing and other innovative programs to support the city's equity, mobility, and climate goals, and advancing the City's Vision Zero goals.

- Fund Allocation
- Fund Programming
- Policy/Legislation
- Plan/Study
- Capital Project Oversight/Delivery
- Budget/Finance
- Contract/Agreement
- Other: \_\_\_\_\_

### BACKGROUND

The State and Federal Legislative Program, adopted annually by the Board, establishes a general framework to guide our legislative and funding advocacy efforts at the state and federal levels. Transportation Authority staff and our legislative advocacy consultant in Sacramento will use this program to plan strategy and communicate positions to the City's legislative delegations in Sacramento and Washington D.C. in addition to other transportation agencies and advocates.

The proposed 2021 State and Federal Legislative Program reflects key principles gathered from our common positions with the San Francisco Municipal Transportation Agency



(SFMTA), the Mayor's Office, city agencies, transit operators serving San Francisco, other local transportation sales tax authorities around the state, and the Metropolitan Transportation Commission (MTC), as well as our understanding of the most pressing issues facing the city, the region, and our partner agencies. It is presented in the form of principles rather than specific bills or legislative initiatives to allow staff the necessary flexibility to respond to legislative proposals and policy concerns that may arise over the course of the session. Throughout the year we will be reporting on the status of bills that are of significance to the Transportation Authority and developing recommendations for positions as appropriate.

## **DISCUSSION**

Our 2021 State and Federal Legislative Program continues many of the themes from the previous year and builds on them to address new opportunities and legislation currently being discussed at the federal, state, and regional level. Highlights are below.

### **State Advocacy.**

**COVID-19 Recovery.** A major focus of the Governor and Legislature this year will be relief and recovery efforts in response to the pandemic. While the bulk of our advocacy will be at the federal level, there are still measures the state can take to provide relief for transit operators. For instance, state agencies could continue to relax project delivery deadlines and increase local flexibility for transit operators to use state funding to deliver essential services. Under new federal leadership, we are optimistic about the prospects of additional relief funding. However, if Congress and the Administration fail to provide sufficient support in a timely manner, we would advocate for emergency funding relief from the state.

**Transportation Funding.** Similar to 2020, we do not anticipate proposals for any significant new state transportation funding measures this year. However, we will continue looking for ways to better align existing state funding programs with San Francisco's priorities. This includes supporting SFMTA's and other transit operators' effort to secure state and federal funds to help transit operators transition to clean vehicles, consistent with the state's Innovative Clean Transit rule that requires public transit bus fleets to be 100% zero-emission by 2040.

**Climate Goals.** In October 2019, Governor Newsom issued an executive order calling for transportation funding to align with state goals on climate and the environment, specifically to help reduce driving. At the end of 2020, he issued another order setting a statewide goal that all new in-state vehicle sales are zero-emission by 2035. We will engage in the development of the California State Transportation Agency's Climate Action Plan this year, and in any subsequent legislative efforts, particularly with respect to establishing new funding programs and setting new priorities for existing funding.

**Vision Zero.** This year we will continue to work with the SFMTA and other city agencies to advance San Francisco's Vision Zero goals. Building on last year's findings from the state's



Zero Fatalities Task Force, we anticipate the introduction of bills advancing roadway safety, in particular around speed limit setting, complete streets, and other safety measures, which could include speed safety cameras.

**Emerging Mobility and Innovative Strategies.** With respect to new transportation technology and innovative strategies, we expect that the rise of emerging mobility services will continue to produce legislation. We will advocate for policies that balance their benefits and impacts; ensure safety, equity, and accessibility; and secure local access to data to support local planning and regulation, where appropriate. Pending the outcome of the Downtown Congestion Pricing study and if directed by our Board, we may also seek renewal of prior years' efforts to authorize a congestion pricing pilot program.

**Bay Area Legislation - Transit Agency Coordination and Regional Revenue Measure.** In 2020, Assemblymember Chiu convened the Blue Ribbon Transit Recovery Task Force (BRTF) and charged it with developing an action plan by mid-2021 that would move the Bay Area's 27 transit systems into a more seamless and connected network. We anticipate that some of the recommendations may require state legislation. Assemblymember Chiu may also renew last year's effort to establish a transit network manager or advance an alternate strategy to facilitate coordination among the existing transit agencies. We will continue to engage with our partner agencies and local and regional stakeholders to provide input into any legislative proposal.

In light of the pandemic, the effort to authorize a regional transportation revenue measure was put on hold. Given the uncertainty of the Bay Area's economic recovery, we do not know if this effort will be revived in 2021 or, perhaps more likely, in a subsequent year. If it is, we will advocate for it to support San Francisco's priorities such as a regional means-based fare program, BART and Muni Core Capacity Programs, transit operations, as well as other key projects such as the Downtown Extension and US 101/I-280 Express Lanes and Bus project.

#### **Federal Advocacy.**

**COVID-19 Relief Funding.** The most immediate focus of our 2021 federal advocacy efforts will be to seek new COVID-19 relief funding for transit operators. Similar to our approach at the state level, we will also support measures to increase flexibility of funding restrictions during the current fiscal crisis. In addition, we will support emergency federal funding to address the impacts of the pandemic on state, regional, and local governments by helping backfill lost transportation revenues and support recovery (e.g. job retention and creation). Concurrently, we will work with San Francisco partners to establish transportation priorities for any forthcoming federal economic stimulus bill.

**Reauthorization of the Federal Transportation Bill.** Since the Fixing America's Surface Transportation (FAST) Act now expires on September 30, 2021, our other primary focus will be to advocate for San Francisco's priorities in the next federal transportation bill. In 2020,



reauthorization of the FAST Act (at higher funding levels) was embedded in a larger economic recovery package approved by the House that did not receive consideration in the Senate.

We are currently coordinating priorities with the SFMTA, MTC, ITS America, and others.

Primary objectives include:

- Provide additional near-term funding to support transit operators' economic recovery;
- Increase funding for formula programs (e.g. transit state of good repair, Surface Transportation Program) and capital investment grant programs (e.g. the New Starts/Small Starts/Core Capacity program);
- Provide new funding for demonstration programs that pilot innovative policies, new technology, and new approaches to improving mobility such as congestion pricing;
- Identify new, sustainable, user-based revenues, such as an increase in the federal gas tax;
- Seek new policies and grant programs consistent with the city's Vision Zero goals; and
- Ensure new and existing programs take into consideration climate change impacts.

**Transportation Appropriations.** Regardless of whether a new bill or a continuing resolution is passed, we will work to secure funding that is consistent with or exceeds the amounts authorized in the FAST Act. Our advocacy will include ensuring the outstanding commitments to the Caltrain Modernization and BART Core Capacity projects are met, seeking additional funding for innovative programs such as the Mobility on Demand Sandbox, and positioning priority projects for future federal funding, including the Muni Core Capacity Program, Geary Bus Rapid Transit and the Caltrain Downtown Extension.

**New Policy-Based Funding Strategies.** We will also monitor any introduction of new programs such as the \$10 billion program introduced in the Senate in late 2020 to helping communities tear down urban highways and rebuild the surrounding neighborhoods with the needs of underserved communities in mind, or the Freedom to Move Act which would have established a \$5 billion competitive grant program to support state and local efforts to implement fare-free public transportation systems.

**Emerging Mobility and Technology.** We anticipate the federal government will continue to establish its role in regulating and funding emerging mobility and technologies, including autonomous vehicles and mobility on demand (e.g. TNCs, private transit shuttles, and shared scooter and bike services). Our focus will be on advocating that the implementation of such programs first set clear goals, perform data-driven research to evaluate the public benefits and impacts of these emerging mobility services, maintain local and state regulatory roles, and mandate access to critical data for local and regional governments to ensure their safety, equity, and accessibility.



**Vision Zero.** In 2019, House Representative Earl Blumenauer introduced the Vision Zero Act that would allow federal transportation funding to be made available for communities to design and implement Vision Zero programs. We will look for any introduction of similar legislation and will partner with the SFMTA to advocate for policies consistent with San Francisco's Vision Zero efforts.

### **FINANCIAL IMPACT**

The recommended action does not have an impact on the adopted Fiscal Year 2020/21 budget.

### **CAC POSITION**

The CAC considered this item at its January 27, 2021 meeting and unanimously adopted a motion of support for the staff recommendation.

### **SUPPLEMENTAL MATERIALS**

Attachment 1 - Draft 2021 State and Federal Legislative Program

[ this page intentionally left blank ]



RESOLUTION ALLOCATING \$11,634,000 IN PROP K SALES TAX FUNDS, WITH CONDITIONS, TO SAN FRANCISCO PUBLIC WORKS FOR BETTER MARKET STREET - 5<sup>th</sup> to 8<sup>th</sup> STREETS

WHEREAS, The Transportation Authority received a request for a total of \$11,634,000 in Prop K local transportation sales tax, as summarized in Attachments 1 and 2 and detailed in the enclosed allocation request form; and

WHEREAS, The request seeks funds from the Transportation/Land Use Coordination and Guideways - Undesignated Prop K Expenditure Plan categories; and

WHEREAS, As required by the voter-approved Expenditure Plans, the Transportation Authority Board has adopted a Prop K 5-Year Prioritization Program (5YPP) for each of the aforementioned Expenditure Plan programmatic categories; and

WHEREAS, The request is consistent with the relevant 5YPPs; and

WHEREAS, After reviewing the request, Transportation Authority staff recommended allocating a total of \$11,634,000 in Prop K funds, with conditions, to San Francisco Public Works for Better Market Street - 5<sup>th</sup> to 8<sup>th</sup> Streets, as described in Attachment 3 and detailed in the enclosed allocation request form, which include staff recommendations for the Prop K amount, required deliverables, timely use of funds requirements, special conditions, and Fiscal Year Cash Flow Distribution Schedules; and

WHEREAS, There are sufficient funds in the Capital Expenditures line item of the Transportation Authority's approved Fiscal Year 2020/21 budget to cover the proposed actions; now, therefore be it

RESOLVED, That the Transportation Authority hereby allocates \$11,634,000 in Prop K funds, with conditions, to San Francisco Public Works for Better Market Street - 5<sup>th</sup> to 8<sup>th</sup> Streets, as summarized in Attachment 3 and detailed in the attached allocation request forms; and be it further

RESOLVED, That the Transportation Authority finds the allocation of these funds to be in conformance with the priorities, policies, funding levels, and prioritization methodologies established in the Prop K Expenditure Plans, the Prop K Strategic Plan, and the relevant 5YPPs; and be it further



RESOLVED, That the Transportation Authority hereby authorizes the actual expenditure (cash reimbursement) of funds for these activities to take place subject to the Fiscal Year Cash Flow Distribution Schedules detailed in the enclosed allocation request forms; and be it further

RESOLVED, That the Capital Expenditures line item for subsequent fiscal year annual budgets shall reflect the maximum reimbursement schedule amounts adopted and the Transportation Authority does not guarantee reimbursement levels higher than those adopted; and be it further

RESOLVED, That as a condition of this authorization for expenditure, the Executive Director shall impose such terms and conditions as are necessary for the project sponsors to comply with applicable law and adopted Transportation Authority policies and execute a Standard Grant Agreement to that effect; and be it further

RESOLVED, That as a condition of this authorization for expenditure, the project sponsor shall provide the Transportation Authority with any other information it may request regarding the use of the funds hereby authorized; and be it further

RESOLVED, That the Capital Improvement Program of the Congestion Management Program, the Prop K Strategic Plan and the relevant 5YPPs are hereby amended, as appropriate.

Attachments:

1. Summary of Requests Received
2. Brief Project Descriptions
3. Staff Recommendations
4. Prop K Allocation Summaries - FY 2020/21
5. Allocation Request Form



Attachment 1: Summary of Requests Received

Source	EP Line No./Category <sup>1</sup>	Project Sponsor <sup>2</sup>	Project Name	Current Prop K Request	Total Cost for Requested Phase(s)	Leveraging			
						Expected Leveraging by EP Line <sup>3</sup>	Actual Leveraging by Project Phase(s) <sup>4</sup>	Phase(s) Requested	District(s)
Prop K	22U, 44	SFPW	Better Market Street - 5th to 8th Streets	\$ 11,634,000	\$ 99,795,241	90%	88%	Construction	3, 6
<b>TOTAL</b>				<b>\$ 11,634,000</b>	<b>\$ 99,795,241</b>	90%	88%		

Footnotes

<sup>1</sup> "EP Line No./Category" is either the Prop K Expenditure Plan line number referenced in the 2019 Prop K Strategic Plan or the Prop AA Expenditure Plan category referenced in the 2017 Prop AA Strategic Plan, including: Street Repair and Reconstruction (Street), Pedestrian Safety (Ped), and Transit Reliability and Mobility Improvements (Transit) or the Traffic Congestion Mitigation Tax (TNC Tax) category referenced in the Program Guidelines.

<sup>2</sup> Acronyms: SFPW (San Francisco Public Works)

<sup>3</sup> "Expected Leveraging By EP Line" is calculated by dividing the total non-Prop K funds expected to be available for a given Prop K Expenditure Plan line item (e.g. Pedestrian Circulation and Safety) by the total expected funding for that Prop K Expenditure Plan line item over the 30-year Expenditure Plan period. For example, expected leveraging of 90% indicates that on average non-Prop K funds should cover 90% of the total costs for all projects in that category, and Prop K should cover only 10%.

<sup>4</sup> "Actual Leveraging by Project Phase" is calculated by dividing the total non-Prop K or non-Prop AA funds in the funding plan by the total cost for the requested phase or phases. If the percentage in the "Actual Leveraging" column is lower than in the "Expected Leveraging" column, the request (indicated by yellow highlighting) is leveraging fewer non-Prop K dollars than assumed in the Expenditure Plan. A project that is well leveraged overall may have lower-than-expected leveraging for an individual or partial phase.

Attachment 2: Brief Project Descriptions<sup>1</sup>

EP Line No./ Category	Project Sponsor	Project Name	Prop K Funds Requested	Project Description
22U, 44	SFPW	Better Market Street - 5th to 8th Streets	\$ 11,634,000	The Better Market Street project is comprised of various streetscape enhancements, transit capacity and reliability improvements, and state of good repair infrastructure on Market Street between Steuart Street and Octavia Boulevard. Requested funds are for Phase 1 construction, the segment of Market St between 5th and 8th streets. Improvements include ADA compliant transit boarding islands, larger traffic signals to improve safety, replacing aging signal and track infrastructure, a shared curb lane for cyclists, and pedestrian and bicycle safety measures such as wider curb ramps and speed tables. SFPW anticipates that the project will be open for use by September 2023.
<b>TOTAL</b>			<b>\$11,634,000</b>	

<sup>1</sup> See Attachment 1 for footnotes.

Attachment 3: Staff Recommendations <sup>1</sup>

EP Line No./ Category	Project Sponsor	Project Name	Prop K Funds Recommended	Recommendations
22U, 44	SFPW	Better Market Street - 5th to 8th Streets	\$ 11,634,000	<p><b>Deliverable:</b> With the next regular quarterly project reporting to the Board (May 2021), SFPW staff will present the Construction Mitigation Plan.</p> <p><b>Special Condition:</b> The recommended allocation is contingent upon SFPW's continued compliance with quarterly project reporting on the Better Market Street project to the Transportation Authority Board, established as a condition of receiving One Bay Area Grant (OBAG) funding.</p>
<b>TOTAL</b>			<b>\$ 11,634,000</b>	

<sup>1</sup> See Attachment 1 for footnotes.

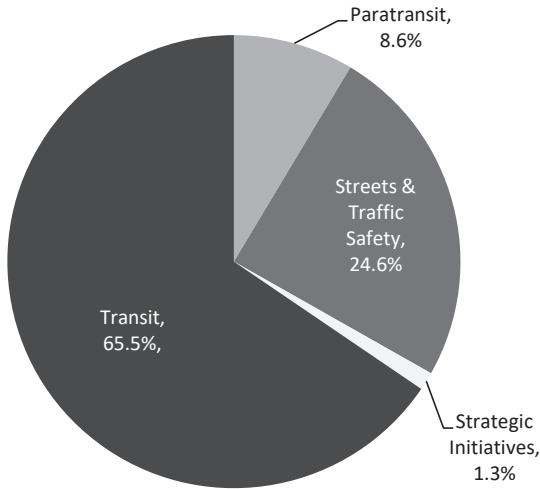
Attachment 4.  
Prop K Allocation Summary - FY2020/21

**PROP K SALES TAX**

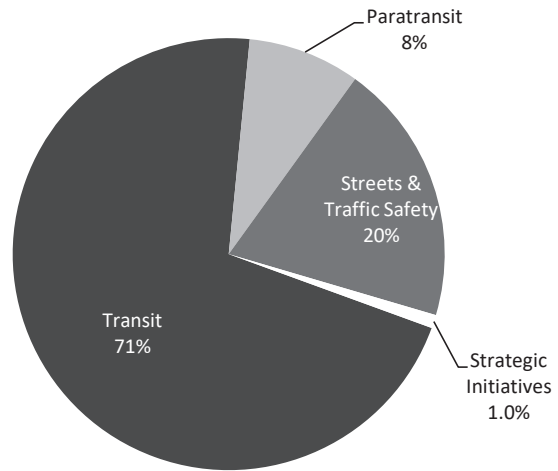
FY2020/21	Total	FY 2020/21	FY 2021/22	FY 2022/23	FY 2023/24	FY 2024/25	FY 2025/26
Prior Allocations	\$ 63,590,477	\$ 18,720,002	\$ 27,733,065	\$ 15,014,335	\$ 1,707,118	\$ 415,957	\$ -
Current Request(s)	\$ 11,634,000	\$ -	\$ 1,745,100	\$ 5,235,300	\$ 4,653,600	\$ -	\$ -
New Total Allocations	\$ 75,224,477	\$ 18,720,002	\$ 29,478,165	\$ 20,249,635	\$ 6,360,718	\$ 415,957	\$ -

the current recommended allocation(s).

**Investment Commitments, per Prop K Expenditure Plan**



**Prop K Investments To Date**

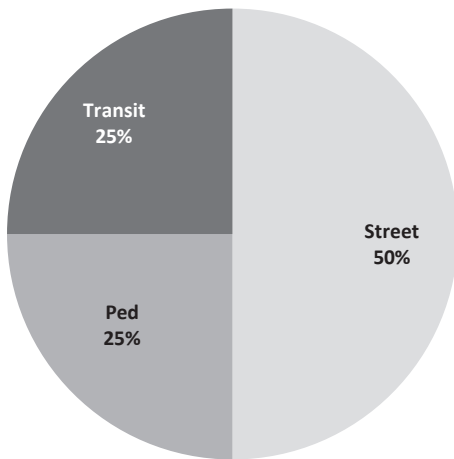


**PROP AA VEHICLE REGISTRATION FEE**

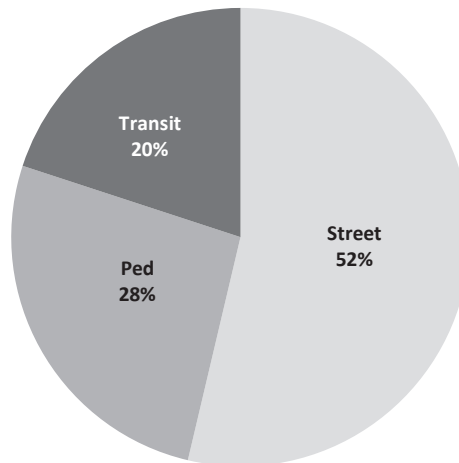
FY2020/21	Total	FY 2020/21	FY 2021/22	FY 2022/23	FY 2023/24	FY 2024/25
Prior Allocations	\$ 5,086,429	\$ 2,732,401	\$ 2,354,029	\$ -	\$ -	\$ -
Current Request(s)	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
New Total Allocations	\$ 5,086,429	\$ 2,732,401	\$ 2,354,029	\$ -	\$ -	\$ -

recommended allocation(s).

**Investment Commitments, per Prop AA Expenditure Plan**



**Prop AA Investments To Date**



# San Francisco County Transportation Authority

## Prop K/Prop AA Allocation Request Form

<b>FY of Allocation Action:</b>	FY2020/21
<b>Project Name:</b>	Better Market Street - 5th to 8th Streets
<b>Grant Recipient:</b>	Department of Public Works

### EXPENDITURE PLAN INFORMATION

<b>Prop K EP categories:</b>	Guideways - Undesignated, Transportation/Land Use Coordination
<b>Current Prop K Request:</b>	\$11,634,000
<b>Supervisory District(s):</b>	District 03, District 06

### REQUEST

#### Brief Project Description

The Better Market Street project is comprised of various streetscape enhancements, transit capacity and reliability improvements, and state of good repair infrastructure Market Street between Steuart Street and Octavia Boulevard. Requested funds are for Phase 1 construction, the segment of Market St between 5th and 8th streets. Improvements include ADA compliant transit boarding islands, larger traffic signals to improve safety, replace aging signal and track infrastructure, a shared curb lane for cyclists, and pedestrian and bicycle safety measures such as wider curb ramps and speed tables.

#### Detailed Scope, Project Benefits and Community Outreach

Market Street is San Francisco's premier boulevard and an important local and regional transit corridor. The Better Market Street (BMS) project includes 2.2 miles of the corridor, from Steuart Street to Octavia Boulevard. It is a multi-modal project that includes among other features, bike lanes, pavement renovation, landscaping, Muni track replacement and a new F-Line loop that would enable the streetcars to turnaround along McAllister Street and Charles J. Brenham Place, providing increased operational flexibility. In addition to its transportation-focused goals supporting the City's Transit First and Vision Zero policies, the project is also intended to help revitalize Market Street as the City's premier pedestrian boulevard. Although not part of the BMS project, the project team is coordinating with BART on its efforts to construct escalator canopies at BART/Muni entrances and to perform state of good repair work on BART ventilation grates.

The BMS project is a partnership between SFPW, which is the lead agency, the Transportation Authority, the San Francisco Municipal Transportation Agency (SFMTA), San Francisco Public Utilities Commission (SFPUUC), and the Planning Department, which led the environmental review.

To accelerate project construction while providing time for funding to be secured for the overall project, the BMS program will be implemented in five phases. Phase 1 improvements will cover the portion of Market Street between 5th and 8th Streets and the logical tie-in points with existing infrastructure at each end. This work is located in the Central Market and Civic Center sections of Market Street. Central Market has been a neglected section of Market Street for over 50 years, and activating Central Market remains a priority.

The subject Prop K request leverages over \$20 million in state and federal funding for construction of the segment along Market Street between 5th and 8th streets.

Phase 1 work includes:

- Construction of ADA compliant transit boarding islands that are safer and fully accessible
- Repaving the roadway to make it safer and smoother for all users and replacing worn-down rails
- Repairing sidewalk defects to reduce tripping hazards
- Building wider curb ramps at all crosswalk locations
- A shared curb lane for cyclists, with improvements such as a painted buffer and double-sharrow treatments to provide additional capacity for cyclists given the higher than anticipated volumes since Market Street became car-free
- Speed tables to enhance bike safety

- Installing new 12” traffic signals, in place of the existing 8” signals, that meet current standards and improve visibility and safety
- Replacing aging signal infrastructure, and
- Creating multiple new passenger and commercial loading zones on the cross streets to provide safe loading and unloading

The BMS project team worked to prioritize essential scope for Phase 1 to reduce project costs and help close the funding gap; minimize construction impacts to businesses; maintain ADA compliant access for pedestrians; provide additional capacity for cyclists; and allow for commercial deliveries. With this, the new Phase 1 scope will maintain the curb line and there will be delays to sidewalk replacement, the Path of Gold streetlight pole replacement and other utility relocations. The planned shared curb lanes will be reserved for bicyclists, paratransit, taxis and commercial vehicles. Loading restrictions in the morning and evening peak commute hours will continue to limit delivery vehicles and conflicts during the busiest times on Market Street and the project team anticipates 75% fewer vehicles in the curb lane with the new car-free Market Street and new transit service plan. The project team plans to replace some water and sewer pipes that have reached the end of their design life and reline others to extend their life and will also replace the overhead catenary system, traction power systems that provide electricity to vehicles, and switches.

The F-line loop streetcar turnaround along McAllister Street, Charles J. Brenham Place, and Market Street between McAllister and Charles J. Brenham is Phase 2. The phasing for the remainder of the corridor will be determined as funding becomes available.

SFPW, SFMTA, SFPUC and the Mayor's Office of Economic and Workforce Development are in the process of developing a Construction Mitigation Plan, which will be finalized by April 2021. The project team will establish a committee to advise on the needs of businesses, and conduct outreach in order to collect input from businesses as they develop the Plan. The Plan will include outreach during construction.

The BMS project team performed six rounds of outreach, with the latest round in November 2020. The team presented design changes to the public at two virtual open houses in November 2020 (on November 4 and November 9) and to various stakeholders between November and December 2020. The BMS project team also conducted a public survey from November to early December and received 388 responses.

**Project Location**

Market St, between 5th St and 8th St

**Project Phase(s)**

Construction (CON)

**5YPP/STRATEGIC PLAN INFORMATION**

<b>Type of Project in the Prop K 5YPP/Prop AA Strategic Plan?</b>	Named Project
<b>Is requested amount greater than the amount programmed in the relevant 5YPP or Strategic Plan?</b>	Greater than Programmed Amount
<b>Prop K 5YPP Amount:</b>	\$11,634,000
<b>Justification for Necessary Amendment</b>	
Request includes \$1 million in Prop K funds de-obligated from the Better Market Street - Bikeway Pilot, which was not delivered due to a redesign effort to shift to a curb lane instead of a sidewalk level bikeway.	

# San Francisco County Transportation Authority

## Prop K/Prop AA Allocation Request Form

<b>FY of Allocation Action:</b>	FY2020/21
<b>Project Name:</b>	Better Market Street - 5th to 8th Streets
<b>Grant Recipient:</b>	Department of Public Works

### ENVIRONMENTAL CLEARANCE

<b>Environmental Type:</b>	EIR/EIS
----------------------------	---------

### PROJECT DELIVERY MILESTONES

Phase	Start		End	
	Quarter	Calendar Year	Quarter	Calendar Year
Planning/Conceptual Engineering (PLAN)	Oct-Nov-Dec	2017	Oct-Nov-Dec	2018
Environmental Studies (PA&ED)	Jul-Aug-Sep	2015	Jul-Aug-Sep	2020
Right of Way				
Design Engineering (PS&E)	Oct-Nov-Dec	2018	Jan-Feb-Mar	2021
Advertise Construction	Jan-Feb-Mar	2021		
Start Construction (e.g. Award Contract)	Jul-Aug-Sep	2021		
Operations (OP)				
Open for Use			Jul-Aug-Sep	2023
Project Completion (means last eligible expenditure)			Jul-Aug-Sep	2024

### SCHEDULE DETAILS

**Timely Use of Funds Deadlines**

**BUILD:**

- Obligation: September 2020
- Construction start date: May 10, 2021
- Begin Invoicing: June 21, 2021
- Substantial Construction Completion and Open to Traffic: March 29, 2024
- Funds Expended: By September 30, 2025

**OBAG:**

- Obligation: By January 31, 2021
- Construction advertisement: 3 months after obligation (by April 30, 2021)
- Construction Award: 6 months after obligation (by July 31, 2021)
- Invoice: Due 6 months after obligation (by July 31, 2021) with a reimbursement within 9 months of obligation (by October 31, 2021), then quarterly thereafter.

## San Francisco County Transportation Authority Prop K/Prop AA Allocation Request Form

<b>FY of Allocation Action:</b>	FY2020/21
<b>Project Name:</b>	Better Market Street - 5th to 8th Streets
<b>Grant Recipient:</b>	Department of Public Works

### FUNDING PLAN - FOR CURRENT REQUEST

Fund Source	Planned	Programmed	Allocated	Project Total
PROP K: Guideways - Undesignated	\$0	\$10,384,000	\$0	\$10,384,000
PROP K: Transportation/Land Use Coordination	\$0	\$1,250,000	\$0	\$1,250,000
AHSC GRANT	\$0	\$2,699,907	\$0	\$2,699,907
BART MEASURE RR	\$0	\$3,020,284	\$0	\$3,020,284
BUILD GRANT	\$0	\$0	\$15,000,000	\$15,000,000
OBAG GRANT	\$0	\$0	\$3,366,000	\$3,366,000
PROP A GO BOND	\$0	\$41,809,958	\$0	\$41,809,958
REPURPOSED FEDERAL EARMARK	\$0	\$70,627	\$0	\$70,627
SFPUC FUNDS	\$0	\$22,194,465	\$0	\$22,194,465
<b>Phases in Current Request Total:</b>	<b>\$0</b>	<b>\$81,429,241</b>	<b>\$18,366,000</b>	<b>\$99,795,241</b>

### FUNDING PLAN - ENTIRE PROJECT (ALL PHASES)

Fund Source	Planned	Programmed	Allocated	Project Total
PROP K	\$0	\$11,634,000	\$2,230,000	\$13,864,000
TSP SUSTAINABILITY FEE	\$0	\$0	\$1,355,400	\$1,355,400
SFPUC FUNDS	\$0	\$22,194,465	\$2,100,000	\$24,294,465
REPURPOSED FEDERAL EARMARK	\$0	\$70,627	\$0	\$70,627
PROP A GO BOND	\$0	\$41,809,958	\$27,601,900	\$69,411,858
OCTAVIA PARCEL FUNDS	\$0	\$0	\$3,050,000	\$3,050,000
OBAG GRANT	\$0	\$0	\$3,366,000	\$3,366,000
GENERAL FUND	\$0	\$0	\$5,161,200	\$5,161,200
DEVELOPER IMPACT FEES	\$0	\$0	\$1,500,000	\$1,500,000
BUILD GRANT	\$0	\$0	\$15,000,000	\$15,000,000



## FUNDING PLAN - ENTIRE PROJECT (ALL PHASES)

Fund Source	Planned	Programmed	Allocated	Project Total
BART MEASURE RR	\$0	\$3,020,284	\$225,000	\$3,245,284
AHSC GRANT	\$0	\$2,699,907	\$0	\$2,699,907
<b>Funding Plan for Entire Project Total:</b>	<b>\$0</b>	<b>\$81,429,241</b>	<b>\$61,589,500</b>	<b>\$143,018,741</b>

## COST SUMMARY

Phase	Total Cost	Prop K - Current Request	Source of Cost Estimate
Planning/Conceptual Engineering (PLAN)	\$22,671,200	\$0	Actual Costs
Environmental Studies (PA&ED)	\$0	\$0	
Right of Way	\$0	\$0	
Design Engineering (PS&E)	\$20,552,300	\$0	Actual cost and cost to complete
Construction (CON)	\$99,795,241	\$11,634,000	Based on 95% Engineer's Estimate
Operations (OP)	\$0	\$0	
<b>Total:</b>	<b>\$143,018,741</b>	<b>\$11,634,000</b>	

<b>% Complete of Design:</b>	95.0%
<b>As of Date:</b>	01/22/2021
<b>Expected Useful Life:</b>	30 Years

**MAJOR LINE ITEM BUDGET**

SUMMARY BY MAJOR LINE ITEM (BY AGENCY LABOR BY TASK)						
Budget Line Item	Totals	% of contract	SFPW	SFMTA	Contractor	
Roadway Work	\$ 5,098,917				\$ 5,098,917	
Traffic Calming Elements Work	\$ 1,035,607				\$ 1,035,607	
Landscape Work	\$ 4,005,947				\$ 4,005,947	
Traffic Signal Work	\$ 3,741,731				\$ 3,741,731	
Overhead Contact System Work	\$ 6,590,753				\$ 6,590,753	
Traction Power Work	\$ 1,734,158				\$ 1,734,158	
Electrical Work	\$ 6,672,495				\$ 6,672,495	
Track Work	\$ 9,200,054				\$ 9,200,054	
Structural Work	\$ 3,224,508				\$ 3,224,508	
Site Assessment & Remediation	\$ 1,132,731				\$ 1,132,731	
Sewer Work (PUC)	\$ 4,355,300				\$ 4,355,300	
Water Work (PUC)	\$ 4,571,002				\$ 4,571,002	
Auxiliary Water Supply System (PUC)	\$ 6,261,504				\$ 6,261,504	
BART Grate Ventilation Work	\$ 2,066,799				\$ 2,066,799	
Traffic Routing	\$ 3,476,032				\$ 3,476,032	
General Allowances	\$ 2,054,372				\$ 2,054,372	
Mobilization	\$ 1,631,147				\$ 1,631,147	
Demobilization	\$ 1,087,431				\$ 1,087,431	
Art Components	\$ 350,000				\$ 350,000	
<b>Contract Subtotal</b>	<b>\$ 68,290,488</b>				<b>\$ 68,290,488</b>	
Construction Contingency	\$ 6,246,922	9.1%	\$ 6,246,922			
<b>Total Construction Estimate</b>	<b>\$ 74,537,410</b>					
Construction Management	\$ 9,370,384	13.7%	\$ 5,622,230	\$ 3,748,154		
Construction Support	\$ 9,370,384	13.7%	\$ 5,622,230	\$ 3,748,154		
Traffic Signage and Striping	\$ 270,141	0.4%		\$ 270,141		
Transit Support <sup>1</sup>	\$ 6,246,922	9.1%		\$ 6,246,922		
<b>TOTAL CONSTRUCTION PHASE</b>	<b>\$ 99,795,241</b>		<b>\$ 17,491,383</b>	<b>\$ 14,013,370</b>	<b>\$ 68,290,488</b>	

<sup>1</sup>Transit support includes costs to support continued transit service such as F-line bus substitution, overhead catenary system support, and provisional stop improvements for bus lines affected during construction.

Note: Total Construction Phase cost does not include construction mitigation and cost multiplier to accelerate construction work.

# San Francisco County Transportation Authority

## Prop K/Prop AA Allocation Request Form

<b>FY of Allocation Action:</b>	FY2020/21
<b>Project Name:</b>	Better Market Street - 5th to 8th Streets
<b>Grant Recipient:</b>	Department of Public Works

### SFCTA RECOMMENDATION

Resolution Number:		Resolution Date:	
Total Prop K Requested:	\$11,634,000	Total Prop AA Requested:	\$0
Total Prop K Recommended:	\$11,634,000	Total Prop AA Recommended:	\$0

SGA Project Number:		Name:	Better Market Street - 5th to 8th Streets - EP22U
Sponsor:	Department of Public Works	Expiration Date:	09/30/2024
Phase:	Construction	Fundshare:	15.62

#### Cash Flow Distribution Schedule by Fiscal Year

Fund Source	FY 2020/21	FY 2021/22	FY 2022/23	FY 2023/24	FY 2024/25	Total
PROP K EP-122U	\$0	\$1,745,100	\$4,610,300	\$4,028,600	\$0	\$10,384,000

#### Deliverables

1. Quarterly progress reports (QPRs) shall include % complete to date, upcoming project milestones (e.g. ground-breaking, ribbon-cutting), and delivery updates including work performed in the prior quarter, work anticipated to be performed in the upcoming quarter, and any issues that may impact delivery, in addition to all other requirements described in the Standard Grant Agreement.

2. With the first QPR, Sponsor shall provide 2-3 photos of typical before conditions; with the first quarterly report following initiation of work, Sponsor shall provide a photo documenting compliance with the Prop K attribution requirements as described in the SGA; quarterly reports shall include photos of work being performed; and on completion of the project Sponsor shall provide 2-3 photos of completed work.

3. With the next regular quarterly project reporting to the Board (May 2021), SFPW staff will present the Construction Mitigation Plan.

#### Special Conditions

1. The recommended allocation is contingent upon SFPW's continued compliance with quarterly project reporting on the Better Market Street project to the Transportation Authority Board, established as a condition of receiving OBAG funding.

SGA Project Number:		Name:	Better Market Street - 5th to 8th Streets - EP44
Sponsor:	Department of Public Works	Expiration Date:	09/30/2024
Phase:	Construction	Fundshare:	15.62

#### Cash Flow Distribution Schedule by Fiscal Year

Fund Source	FY 2020/21	FY 2021/22	FY 2022/23	FY 2023/24	FY 2024/25	Total
PROP K EP-144	\$0	\$0	\$625,000	\$625,000	\$0	\$1,250,000

**Deliverables**

1. Quarterly progress reports (QPRs) shall include % complete to date, upcoming project milestones (e.g. ground-breaking, ribbon-cutting), and delivery updates including work performed in the prior quarter, work anticipated to be performed in the upcoming quarter, and any issues that may impact delivery, in addition to all other requirements described in the Standard Grant Agreement.

2. With the first QPR, Sponsor shall provide 2-3 photos of typical before conditions; with the first quarterly report following initiation of work, Sponsor shall provide a photo documenting compliance with the Prop K attribution requirements as described in the SGA; quarterly reports shall include photos of work being performed; and on completion of the project Sponsor shall provide 2-3 photos of completed work.

3. With the next regular quarterly project reporting to the Board (May 2021), SFPW staff will present the Construction Mitigation Plan.

**Special Conditions**

1. The recommended allocation is contingent upon SFPW's continued compliance with quarterly project reporting on the Better Market Street project to the Transportation Authority Board, established as a condition of receiving OBAG funding.

Metric	Prop K	Prop AA
Actual Leveraging - Current Request	88.34%	No Prop AA
Actual Leveraging - This Project	90.31%	No Prop AA

# San Francisco County Transportation Authority

## Prop K/Prop AA Allocation Request Form

<b>FY of Allocation Action:</b>	FY2020/21
<b>Project Name:</b>	Better Market Street - 5th to 8th Streets
<b>Grant Recipient:</b>	Department of Public Works

### EXPENDITURE PLAN INFORMATION

<b>Current Prop K Request:</b>	\$11,634,000
--------------------------------	--------------

1) The requested sales tax and/or vehicle registration fee revenues will be used to supplement and under no circumstance replace existing local revenues used for transportation purposes.

Initials of sponsor staff member verifying the above statement

OQ

### CONTACT INFORMATION

	Project Manager	Grants Manager
<b>Name:</b>	Cristina Olea (SFDPW)	Oscar Quintanilla
<b>Title:</b>	Project Manager	Capital Budget Analyst
<b>Phone:</b>	(415) 558-4004	(415) 860-2054
<b>Email:</b>	cristina.c.olea@sfdpw.org	oscar.quintanilla@sfdpw.org

## BETTER MARKET STREET FUNDING PLAN

(Updated January 29, 2021)

ALL DOLLARS IN THOUSANDS

## ENVIRONMENTAL AND PHASE 1 FUNDING

Funding Source	Status	Full Corridor Env. Review & 30% Design	Design Ph. 1 <sup>1</sup>	Redesign Ph. 1 <sup>2</sup>	Construction Ph. 1 <sup>3</sup>	Future Phases	Total by Fund Source
General Fund	Allocated	5,161					5,161
Octavia Land Sales	Allocated	3,050					3,050
Market Octavia Impact Fees	Allocated	1,500					1,500
Transit Center Impact Fees	Allocated					2,000	2,000
Prop A GO Bond	Allocated	12,960	7,642	7,000			27,602
SFMTA Transit Funds	Allocated		1,355				1,355
Prop K Sales Tax (EP 22U)	Allocated		2,230				2,230
One Bay Area Grant (OBAG)	Allocated				3,366		3,366
BUILD (federal)	Allocated				15,000		15,000
Repurposed Federal Earmark	Programmed				71		71
Prop K sales tax (EP 22 & 44)	Programmed				11,634		11,634
Prop A GO Bond	Programmed				41,810	56,858	98,668
Affordable Housing and Sustainable Communities (AHSC)	Programmed				2,700		2,700
BART (8th/Grove/Hyde/Market)	Programmed		225		3,020		3,245
PUC Sewer and Water Funds	Programmed		2,100				2,100
PUC Sewer and Water Funds	Programmed				22,194		22,194
<b>Total Identified Funding</b>		<b>22,671</b>	<b>13,552</b>	<b>7,000</b>	<b>99,795</b>	<b>58,858</b>	<b>201,876</b>
<b>Phase 1 Funding</b>							<b>143,018</b>
<b>Phase 1 Design + Redesign + Construction Cost</b>							<b>143,018</b>

<sup>1</sup> Phase 1A design cost included sidewalk level bikeway<sup>2</sup> Phase 1 redesign cost includes shared curb lane<sup>3</sup> Cost of Phase 1, at 95% design, (Market Street from 5th Street to 8th Street) does not include the segment of Market St between McAllister and Charles J. Brenham. This segment will be constructed with Phase 2 (F-Loop).

## OTHER POTENTIAL FUNDING SOURCES

Funding Source	Funding Requested	
Federal	FTA 5309 (New Starts, Small Starts, Core Capacity)	
Federal	FTA 5337 Fixed Guideway	
Federal	BUILD	
Federal	OBAG 3 (FYs 2022/23-2026/27)	
State	Senate Bill (SB) 1, Cap & Trade (ATP, LPP)	
Regional	Regional Measure 3 (bridge tolls): Phase 1	4,872
Regional	Regional Measure 3 (bridge tolls)	20,128
Local	SFMTA Prop B General Fund set-aside	
Local	New Funding (vehicle license fee, bonds, sales tax, TNC tax)	
Local	Prop K current/reauthorization	
Local	Transit Center Impact Fees	













## Memorandum

### AGENDA ITEM 8

**DATE:** January 28, 2021

**TO:** Transportation Authority Board

**FROM:** Eric Cordoba - Deputy Director for Capital Projects  
Anna LaForte - Deputy Director for Policy and Programming

**SUBJECT:** 02/09/2021 Board Meeting: Allocate \$11,634,000, in Prop K Funds, with Conditions, to San Francisco Public Works for Better Market Street - 5th to 8th Streets

**RECOMMENDATION**    Information    Action

Allocate \$11,634,000 in Prop K funds, with conditions, to San Francisco Public Works (SFPW) for Better Market Street (BMS) - 5th to 8th Streets

**SUMMARY**

BMS is comprised of various streetscape enhancements, transit capacity and reliability improvements, and state of good repair infrastructure work along Market Street between Steuart Street and Octavia Boulevard. The preliminary cost estimate for all phases of the project is \$604 million. BMS has a significant funding gap (\$407 million). SFPW has developed a proposed phasing plan that anticipates construction of Phase 1, the segment between 5th and 8th streets, to start in 2021. The F Loop is Phase 2. The BMS team has been working to prioritize essential scope for Phase 1 to reduce project cost and help close the funding gap; minimize construction impacts to businesses; and provide additional capacity for cyclists given the higher than anticipated volumes since Market Street became car-free. The revised scope will maintain the curb line, delay sidewalk replacement, and includes a shared curb lane for cyclists with improvements such as a painted buffer and double-sharrow treatments. Buses will use the center lanes only. The BMS team conducted public outreach on the new scope in November and December. Cristina Calderón Olea, SFPW project manager, will provide an update to the Board focusing on the design modifications made in response to public input on the new design and their plans to advertise construction by March 1. Attachments 1 and 2 summarize SFPW's request for Prop K funds for Phase 1 construction.

- Fund Allocation
- Fund Programming
- Policy/Legislation
- Plan/Study
- Capital Project Oversight/Delivery
- Budget/Finance
- Contract/Agreement
- Other: \_\_\_\_\_



## FOLLOW-UP

At the February 9 meeting, the Board unanimously approved the recommended action on its first reading. Commissioner Haney noted that his vote on the second reading would take into consideration the project team's progress on two of three follow up requests. Specifically, he called for a detailed plan for enforcement of car-free Market Street, including the number of Parking Control Officers, timing for their deployment, and when and how cameras could be added to assist with enforcement. Secondly, he asked for an update on engagement with the taxi industry on their recommendations related to the project (e.g., desired use of the center transit lane). The project team has indicated that it will provide a memo responding to these requests by Friday, February 19 that we will post to our website, along with the other meeting materials. Project staff will attend the February 23 Board meeting to answer any questions the Board may have.

Commissioner Haney's third request called for the project team to return no later than May 2021 to present a long-term transformative plan for Market Street. We anticipate agendizing this as part of a regular quarterly progress update to the Board on this project.

## BACKGROUND

This memo supports the subject allocation request and incorporates the quarterly project progress update requested by the Board as a condition of receiving One Bay Area Grant funds.

**Project Background.** Market Street is San Francisco's premier boulevard and an important local and regional transit corridor. The BMS project includes 2.2 miles of the corridor, from Steuart Street to Octavia Boulevard. It is a multi-modal project that includes, among other features, bike lanes, pavement renovation, landscaping, Muni track replacement and a new F-Line loop that would enable the streetcars to turnaround along McAllister Street and Charles J. Brenham Place, providing increased operational flexibility. In addition to its transportation-focused goals supporting the City's Transit First and Vision Zero policies, the project is also intended to help revitalize Market Street as the City's premier pedestrian boulevard. Although not part of the BMS project, the project team is coordinating with BART on its efforts to construct escalator canopies at BART/Muni entrances and to perform state of good repair work on BART ventilation grates.

The BMS project is a partnership between SFPW, which is the lead agency, the Transportation Authority, the San Francisco Municipal Transportation Agency (SFMTA), San Francisco Public Utilities Commission (SFPUC), and the Planning Department, which led the environmental review.

To improve safety and transit performance, the City implemented its quick-build program on Market Street on January 29, 2020. Quick-Build made Market Street car-free eastbound from 10th to Main street, and westbound from Steuart Street to Van Ness Avenue. The project



improved transit performance with Muni lines running 6% faster on average. The volume of cyclists also increased by 25% to over 800 per hour at peak.

Given the cost of the project and the length of the corridor, SFPW plans to design and construct the project in phases. SFPW identified Phase 1 as the segment between 5th and 8th streets. As previously reported, SFPW has proposed a phasing plan for design and construction that would allow them to advertise Phase 1 construction in early 2021 and begin construction in summer 2021. The F- Loop streetcar turnaround along McAllister Street, Charles J. Brenham Place, and Market Street between McAllister and Charles J. Brenham is Phase 2. The phasing for the remainder of the corridor will be determined as funding becomes available.

**Prop K Allocation Request.** SFPW is requesting \$11,634,000 in Prop K funds for the Phase 1 construction phase. Attachment 1 summarizes the subject allocation request, including information on proposed leveraging (i.e., stretching Prop K sales tax dollars further by matching them with other fund sources) compared with the leveraging assumptions in the Prop K Expenditure Plan. Attachment 2 includes a brief project description. Attachment 3 summarizes the staff recommendations for the request, highlighting special conditions and other items of interest. An Allocation Request Form for the project is attached, with more detailed information on scope, schedule, budget, funding, deliverables and special conditions.

## **DISCUSSION**

**Status and Key Activities.** Quick-Build and Project Scope Changes: The success of quick-build and the increase in bicycle volumes led the project team to determine that the proposed 8-foot sidewalk bikeway was too narrow to accommodate the new bicycle volumes. Consequently, the project team proposed to eliminate the sidewalk-level bikeway, keep bicyclists in the existing curb lane, and add a 2-foot painted buffer to protect bicyclists. This change also allowed the project team to reduce the scope and cost of the project and minimize construction-related impacts to businesses along the corridor, a key consideration anytime, but especially while the City is seeking to support economic recovery during the pandemic.

Other project design changes included eliminating Muni service in the curb lane to eliminate traffic conflicts, new fully-accessible boarding islands that are twice as large as current boarding islands, signalized crossings to boarding islands, shared curb lane with treatments that emphasize bike priority, and new curb ramps with limited sidewalk replacement. Potential transit and shared lane separation treatments include mountable curbs in painted buffers to discourage lane changes and speed tables to discourage speeding in curb lanes. Muni lines are expected to operate only in the center lanes which allows the signals to be optimized to favor transit.



The planned shared curb lanes will be reserved for bikes, paratransit, taxis and commercial vehicles. Loading restrictions in the morning and evening peak commute hours will continue to limit delivery vehicles and conflicts during the busiest times on Market Street. The project team anticipates 75% fewer vehicles in curb lane with the new car-free Market and new transit service plan.

The Path of Gold streetlight poles replacement and other utility relocations will be delayed. The project will repave Market Street and replace worn-down rails, BART grates in the street, and traffic signals. The tracks will be upgraded from "tie and ballast" to "direct fixation". The existing 8" traffic signals will be replaced with new, 12" signals that meet current standards. The project team plans to replace some water and sewer pipes that have reached the end of their design life and reline others to extend their life. The project team will also replace the overhead catenary system, traction power systems that provide electricity to vehicles, and switches.

**Outreach Activities.** The BMS team presented design changes to the public at virtual open house throughout November, two virtual meetings on November 4 and November 9, and also to the San Francisco Taxi Workers Alliance on December 2. The BMS team also conducted a public survey from November to early December.

The survey received 388 responses and indicated that many participants did not like the removal of the sidewalk level bikeway nor having to share the curb lane with taxis, delivery vehicles, and paratransit. There also were concerns about the speed tables, mountable curb, and having all of transit in one lane. Several people noted that private vehicles continue to drive on Market Street. Other respondents liked having a dedicated Muni transit lane, a wider lane for bicycles, and restrictions that help slow down or limit vehicles, such as commercial delivery and loading zone restrictions during peak commute hours. Bicyclists requested possibly moving taxis and paratransit to the center lane, and to install forced right turns at regular intervals/intersections. Paratransit is allowed to use the center Muni-only lanes.

**Post-Outreach Proposed Changes.** After receiving outreach responses from the online meetings, the project team proposed additional changes to respond to the concerns. These changes include lowering the speed limit to 20 miles per hour between Franklin and Stuart streets. The project focused the installation of speed tables next to boarding islands to slow vehicle traffic and discourage speeding near transit riders and pedestrians while removing them from other midblock locations to reduce the number of speed tables that people biking and passengers in taxis or paratransit would need to traverse. Speed tables help enhance the 10-mile-per-hour safety zones next to boarding islands and vehicles will not be able to change lanes to avoid the speed tables at the new proposed locations.

People biking, transit riders, and taxi drivers expressed concerns about crossing mountable curbs to pass double-parked or broken-down vehicles. The project team will no longer install proposed mountable curbs between vehicle lanes and will instead, explore other ideas for



lane separators. The team will also explore the use of traffic cameras to monitor illegal turns onto Market Street to improve enforcement of the ban on private vehicles.

To further reduce conflicts between motorized vehicles and pedestrians and bicyclists, the BMS team proposed implementing four new required right turns for taxis and commercial vehicles. The required right turns will be located eastbound at 8th and 6th streets and westbound at Kearny/Geary and Turk streets. Transit, paratransit, bicyclists, and emergency vehicles will be exempt from the right turn. The BMS team installed signage to indicate that taxis and paratransit vehicles may use Market Street loading zones at all times in January 2020.

To offset restriction taxis face on Market Street, the BMS team proposed to exempt taxis from left-turn restrictions along eastbound Mission Street at 11th and 9th streets, and westbound Mission Street at 2nd, New Montgomery, 5th, 6th and 11th streets. These proposed changes will add onto the 2019 Better Market Street legislation that included commercial vehicle loading restrictions during peak hours and three commercial vehicle required right turns. The required right turns westbound at Geary/Kearny streets and at Hayes/Larkin streets will be implemented in 2021 through quick-build implementation. The eastbound required right turns at 6<sup>th</sup> and 8<sup>th</sup> streets will be implemented after the Phase 1 construction phase. The SFMTA Board approved the speed limit reduction, required right turns, and left turns for taxis along Mission Street on January 19, 2021.

The design team has completed 15% plans for the entire project corridor and is at 95% complete for design for the Phase 1 improvements with the new scope. The project will be ready for advertisement in Spring 2021 and construction should start by May 2021 as required by the federal Better Utilizing Investments to Leverage Development (BUILD) grant. The design for Phase 2 which includes the F-Loop along McAllister Street and Charles J. Brenham Place may take 2 years to complete with construction anticipated to start in 2024.

**Project Cost and Funding.** The partner agencies have reevaluated the state of good repair scope of work and reduced the total cost of the project. The new total construction estimate for Phase 1 is \$99.8 million of which \$74.5 million is for the construction contract, contingency, and escalation, and \$25.3 million for soft costs. Phase 1 construction soft costs reflect \$6.5 million for transit support including F-line bus substitution, overhead catenary system support, and provisional stop improvements for bus lines affected during construction.

Work along Market Street between McAllister and Charles J. Brenham will be completed as part of Phase 2 - F-Loop and is estimated to cost \$17 million. The total project cost for Phase 1 and Phase 2, including \$7 million for the 2020 redesign, is \$123 million compared to the 2019 estimate of \$191 million. A significant portion of the construction cost represents state of good repair and infrastructure renewal work that would be required regardless of the BMS project. However, maintaining the curb lane allowed the project to remove utility relocation work.



The attached Allocation Request Form shows the current funding plan for the BMS project. The BMS project has secured \$201.9 million in funding from the federal BUILD grant program, One Bay Area Grant program, BART, Prop K sales tax, SFMTA's Prop A General Obligation bond, and other funding sources. Based on the 2020 cost estimate for the new Phase 1 scope, this would fully fund Phase 1 through construction with \$58.9 million to apply toward future phases. With respect to Phase 2, the segment on Market Street that will be delivered through Phase 2 is fully funded; however, cost estimates and the funding plan for the F-loop streetcar turnaround still need to be finalized.

The BMS team is also focused on getting the project shovel ready in order to qualify for potential state or federal stimulus funds.

**Current Issues and Risks.** The new design changes for Better Market Street seek to balance the needs of transit, bicyclists, pedestrians, taxis, paratransit, and delivery vehicles with a limited budget and while reducing the construction impacts on businesses that have been severely impacted by COVID. This can be a difficult balancing act due to limited lane space on Market Street, competing interests, and multi-modal traffic conflicts. Bicyclists have expressed concerns about the need for a dedicated bike facility to avoid traffic conflicts, but there is not enough space to provide a dedicated bike facility of the width required to accommodate even 2020 bike volumes. Taxis and paratransit have expressed concerns about reduced access and longer trips along the Market Street corridor due to forced right turns requiring less direct routes. Businesses may also have concerns about delivery truck route changes but have been difficult to reach as the majority of businesses have been closed during COVID.

Identifying funding to close the funding gap for the remainder of the project beyond Phase 1 remains a significant challenge. SFPW and project partners are continuing to look for other funding opportunities, and the project team is seeking to make the project shovel ready to compete for any stimulus funds. After finishing design for Phase 1, the project team will focus on Phase 2 and the remainder of the project. This will include extending the re-evaluation of the scope and phasing options corridor-wide, which is expected to help reduce costs and narrow the funding gap.

## **FINANCIAL IMPACT**

The recommended action would allocate \$11,634,000 in Prop K funds. The allocation would be subject to the Fiscal Year Cash Flow Distribution Schedule contained in the attached Allocation Request Form.

Attachment 4 shows the approved Prop K Fiscal Year 2020/21 allocations and appropriations to date, with associated annual cash flow commitments as well as the recommended allocation and cash flow amounts that are the subject of this memorandum.





Sufficient funds are included in the adopted Fiscal Year 2020/21 annual budget. Furthermore, sufficient funds will be included in future budgets to cover the recommended cash flow distributions for those respective fiscal years.

### **CAC POSITION**

SFPW did not submit the allocation request in time to be agendaized at the January 27 CAC meeting. However, the BMS project team provided a progress update on BMS at the January CAC meeting, which included a heads up about the current construction allocation request. We are advancing the request directly to the February 9 Transportation Authority Board meeting to enable SFPW to meeting timely use of fund deadlines associated with federal funds awarded to BMS.

### **SUPPLEMENTAL MATERIALS**

- Attachment 1 - Summary of Request
- Attachment 2 - Project Description
- Attachment 3 - Staff Recommendations
- Attachment 4 - Prop K Allocation Summary - FY 2020/21
- Attachment 5 - Allocation Request Form

[ this page intentionally left blank ]



RESOLUTION ADOPTING THE FISCAL YEAR 2021/22 TRANSPORTATION FUND FOR  
CLEAN AIR LOCAL EXPENDITURE CRITERIA

WHEREAS, The Transportation Fund for Clean Air (TFCA) Program is funded by a \$4 vehicle registration fee collected by the California Department of Motor Vehicles in the nine-county Bay Area and forty percent of the revenues collected are available to each county on a return-to-source basis to implement strategies to improve air quality by reducing motor vehicle emissions; and

WHEREAS, The Transportation Authority is the designated Program Manager for the TFCA Program; and

WHEREAS, The passage of Assembly Bill 434 required that the designated Program Manager annually adopt criteria establishing a set of priorities for expenditure of funds for certain types of projects; and

WHEREAS, Drawing on the agency's past experience as the Program Manager for TFCA the Transportation Authority staff developed the attached draft Fiscal Year 2021/22 TFCA Local Expenditure Criteria; and

WHEREAS, At its January 27, 2021 meeting, the Citizens Advisory Committee considered the staff recommendation and unanimously adopted a motion of support for its adoption; now, therefore, be it



RESOLVED, That the Transportation Authority hereby adopts the attached Fiscal Year 2021/22 TFCA Local Expenditure Criteria; and be it further

RESOLVED, That the Executive Director is hereby authorized to communicate this information to all relevant agencies and interested parties.

Attachment:

- Attachment 1 - FY 2021/22 TFCA Local Expenditure Criteria

Enclosure:

- County Program Manager Fund Expenditure Plan Guidance for Fiscal Year Ending 2021

**Attachment 1**  
**Fiscal Year 2021/22 Transportation Fund for Clean Air (TFCA)**  
**DRAFT LOCAL EXPENDITURE CRITERIA**

The following are the Fiscal Year 2021/22 Local Expenditure Criteria for San Francisco's TFCA County Program Manager Funds.

#### ELIGIBILITY SCREENING

In order for projects to be considered for funding, they must meet the eligibility requirements established by the Air District's TFCA County Program Manager Fund Policies for Fiscal Year Ending 2022. Consistent with the policies, a key factor in determining eligibility is a project's cost effectiveness (CE) ratio. The TFCA CE ratio is designed to measure the cost effectiveness of a project in reducing motor vehicle air pollutant emissions and to encourage projects that contribute funding from non-TFCA sources. TFCA funds budgeted for the project are divided by the project's estimated emissions reduction. The estimated reduction is the weighted sum of reactive organic gases (ROG), oxides of nitrogen (NOx), and particulate matter (PM) emissions that will be reduced over the effective life of the project, as defined by the Air District's guidelines.

TFCA CE is calculated by inputting information provided by the applicant into the Air District's CE worksheets. Transportation Authority staff will be available to assist project sponsors with these calculations and will work with Air District staff and the project sponsors as needed to verify reasonableness of input variables. The worksheets also calculate reductions in carbon dioxide (CO<sub>2</sub>) emissions, which are not included in the Air District's official CE calculations, but which the Transportation Authority considers in its project prioritization process.

**Consistent with the Air District's Guidelines, in order to be eligible for Fiscal Year 2021/22 TFCA funds, a project must meet the CE ratio for emissions (i.e., ROG, NOx, and PM) reductions as specified in the guidelines for each project type. Projects that do not meet the appropriate CE threshold cannot be considered for funding.**

#### PROJECT PRIORITIZATION

Candidate projects that meet the cost effectiveness thresholds will be prioritized for funding based on the two-step process described below:

Step 1 - TFCA funds are programmed to eligible projects, as prioritized using the Transportation Authority Board-adopted Local Priorities (see next page).

Step 2 - If there are TFCA funds left unprogrammed after Step 1, the Transportation Authority will work with project sponsors to develop additional TFCA candidate projects. This may include refinement of projects that were submitted for Step 1, but were not deemed eligible, as well as new projects. This approach is in response to an Air District policy that does not allow County Program Managers to rollover any unprogrammed funds to the next year's funding cycle. If Fiscal Year 2021/22 funds are not programmed within 6 months of the Air District's approval of San Francisco's funding allocation, expected in May 2021, funds can be redirected (potentially to non-San Francisco projects) at the Air District's discretion. New candidate projects must meet all TFCA eligibility requirements and will be prioritized based on the Transportation Authority Board's adopted Local Priorities.

#### Local Priorities

The Transportation Authority's Local Priorities for prioritizing TFCA funds include the following factors:

**1. Project Type** - In order of priority:

- 1) Zero emissions non-vehicle projects including, but not limited to, bicycle and pedestrian facility improvements, transit priority projects, traffic calming projects, and transportation demand management projects;
- 2) Shuttle services that reduce vehicle miles traveled (VMT);
- 3) Alternative fuel vehicles and alternative fuel infrastructure; and
- 4) Any other eligible project.

**2. Cost Effectiveness of Emissions Reduced**- Priority will be given to projects that achieve high CE (i.e. a low cost per ton of emissions reduced) compared to other applicant projects. The Air District's CE worksheet predicts the amount of reductions each project will achieve in ROG, NO<sub>x</sub>, PM, and CO<sub>2</sub> emissions. However, the Air District's calculation only includes the reductions in ROG, NO<sub>x</sub>, and PM per TFCA dollar spent on the project. The Transportation Authority will also give priority to projects that achieve high CE for CO<sub>2</sub> emission reductions based on data available from the Air District's CE worksheets. The reduction of transportation-related CO<sub>2</sub> emissions is consistent with the City and County of San Francisco's 2013 *Climate Action Strategy*.

**3. Project Readiness** - Priority will be given to projects that are ready to proceed and have a realistic implementation schedule, budget, and funding package. Projects that cannot realistically commence in calendar year 2022 or earlier (e.g. to order or accept delivery of vehicles or equipment, begin delivery of service, award a construction contract, start the first TFCA-funded phase of the project) and be completed within a two-year period will have lower priority. Project sponsors may be advised to resubmit these projects for a future TFCA programming cycle.

**4. Community Support** - Priority will be given to projects with demonstrated community support (e.g. recommended in a community-based transportation plan, outreach conducted to identify locations and/or interested neighborhoods, or a letter of recommendation provided by the district Supervisor).

**5. Benefits Communities of Concern** - Priority will be given to projects that directly benefit Communities of Concern, whether the project is directly located in a Community of Concern (see map) or can demonstrate benefits to disadvantaged populations.

**6. Investment from Non-Public Project Sponsors or Partners** - Non-public entities may apply for and directly receive TFCA grants for alternative-fuel vehicle and infrastructure projects and may partner with public agency applicants for any other project type. For projects where a non-public entity is the applicant or partner, priority will be given to projects that include an investment from the non-public entity that is commensurate with the TFCA funds requested.

**7. Project Delivery Track Record** - Projects that are ranked high in accordance with the above local expenditure criteria may be lowered in priority or restricted from receiving TFCA funds if either of the following conditions applies or has applied during the previous two fiscal years:

- **Monitoring and Reporting** - Project sponsor has failed to fulfill monitoring and reporting requirements for any previously funded TFCA project.
- **Implementation of Prior Project(s)** - Project sponsor has a signed Funding Agreement for a TFCA project that has not shown sufficient progress; the project sponsor has not implemented the project by the project completion date without formally receiving a time extension from the Transportation Authority; or the project sponsor has violated the terms of the funding agreement.

**8. Program Diversity** - Promotion of innovative TFCA projects in San Francisco has resulted in increased visibility for the program and offered a good testing ground for new approaches to reducing motor vehicle emissions. Using the project type criteria established above, the Transportation Authority will continue to develop an annual program that contains a diversity of project types and approaches and serves multiple constituencies. The Transportation Authority believes that this diversity contributes significantly to public acceptance of and support for the TFCA program.



## Memorandum

### AGENDA ITEM 9

**DATE:** January 22, 2021  
**TO:** Transportation Authority Board  
**FROM:** Anna LaForte - Deputy Director for Policy and Programming  
**SUBJECT:** 2/09/2021 Board Meeting: Adopt Fiscal Year 2021/22 Transportation Fund for Clean Air Local Expenditure Criteria

<p><b>RECOMMENDATION</b>   <input type="checkbox"/> Information   <input checked="" type="checkbox"/> Action</p> <p>Adopt the Fiscal Year (FY) 2021/22 Transportation Fund for Clean Air (TFCA) Local Expenditure Criteria</p> <p><b>SUMMARY</b></p> <p>The TFCA program is funded by a \$4 vehicle registration fee collected by the California Department of Motor Vehicles in the nine-county Bay Area. The Bay Area Air Quality Management District (Air District) makes 40 percent of the TFCA program revenues available to each county on a return-to-source basis to implement strategies to improve air quality by reducing motor vehicle emissions, in accordance with the Air District's Clean Air Plan. As the County Program Manager for San Francisco, the Transportation Authority is required annually to adopt Local Expenditure Criteria to guide how projects will be prioritized for San Francisco's share of TFCA funds. Our proposed FY 2021/22 Local Expenditure Criteria (Attachment 1) do not include any changes from last year and are consistent with the Air District's TFCA policies for FY 2021/22. The criteria establish a prioritization methodology for applicant projects, including ranked project types, emission reduction benefits, program diversity, project readiness, and sponsor's project delivery track record. Additional criteria give higher priority to projects that benefit communities of concern, demonstrate community support, and, for projects with non-public entity applicants or partners, include commensurate non-public investments. Following Board approval of the criteria, we will issue the FY 2021/22 call for projects for approximately \$730,000.</p>	<p><input type="checkbox"/> Fund Allocation</p> <p><input checked="" type="checkbox"/> Fund Programming</p> <p><input type="checkbox"/> Policy/Legislation</p> <p><input type="checkbox"/> Plan/Study</p> <p><input type="checkbox"/> Capital Project Oversight/Delivery</p> <p><input type="checkbox"/> Budget/Finance</p> <p><input type="checkbox"/> Contract/Agreement</p> <p><input type="checkbox"/> Other: _____</p>
---	---

### BACKGROUND

In 1991, the California Legislature authorized the Air District to impose a \$4 vehicle registration surcharge to provide grant funding to projects that address on-road motor vehicle emissions, helping the Bay Area meet state and federal air quality standards and greenhouse gas emission reduction goals. The Air District awards sixty percent of the TFCA funds through the TFCA Regional Fund, a suite of competitive grant programs for projects



that reduce emissions from on-road motor vehicles. The Air District holds calls for projects for each of the project categories available (i.e. bikeways, electric vehicle charging stations, zero-emission and partial-zero-emission vehicles, and shuttle and ridesharing projects).

The Air District transfers the remaining forty percent of the TFCA funds to designated County Program Managers, such as the Transportation Authority, in each of the nine Bay Area counties to be awarded to TFCA-eligible projects. Each year the Air District adopts the County Program Manager Fund Expenditure Plan Guidance, which includes the list of eligible projects and defines policies for the expenditure of the County Program Manager Fund. The latest guidance document (enclosed) includes policy changes, such as modifying the cost-effectiveness eligibility limit (e.g. making it easier to qualify) for electric vehicle chargers, shuttle service, arterial management, and other infrastructure improvements that support alternative transportation modes and are identified in the Air District's 2017 Clean Air Plan trip reduction, to incentivize these projects.

As in past years, any public agency may be a project sponsor for a TFCA-funded project. Private entities may sponsor vehicle projects such as alternative-fuel vehicles and infrastructure projects, or partner with public agencies for all other project types.

## **DISCUSSION**

Our proposed FY 2021/22 Local Expenditure Criteria (Attachment 1) do not include any changes from last year and are consistent with the Air District's TFCA policies for FY 2021/22. Our experience with previous application cycles shows that the projected TFCA revenues generally are sufficient to fund most, if not all, of the projects that satisfy TFCA eligibility requirements established by the Air District, including a requirement that each project must achieve a cost effectiveness ratio as established in the adopted TFCA County Program Manager Fund Guidance. Thus, while some counties have established a complex point system for rating potential TFCA projects across multiple local jurisdictions and project sponsors, our assessment is that over time San Francisco has been better served by not assigning a point system to evaluate applications.

Upon application, projects first undergo an eligibility screening. As in prior years, only projects that meet all of the Air District's TFCA eligibility requirements will be prioritized for funding using the Transportation Authority's Local Expenditure Criteria. The prioritization criteria include consideration of the following factors:

- Project type (e.g., highest priority to zero-emissions non-vehicle projects like bike projects)
- Cost effectiveness
- Project readiness (e.g., ability to meet TFCA timely-use-of-funds guidelines)
- Program diversity
- Community Support
- Benefits Communities of Concern
- Investment from Non-Public Project Sponsors or Partners





- Other factors (e.g., the project sponsor's recent delivery track-record for TFCA projects).

We continue to work with the Air District and other County Program Managers to improve the TFCA program's effectiveness at achieving air quality benefits, decrease its administrative burden, and allow the County Program Manager's more flexibility to address each county's unique air quality challenges and preferred methods of mitigating mobile source emissions.

**Next Steps.** Following board approval of the Local Expenditure Criteria, we will release the TFCA call for projects, anticipated by March 5, 2021. After reviewing and evaluating project applications, we anticipate presenting a recommended TFCA FY 2021/22 program of projects to the Citizens Advisory Committee in May and the Board in June 2021 for approval. Attachment 2 details the proposed schedule for the FY 2021/22 TFCA call for projects.

## **FINANCIAL IMPACT**

There are no impacts to the Transportation Authority's adopted FY 2020/21 budget associated with the recommended action. Approval of the Local Expenditure Criteria will allow the Transportation Authority to program approximately \$730,000 in local TFCA funds to eligible San Francisco projects and to receive about \$42,000 for ongoing administration of the TFCA program. These funds will be incorporated into the FY 2021/22 budget and subsequent year budgets to reflect anticipated TFCA project cash reimbursement needs.

## **CAC POSITION**

The Citizens Advisory Committee considered and unanimously approved this item at its January 27, 2021 meeting.

## **SUPPLEMENTAL MATERIALS**

- Attachment 1 - Draft FY 2021/22 TFCA Local Expenditure Criteria
- Attachment 2 - Draft Schedule for FY 2021/22 TFCA Call for Projects
- Enclosure - County Program Manager Fund Expenditure Plan Guidance for Fiscal Year Ending 2022

**Attachment 2**  
**San Francisco County Transportation Authority**  
**Fiscal Year 2021/22 Transportation Fund for Clean Air**

**Draft Schedule for Fiscal Year 2021/22 TFCA Call for Projects\***

Wednesday, January 27, 2021	Citizens Advisory Committee Meeting - ACTION Local Expenditure Criteria
Tuesday, February 9, 2021	Transportation Authority Board Meeting - PRELIMINARY ACTION Local Expenditure Criteria
Tuesday, February 23, 2021	Transportation Authority Board Meeting - FINAL ACTION Local Expenditure Criteria
By Friday, March 5, 2021	Transportation Authority Issues TFCA Call for Projects
Friday, April 23, 2021	TFCA Applications Due to the Transportation Authority
Wednesday, May 26, 2021	Citizens Advisory Committee Meeting - ACTION TFCA staff recommendations
Tuesday, June 8, 2021	Transportation Authority Board Meeting - PRELIMINARY ACTION TFCA staff recommendations
Tuesday, June 22, 2021	Transportation Authority Board Meeting - FINAL ACTION TFCA staff recommendations
Sept 2021 (estimated)	Funds expected to be available to project sponsors

\* Meeting dates are subject to change. Please check the Transportation Authority's website for the most up-to-date schedule ([www.sfcta.org/agendas](http://www.sfcta.org/agendas)).



MOTION ACCEPTING THE SAN FRANCISCO COUNTY TRANSPORTATION AUTHORITY'S  
AUDIT REPORT FOR THE FISCAL YEAR ENDED JUNE 30, 2020

Pursuant to the annual audit requirements in its Fiscal Policy, the San Francisco County Transportation Authority hereby accepts the audit report for the fiscal year ended June 30, 2020.

Enclosure:

1. Audit Report for the Year Ended June 30, 2020



December 17, 2020

The Board of Directors of the  
San Francisco County Transportation Authority  
San Francisco, California

We have audited the financial statements of San Francisco County Transportation Authority (Authority) for the year ended June 30, 2020, and have issued our report thereon dated December 17, 2020. Professional standards require that we advise you of the following matters relating to our audit.

**Our Responsibility in Relation to the Financial Statement Audit under Generally Accepted Auditing Standards and *Government Auditing Standards* and our Compliance Audit under the Uniform Guidance**

As communicated in our letter dated April 17, 2020, our responsibility, as described by professional standards, is to form and express an opinion about whether the financial statements that have been prepared by management with your oversight are presented fairly, in all material respects, in accordance with accounting principles generally accepted in the United States of America and to express an opinion on whether the Authority complied with the types of compliance requirements described in the *OMB Compliance Supplement* that could have a direct and material effect on each of the Authority's major federal programs. Our audit of the financial statements and major program compliance does not relieve you or management of its respective responsibilities.

Our responsibility, as prescribed by professional standards, is to plan and perform our audit to obtain reasonable, rather than absolute, assurance about whether the financial statements are free of material misstatement. An audit of financial statements includes consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control over financial reporting. Accordingly, as part of our audit, we considered the internal control of the Authority solely for the purpose of determining our audit procedures and not to provide any assurance concerning such internal control.

Our responsibility, as prescribed by professional standards as it relates to the audit of the Authority's major federal program compliance, is to express an opinion on the compliance for each of the Authority's major federal programs based on our audit of the types of compliance requirements referred to above. An audit of major program compliance includes consideration of internal control over compliance with the types of compliance requirements referred to above as a basis for designing audit procedures that are appropriate in the circumstances and to test and report on internal control over compliance in accordance with the Uniform Guidance, but not for the purpose of expressing an opinion on the effectiveness of internal control over compliance. Accordingly, as a part of our major program compliance audit, we considered internal control over compliance for these purposes and not to provide any assurance on the effectiveness of the Authority's internal control over compliance.

We are also responsible for communicating significant matters related to the audit that are, in our professional judgment, relevant to your responsibilities in overseeing the financial reporting process. However, we are not required to design procedures for the purpose of identifying other matters to communicate to you.

We have provided our comments regarding internal controls during our audit in our Independent Auditor's Report on Internal Control over Financial Reporting and on Compliance and Other Matters Based on an Audit of Financial Statements Performed in Accordance with *Government Auditing Standards* dated December 17, 2020. We will also provide our comments regarding compliance with the types of compliance requirements referred to above and internal controls over compliance during our audit in our Independent Auditor's Report on Compliance with Each Major Federal Program and Report on Internal Control Over Compliance Required by the Uniform Guidance.

### **Planned Scope and Timing of the Audit**

We conducted our audit consistent with the planned scope and timing we previously communicated to you.

### **Compliance with All Ethics Requirements Regarding Independence**

The engagement team, others in our firm, as appropriate, our firm, and other firms utilized in the engagement, if applicable, have complied with all relevant ethical requirements regarding independence.

### **Qualitative Aspects of the Entity's Significant Accounting Practices**

#### *Significant Accounting Policies*

Management has the responsibility to select and use appropriate accounting policies. A summary of the significant accounting policies adopted by the Authority is included in Note 2 to the financial statements. There have been no initial selection of accounting policies and no changes in significant accounting policies or their application during the year. No matters have come to our attention that would require us, under professional standards, to inform you about (1) the methods used to account for significant unusual transactions and (2) the effect of significant accounting policies in controversial or emerging areas for which there is a lack of authoritative guidance or consensus.

#### *Significant Accounting Estimates*

Accounting estimates are an integral part of the financial statements prepared by management and are based on management's current judgments. Those judgments are normally based on knowledge and experience about past and current events and assumptions about future events. Certain accounting estimates are particularly sensitive because of their significance to the financial statements and because of the possibility that future events affecting them may differ markedly from management's current judgments.

The most sensitive accounting estimates affecting the financial statements are related to the Authority's pension liability and related deferrals.

Management's estimate of the pension liability is based on actuarial valuations performed by management specialists. We evaluated the key factors and assumptions used to develop these liabilities and determined that they were reasonable in relation to the basic financial statements taken as a whole.

**Significant Difficulties Encountered during the Audit**

We encountered no significant difficulties in dealing with management relating to the performance of the audit.

**Uncorrected and Corrected Misstatements**

For purposes of this communication, professional standards require us to accumulate all known and likely misstatements identified during the audit, other than those that we believe are trivial, and communicate them to the appropriate level of management. Further, professional standards require us to also communicate the effect of uncorrected misstatements related to prior periods on the relevant classes of transactions, account balances or disclosures, and the financial statements as a whole. There were no uncorrected misstatements noted.

**Disagreements with Management**

For purposes of this letter, professional standards define a disagreement with management as a matter, whether or not resolved to our satisfaction, concerning a financial accounting, reporting, or auditing matter, which could be significant to the financial statements or the auditor's report. No such disagreements arose during the course of the audit.

**Representations Requested from Management**

We have requested certain written representations from management which are included in the management representation letter dated December 17, 2020.

**Management's Consultations with Other Accountants**

In some cases, management may decide to consult with other accountants about auditing and accounting matters. Management informed us that, and to our knowledge, there were no consultations with other accountants regarding auditing and accounting matters.

**Other Significant Matters, Findings, or Issues**

In the normal course of our professional association with the Authority, we generally discuss a variety of matters, including the application of accounting principles and auditing standards, operating conditions affecting the entity, and operating plans and strategies that may affect the risks of material misstatement. None of the matters discussed resulted in a condition to our retention as the Authority's auditors.

This report is intended solely for the information and use of the governing board, and management of the Authority and is not intended to be, and should not be, used by anyone other than these specified parties.



San Mateo, California



## Memorandum

### AGENDA ITEM 10

**DATE:** January 21, 2021

**TO:** Transportation Authority Board

**FROM:** Cynthia Fong - Deputy Director for Finance and Administration

**SUBJECT:** 2/9/2021 Board Meeting: Accept the Audit Report for the Fiscal Year Ended June 30, 2020

**RECOMMENDATION**    Information    Action

Accept the audit report for the fiscal year ended June 30, 2020

**SUMMARY**

The Transportation Authority's financial records are required to be audited annually by an independent, certified public accountant. The Comprehensive Annual Financial Reporting (Audit Report) for the year ended June 30, 2020, was conducted in accordance with generally accepted auditing standards by the independent, certified public accounting firm of Eide Bailly LLP. Since more than \$750,000 in federal grants were expended during the year, a single audit (compliance audit) was also performed on the I-80/Yerba Buena Island Interchange Improvement Project. The Transportation Authority received all unmodified audit opinions from Eide Bailly, with no findings or recommendations for improvements. A representative from Eide Bailly will present the audit report and answer any questions at the Board meeting.

- Fund Allocation
- Fund Programming
- Policy/Legislation
- Plan/Study
- Capital Project Oversight/Delivery
- Budget/Finance
- Contract/Agreement
- Other: \_\_\_\_\_

### BACKGROUND

Under its Fiscal Policy (Resolution 18-07), the Transportation Authority's financial records are to be audited annually by an independent, certified public accounting firm. The audits for the fiscal year ended June 30, 2020, were conducted in accordance with generally accepted auditing standards, the standards applicable to financial audits contained in the Government Auditing Standards, issued by the Comptroller General of the United States; and the audit requirements of Title 2 U.S. Code of Federal Regulations Part 200, Uniform Administrative



Requirements, Cost Principles, and Audit Requirements for Federal Awards (Uniform Guidance). The Audit Report contains formal opinions, or disclaimers thereof, issued by an independent, certified public accounting firm as a result of an external audit performed on an agency. An unmodified audit opinion (also known as a clean opinion/unqualified opinion) is the best type of report an agency may receive from an external audit and represents that the agency complied with direct and material regulatory requirements or that the agency's financial condition, position, and operations in all material respects were fairly presented.

## **DISCUSSION**

The Audit Report includes an introductory section; the overall basic financial statements; a management discussion and analysis of the Transportation Authority's financial performance during that fiscal year; footnotes; required supplemental information; and other supplementary information, which include the results from the single audit of federal awards, statistical section, and compliance section.

We are pleased to note that Eide Bailly issued all unmodified opinions and had no findings or recommendations for improvements. The Transportation Authority recognized all significant transactions in the financial statements in the proper period and received no adjustments to any estimates made in the financial statements. For the annual fiscal audit, Eide Bailly has issued an opinion stating that the financial statements present fairly, in all material respects, the financial position of the Transportation Authority. Since more than \$750,000 in federal grants were expended during the year, a single audit was performed on the I-80/Yerba Buena Island Interchange Improvement Project. For the single audit, Eide Bailly has issued an opinion, stating that the Transportation Authority complied in all material respects with the compliance requirements that could have a direct and material effect on the federal funds audited. The full audit report and separate report containing other required communications to the Board are enclosed.

## **FINANCIAL IMPACT**

Expenditures did not exceed the amounts approved in the agency-wide amended Fiscal Year 2019/20 budget. Budgeted expenditures that were not expended in FY 2019/20 will be included in the FY 2020/21 mid-year amendment.

## **CAC POSITION**

The CAC was briefed on this item at its January 27, 2021 meeting, and unanimously adopted a motion of support.

## **SUPPLEMENTAL MATERIALS**

- Attachment 1 - Separate Report Containing Other Required Communications to the Board
- Enclosure 1 - Comprehensive Annual Financial Report for the Year Ended June 30, 2020





## Memorandum

### AGENDA ITEM 11

**DATE:** January 27, 2021

**TO:** Transportation Authority Board

**FROM:** Cynthia Fong - Deputy Director for Finance and Administration

**SUBJECT:** 2/9/21 Board Meeting: Internal Accounting Report, Investment Report, and Debt Expenditure Report for the Six Months Ending December 31, 2020

<p><b>RECOMMENDATION</b>   <input checked="" type="checkbox"/> Information   <input type="checkbox"/> Action</p> <p>None. This is an information item.</p> <p><b>SUMMARY</b></p> <p>The purpose of this memorandum is to provide the quarterly internal accounting report, investment report, and debt expenditure report for the Fiscal Year (FY) 2020/21 period ending December 31, 2020.</p>	<p><input type="checkbox"/> Fund Allocation</p> <p><input type="checkbox"/> Fund Programming</p> <p><input type="checkbox"/> Policy/Legislation</p> <p><input type="checkbox"/> Plan/Study</p> <p><input type="checkbox"/> Capital Project Oversight/Delivery</p> <p><input checked="" type="checkbox"/> Budget/Finance</p> <p><input type="checkbox"/> Contract/Agreement</p> <p><input type="checkbox"/> Other: _____</p>
---	---

### BACKGROUND

Our Fiscal Policy (Resolution 18-07) establishes an annual audit requirement and directs staff to report to the Board the agency's actual expenditures in comparison to the approved budget, on at least a quarterly basis. The Investment Policy (Resolution 20-23) directs a review of portfolio compliance with the Investment Policy in conjunction with, and in the context of, the quarterly expenditure and budgetary report.

**Internal Accounting Report.** Using the format of our annual financial statements for governmental funds, the Internal Accounting Report includes a "Balance Sheet" (Attachment 1) and a "Statement of Revenues, Expenditures, and Changes in Fund Balances, with Budget Comparison" (Attachment 2). In Attachment 2, the last two columns show the prorated budget values and the variance of revenues and expenditures as compared to the adopted budget. For the six months ending December 31, 2020, the numbers in the prorated adopted budget column are one-half of the total adopted annual budget for FY 2020/21, including the Treasure Island Mobility Management Agency. Although the sales tax revenue bond, and



revenue accrual for vehicle registration fee and Traffic Congestion Mitigation Tax Program (TNC Tax) are included, the Internal Accounting Report does not include: 1) the Governmental Accounting Standards Board Statement Number 34 adjustments; 2) revenues accruals for sales tax (Prop K); and 3) the other accruals that are done at the end of the FY. The Balance Sheet values, as of December 31, 2020, are used as the basis for the Investment Policy compliance review.

In addition, we are reporting for the second year of revenues for the TNC Tax since collections began on January 1, 2020. In November 2019, San Francisco voters approved Prop D, known as the TNC Tax, enabling the City to impose a 1.5% business tax on shared rides and 3.25% business tax on private rides for fares originating in San Francisco and charged by commercial ride-hail and driverless-vehicle companies until November 5, 2045. The SFMTA receives 50% of the revenues for Muni capital and operating improvements and we receive 50% of the revenues for capital projects that promote users' safety in the public right-of-way in support of the City's Vision Zero policy.

**Investment Report.** Our investment policies and practices are subject to, and limited by, applicable provisions of state law and prudent money management principles. All investable funds are invested in accordance with the Investment Policy and applicable provisions of California Government Code, *Section 53600 et seq.* Any investment of bond proceeds will be further restricted by the provisions of relevant bond documents.

We observe the "Prudent Investor" standard, as stated in California Government Code, *Section 53600.3*, applied in the context of managing an overall portfolio. Investments are to be made with care, skill, prudence, and diligence, taking into account the prevailing circumstances, including, but not limited to, general economic conditions, our anticipated needs, and other relevant factors that a prudent person of a like character and purpose, acting in a fiduciary capacity and familiar with those matters, would use in the stewardship of funds.

The primary objectives for the investment activities, in order of priority, are:

- 1) **Safety.** Safety of the principal is the foremost objective of the investment program. Investments will be undertaken in a manner that seeks to ensure preservation of the principal of the funds under its control.
- 2) **Liquidity.** The investment portfolio will remain sufficiently liquid to enable us to meet its reasonably anticipated cash flow requirements.
- 3) **Return on Investment.** The investment portfolio will be managed with the objective of attaining a market rate of return throughout budgetary and economic cycles, commensurate with the investment risk parameters and the cash flow characteristics of the portfolio.



Permitted investment instruments are specifically listed in the Investment Policy and include the San Francisco City and County Treasury Pool (Treasury Pool), certificates of deposit, and money market funds.

**Balance Sheet Analysis.** Attachment 1 presents assets, liabilities, and fund balances, as of December 31, 2020. Cash, deposits, and investments, total to \$137.2 million. Other assets total to \$33.3 million, which mainly includes \$11.7 million of the program receivable, \$6.8 million sales tax receivable, \$1.2 million vehicle registration fee receivable, and \$3.5 million of receivable from the City & County of San Francisco. Liabilities total \$301.9 million, as of December 31, 2020, and mainly includes \$38.8 million in accounts payable, and sales tax revenue bond par and premium amounts (Series 2017) of \$253.6 million.

There is a negative of \$135.3 million in total fund balances, which is largely the result of how multi-year programming commitments are accounted for. Future sales tax revenues and grant reimbursements collected will fully fund this difference. This amount is obtained as follows: \$23.6 million is restricted for capital projects and \$159.1 million is an unassigned negative fund balance. The unassigned negative fund balance reflects grant-funded capital projects that are scheduled to be implemented over the course of several fiscal years. The commitments are multi-year commitments and funded with non-current (i.e., future) revenues. In addition, we do not hold nor retain title for the projects constructed or for the vehicles and system improvements purchased with sales tax funds, which can result in a negative position.

**Statement of Revenues, Expenditures, and Changes in Fund Balances Analysis.** Attachment 2 compares the prorated budgeted to actual levels for revenues and expenditures for the first six months (two quarters) of the fiscal year. We earned \$57.4 million in revenues, including \$34.2 million in sales tax revenues, \$3.1 million in vehicle registration fee, \$3.5 million in traffic congestion mitigation tax, \$0.3 million in investment income, and \$16.3 million in total program revenues for the six months ending December 31, 2020. Total revenue was lower than the prorated budget estimates by \$14.2 million. This variance amount mainly includes \$12.5 million in sales tax revenue and \$2.4 million in program revenues. Below are the following explanations to such variances:

Sales Tax Revenue - Through December 2020, we have received \$34.2 million (for July through November) in sales tax revenue, which is trending 12.1% lower than anticipated when compared to five months of budgeted revenue and 27.5% below prior year amounts. The collection of the sales tax revenue remains consistently lower since the 3<sup>rd</sup> quarter of FY 2019/20, when the stay-at-home orders were fully in effect. However, compared to other Bay Area counties which show signs of recovery based on the sales tax collections, San Francisco County has the biggest impact and is not yet recovered from the stayed-at-home orders. December revenues are expected to come in higher than the first five months of the fiscal year based on historical data. The variance of \$12.5 million is mainly due to comparing six months of budgeted revenue to five months of recorded revenue.



Program Revenues – The variance of \$2.4 million includes \$1.5 million in Congestion Management Agency Programs, \$0.4 million in the Transportation Fund for Clean Air Program, and \$0.5 million in the Treasure Island Mobility Management Agency Program. The \$1.5 million of variance in Congestion Management Agency Programs is mainly related to the Yerba Buena Island Southgate Road Realignment project, which is progressing at a slower pace than anticipated; the budget is expected to be updated in the mid-year budget amendment to reflect the project progress. The \$0.4 million of variance in the Transportation Fund for Clean Air Program is due to the payment for the first two quarters not yet received. The \$0.5 million of variance in the Treasure Island Mobility Management Agency Program is due to the delay in approval of toll policies; the budget is expected to be updated in the mid-year budget amendment. In addition, the favorable variance of \$1.0 million in vehicle registration fee is due to the timing of FY2019/20 revenue collections in FY20/21.

As of December 31, 2020, we incurred \$47.0 million of expenditures, including \$18.0 million in debt principal payment and service cost for the Sales Tax Revenue Bond and the revolving credit loan agreement; \$4.9 million for personnel and non-personnel expenditures; and \$24.1 million of capital project costs. Total expenditures were lower than the prorated budgetary estimates by \$67.8 million. This amount mainly includes a net non-favorable variance of \$7.1 million for debt services costs, and a favorable variance of \$73.9 million in capital project costs. The net non-favorable variance of \$7.1 million in debt service costs is due to timing of Sales Tax bond principal and interest payments, the bi-annual interest payments made in August and February. The favorable variance of million in capital project costs mainly includes, \$0.7 million in Traffic Congestion Mitigation Tax, \$7.5 million in Congestion Management Agency Programs, and \$64.0 million in the Sales Tax Program. The \$0.7 million of variance in Traffic Congestion Mitigation Tax is due to the delay of the allocation of the funds, thus, projects are starting later than anticipated. The \$7.5 million of variance in Congestion Management Agency Programs is mainly related to the Yerba Buena Island Southgate Road Realignment project. Construction activities started in June 2020 and are moving slower than anticipated at the beginning. The budget is expected to be updated in the mid-year budget amendment to reflect the project progress. The remaining \$64.0 million variances in capital project costs is mainly due to costs from project sponsors that have not yet been received. We anticipate a higher amount of reimbursement requests and expenditures in the next quarter.

**Investment Compliance.** As of December 31, 2020, approximately 76.5% of our investable assets, excluding the \$3.5 million of interest earned in the capital project fund held by US Bank and per the terms of the debt indenture, were invested in the Treasury Pool. These investments are in compliance with both the California Government Code and the adopted Investment Policy and provide sufficient liquidity to meet expenditure requirements for the next six months. Attachment 3 is the most recent investment report furnished by the City's Office of the Treasurer.



**Debt Expenditure Compliance.** In June 2018, Transportation Authority entered into a 3-year Revolving Credit (loan) Agreement with State Street Public Lending Corporation and US Bank for a total amount of \$140 million. As of December 31, 2020, the Transportation Authority does not have any outstanding balance in the loan.

As of December 31, 2020, the cumulative total of Prop K capital expenditures paid with bond proceeds and interest earned on bond proceeds is \$204.3 million. The available balance of remaining bond proceeds and interest earned on bond proceeds to be spent is \$3.5 million. Total earned interest to date from bond proceeds amounts to \$4.2 million. More details on these expenditures are included in Attachment 4.

**COVID-19 Financial Impact.** We are monitoring revenue streams and coordinating closely with the City and sister agencies to assess short-, medium-, and long-term financial impacts. While we expect our sales tax and other revenues to be significantly affected going forward, our strong financial position ensures that we can continue to support sponsors' cash needs for a multitude of public works and transit projects across the City.

## **FINANCIAL IMPACT**

None. This is an information item.

## **CAC POSITION**

None. This is an information item.

## **SUPPLEMENTAL MATERIALS**

- Attachment 1 - Balance Sheet (unaudited)
- Attachment 2 - Statement of Revenue, Expenditures, and Changes in Fund Balance with Budget Comparison (unaudited)
- Attachment 3 - Investment Report
- Attachment 4 - Debt Expenditure Report



**Attachment 1**  
Governmental Funds  
Balance Sheet (unaudited)  
December 31, 2020

	Sales Tax Program	Congestion Management Agency Programs	Transportation Fund for Clean Air Program	Vehicle Registration Fee for Transportation Improvements Program	Treasure Island Mobility Management Agency	Traffic Congestion Mitigation Tax Program	Total Governmental Funds
<b>ASSETS</b>							
Cash in bank	\$ 15,284,655	-	\$ 1,745,850	\$ 17,875,632	-	-	\$ 34,906,137
Deposits and investments with City Treasurer	99,162,433	-	-	-	-	3,113,530	102,275,963
Sales tax receivable	6,820,245	-	-	-	-	-	6,820,245
Vehicle registration fee receivable	-	-	-	1,169,420	-	-	1,169,420
Traffic congestion mitigation tax receivable	-	-	-	-	-	379,682	379,682
Interest receivable from City and County of San Francisco	513,535	-	-	-	-	-	513,535
Program receivables	-	11,660,762	-	-	30,133	-	11,690,895
Receivable from the City and County of San Francisco	-	1,779,161	-	-	1,689,835	-	3,468,996
Other receivables	5,950	-	-	-	-	-	5,950
Due from other funds	9,217,033	-	-	-	-	-	9,217,033
Prepaid costs and deposits	81,580	-	-	-	-	-	81,580
<b>Total Assets</b>	<b>\$ 131,085,431</b>	<b>\$ 13,439,923</b>	<b>\$ 1,745,850</b>	<b>\$ 19,045,052</b>	<b>\$ 1,719,968</b>	<b>\$ 3,493,212</b>	<b>\$ 170,529,436</b>
<b>LIABILITIES, DEFERRED INFLOWS OF RESOURCES, AND FUND BALANCES</b>							
<b>Liabilities</b>							
Accounts payable	\$ 10,462,696	\$ 2,707,955	\$ 32,221	\$ 11,598	\$ 35,290	\$ -	\$ 13,249,760
Accounts payable to the City and County of San Francisco	23,018,061	-	223,233	2,262,357	-	-	25,503,651
Accrued salaries and taxes	316,571	44,632	379	2,265	4,750	187	368,784
Sales tax revenue bond (series 2017)	253,565,836	-	-	-	-	-	253,565,836
Due to other funds	-	7,834,804	439,596	266,073	578,460	98,100	9,217,033
<b>Total Liabilities</b>	<b>\$ 287,363,164</b>	<b>\$ 10,587,391</b>	<b>\$ 695,429</b>	<b>\$ 2,542,293</b>	<b>\$ 618,500</b>	<b>\$ 98,287</b>	<b>\$ 301,905,064</b>
<b>Deferred Inflows of Resources</b>							
Unavailable revenues	\$ 2,000	\$ 2,852,532	\$ -	\$ -	\$ 1,101,468	\$ -	\$ 3,956,000
<b>Total deferred inflows of resources</b>	<b>\$ 2,000</b>	<b>\$ 2,852,532</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ 1,101,468</b>	<b>\$ -</b>	<b>\$ 3,956,000</b>
<b>Fund Balances</b>							
Nonspendable	\$ 81,580	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 81,580
Restricted	2,693,783	-	1,050,421	16,502,759	-	3,394,925	23,641,888
Unassigned	(159,055,096)	-	-	-	-	-	(159,055,096)
<b>Total Fund Balances (Deficit)</b>	<b>\$ (156,279,733)</b>	<b>\$ -</b>	<b>\$ 1,050,421</b>	<b>\$ 16,502,759</b>	<b>\$ -</b>	<b>\$ 3,394,925</b>	<b>\$ (135,331,628)</b>
<b>Total Liabilities, Deferred Inflows of Resources, and Fund Balances</b>	<b>\$ 131,085,431</b>	<b>\$ 13,439,923</b>	<b>\$ 1,745,850</b>	<b>\$ 19,045,052</b>	<b>\$ 1,719,968</b>	<b>\$ 3,493,212</b>	<b>\$ 170,529,436</b>



**San Francisco  
County Transportation  
Authority**

**Attachment 2  
Governmental Funds  
Statement of Revenues, Expenditures, and Changes in Fund Balances with Budget Comparison (unaudited)  
For the Six Months Ending December 31, 2020**

	Sales Tax Program	Congestion Management Agency Programs	Transportation Fund for Clean Air Program	Vehicle Registration Fee for Transportation Improvements Program	Treasure Island Mobility Management Agency	Traffic Congestion Mitigation Tax Program	Total Governmental Funds	Prorated Adopted Budget Fiscal Year 2020/21	Prorated Variance With Adopted Budget Positive (Negative)
<b>REVENUES</b>									
Sales tax	\$ 34,185,439	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 34,185,439	\$ 46,674,852	\$ (12,489,413)
Vehicle registration fee	-	-	-	3,129,698	-	-	3,129,698	2,175,322	954,376
Traffic congestion mitigation tax	-	-	-	-	-	3,493,212	3,493,212	3,691,762	(198,762)
Investment income	306,421	-	1,369	907	-	-	308,697	387,526	(78,829)
Program revenues	-	15,545,154	-	-	761,494	-	16,306,648	18,678,974	(2,372,326)
Other revenues	21,360	-	-	-	-	-	21,360	22,650	(1,290)
<b>Total Revenues</b>	<b>\$ 34,513,220</b>	<b>\$ 15,545,154</b>	<b>\$ 1,369</b>	<b>\$ 3,130,605</b>	<b>\$ 761,494</b>	<b>\$ 3,493,212</b>	<b>\$ 57,445,054</b>	<b>\$ 71,631,298</b>	<b>\$ (14,186,244)</b>
<b>EXPENDITURES</b>									
Current - transportation improvement									
Personnel expenditures	\$ 1,257,045	\$ 2,081,310	\$ 18,463	\$ 117,938	\$ 204,608	\$ 50,317	\$ 3,729,681	\$ 4,367,208	\$ 637,527
Non-personnel expenditures	1,070,894	54,810	-	467	14,687	-	1,140,858	1,474,346	333,488
Capital project costs	11,955,447	9,742,651	-	2,013,249	368,000	-	24,079,347	97,986,206	73,906,859
Debt service									
Principal	10,647,980	-	-	-	-	-	10,647,980	6,655,000	(3,992,980)
Interest and fiscal charges	7,393,362	-	-	-	-	-	7,393,362	4,321,108	(3,072,254)
<b>Total Expenditures</b>	<b>\$ 32,324,728</b>	<b>\$ 11,878,771</b>	<b>\$ 18,463</b>	<b>\$ 2,131,654</b>	<b>\$ 587,295</b>	<b>\$ 50,317</b>	<b>\$ 46,991,228</b>	<b>\$ 114,803,868</b>	<b>\$ 67,812,640</b>
<b>Excess (Deficiency) of Revenues Over (Under) Expenditures</b>	<b>\$ 2,188,492</b>	<b>\$ 3,666,383</b>	<b>\$ (17,094)</b>	<b>\$ 998,951</b>	<b>\$ 174,199</b>	<b>\$ 3,442,895</b>	<b>\$ 10,453,826</b>	<b>\$ (43,172,570)</b>	<b>\$ 53,626,396</b>
<b>OTHER FINANCING SOURCES (USES)</b>									
Transfer in	\$ 3,840,582	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 3,840,582	\$ 2,420,698	\$ 1,419,884
Transfer out	-	(3,666,383)	-	-	(174,199)	-	(3,840,582)	(2,420,698)	(1,419,884)
Draw on revolving credit agreement	-	-	-	-	-	-	-	50,000,000	(50,000,000)
<b>Total Other Financing Sources (Uses)</b>	<b>\$ 3,840,582</b>	<b>\$ (3,666,383)</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ (174,199)</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ 50,000,000</b>	<b>\$ (50,000,000)</b>
<b>NET CHANGE IN FUND BALANCES</b>	<b>\$ 6,029,074</b>	<b>\$ -</b>	<b>\$ (17,094)</b>	<b>\$ 998,951</b>	<b>\$ -</b>	<b>\$ 3,442,895</b>	<b>\$ 10,453,826</b>	<b>\$ 6,827,430</b>	<b>\$ 3,626,396</b>
<b>Fund Balances - Beginning</b>	<b>\$ 91,257,029</b>	<b>\$ -</b>	<b>\$ 1,067,515</b>	<b>\$ 15,503,808</b>	<b>\$ -</b>	<b>\$ (47,970)</b>	<b>\$ 107,780,382</b>	<b>\$ 114,803,868</b>	<b>\$ (7,023,486)</b>
Sales tax revenue bond (series 2017)	(253,565,836)	-	-	-	-	-	(253,565,836)	-	3,626,396
<b>Fund Balances (Deficit) - End</b>	<b>\$ (156,279,733)</b>	<b>\$ -</b>	<b>\$ 1,050,421</b>	<b>\$ 16,502,759</b>	<b>\$ -</b>	<b>\$ 3,394,925</b>	<b>\$ (135,331,628)</b>	<b>\$ 114,803,868</b>	<b>\$ 21,472,240</b>

Office of the Treasurer & Tax Collector  
City and County of San Francisco



José Cisneros, Treasurer

Tajel Shah, Chief Assistant Treasurer  
Robert L. Shaw, CFA, Chief Investment Officer

Investment Report for the month of December 2020

January 15, 2021

The Honorable London N. Breed  
Mayor of San Francisco  
City Hall, Room 200  
1 Dr. Carlton B. Goodlett Place  
San Francisco, CA 94102-4638

The Honorable Board of Supervisors  
City and County of San Francisco  
City Hall, Room 244  
1 Dr. Carlton B. Goodlett Place  
San Francisco, CA 94102-4638

Colleagues,

In accordance with the provisions of California State Government Code, Section 53646, we forward this report detailing the City's pooled fund portfolio as of December 31, 2020. These investments provide sufficient liquidity to meet expenditure requirements for the next six months and are in compliance with our statement of investment policy and California Code.

This correspondence and its attachments show the investment activity for the month of December 2020 for the portfolios under the Treasurer's management. All pricing and valuation data is obtained from Interactive Data Corporation.

**CCSF Pooled Fund Investment Earnings Statistics \***

<i>(in \$ million)</i>	Current Month		Prior Month	
	Fiscal YTD	December 2020	Fiscal YTD	November 2020
Average Daily Balance	\$ 11,453	\$ 12,529	\$ 11,235	\$ 11,427
Net Earnings	49.33	7.08	42.25	7.48
Earned Income Yield	0.85%	0.67%	0.90%	0.80%

**CCSF Pooled Fund Statistics \***

<i>(in \$ million)</i>	% of Portfolio	Book Value	Market Value	Wtd. Avg. Coupon	Wtd. Avg. YTM	WAM
<b>Investment Type</b>						
U.S. Treasuries	63.43%	\$ 8,137.4	\$ 8,147.5	0.50%	0.38%	137
Federal Agencies	22.46%	2,849.3	2,885.2	1.34%	1.36%	371
State & Local Government						
Agency Obligations	0.44%	56.4	57.1	2.35%	2.56%	104
Public Time Deposits	0.31%	40.0	40.0	0.18%	0.18%	123
Negotiable CDs	2.49%	320.0	320.3	0.87%	0.87%	48
Medium Term Notes	0.04%	5.0	5.0	3.05%	3.08%	8
Money Market Funds	7.64%	981.9	981.9	0.01%	0.01%	1
Supranationals	3.18%	405.8	408.7	0.74%	1.91%	469
<b>Totals</b>	<b>100.0%</b>	<b>\$ 12,795.8</b>	<b>\$ 12,845.7</b>	<b>0.71%</b>	<b>0.64%</b>	<b>187</b>

In the remainder of this report, we provide additional information and analytics at the security-level and portfolio-level, as recommended by the California Debt and Investment Advisory Commission.

Respectfully,

**José Cisneros**  
Treasurer

cc: Treasury Oversight Committee: Aimee Brown, Kevin Kone, Brenda Kwee McNulty, Eric Sandler, Meghan Wallace  
Ben Rosenfield - Controller, Office of the Controller  
Mark de la Rosa - Acting Audits Director, Office of the Controller  
Mayor's Office of Public Policy and Finance  
San Francisco County Transportation Authority  
San Francisco Public Library  
San Francisco Health Service System



# Portfolio Summary

## Pooled Fund

As of December 31, 2020

<i>(in \$ million)</i>									
Security Type	Par Value	Book Value	Market Value	Market/Book Price	Current % Allocation	Max. Policy Allocation	Compliant?		
U.S. Treasuries	\$ 8,123.9	\$ 8,137.4	\$ 8,147.5	100.12	63.43%	100%	Yes		
Federal Agencies	2,849.4	2,849.3	2,885.2	101.26	22.46%	100%	Yes		
State & Local Government Agency Obligations	56.7	56.4	57.1	101.14	0.44%	20%	Yes		
Public Time Deposits	40.0	40.0	40.0	100.00	0.31%	100%	Yes		
Negotiable CDs	320.0	320.0	320.3	100.09	2.49%	30%	Yes		
Bankers Acceptances	-	-	-	-	0.00%	40%	Yes		
Commercial Paper	-	-	-	-	0.00%	25%	Yes		
Medium Term Notes	5.0	5.0	5.0	100.08	0.04%	25%	Yes		
Repurchase Agreements	-	-	-	-	0.00%	10%	Yes		
Reverse Repurchase/ Securities Lending Agreements	-	-	-	-	0.00%	\$75mm	Yes		
Money Market Funds - Government LAIF	981.9	981.9	981.9	100.00	7.64%	20%	Yes		
Supranationals	407.1	405.8	408.7	100.72	3.18%	30%	Yes		
<b>TOTAL</b>	<b>\$ 12,784.1</b>	<b>\$ 12,795.8</b>	<b>\$ 12,845.7</b>	<b>100.39</b>	<b>100.00%</b>	<b>-</b>	<b>Yes</b>		

The City and County of San Francisco uses the following methodology to determine compliance: Compliance is pre-trade and calculated on both a par and market value basis, using the result with the lowest percentage of the overall portfolio value. Cash balances are included in the City's compliance calculations.

Please note the information in this report does not include cash balances. Due to fluctuations in the market value of the securities held in the Pooled Fund and changes in the City's cash position, the allocation limits may be exceeded on a post-trade compliance basis. In these instances, no compliance violation has occurred, as the policy limits were not exceeded prior to trade execution. The full Investment Policy can be found at <https://sftreasurer.org/banking-investments/investments>

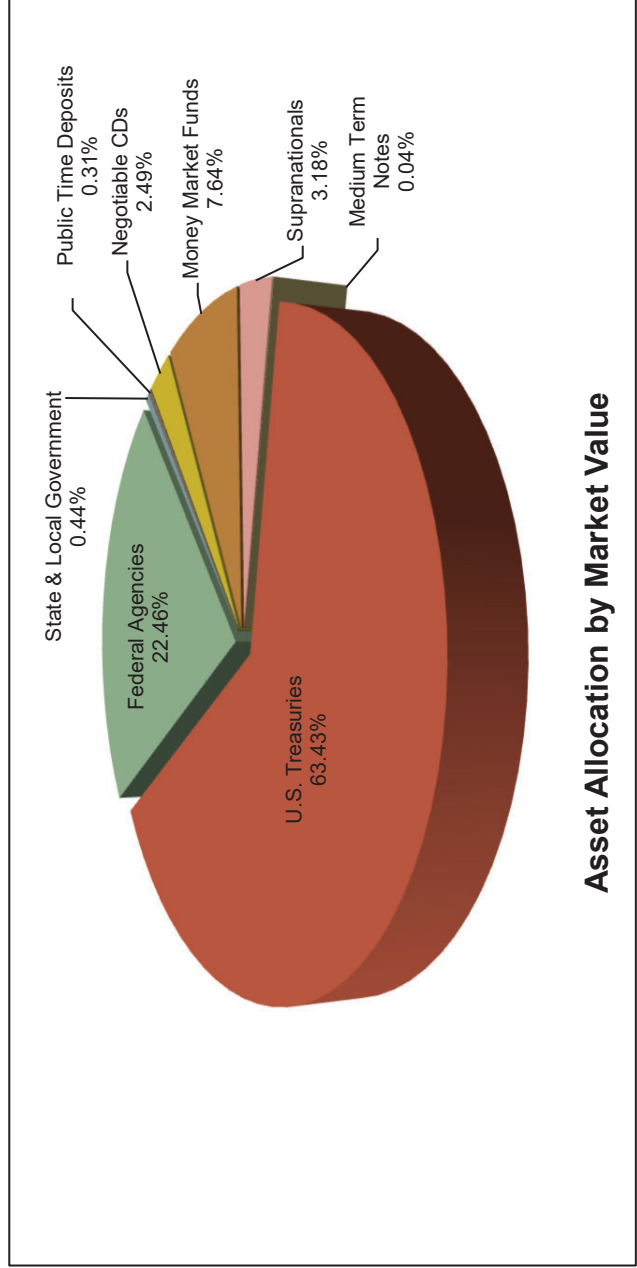
Totals may not add due to rounding.

# City and County of San Francisco Pooled Fund Portfolio Statistics

For the month ended December 31, 2020

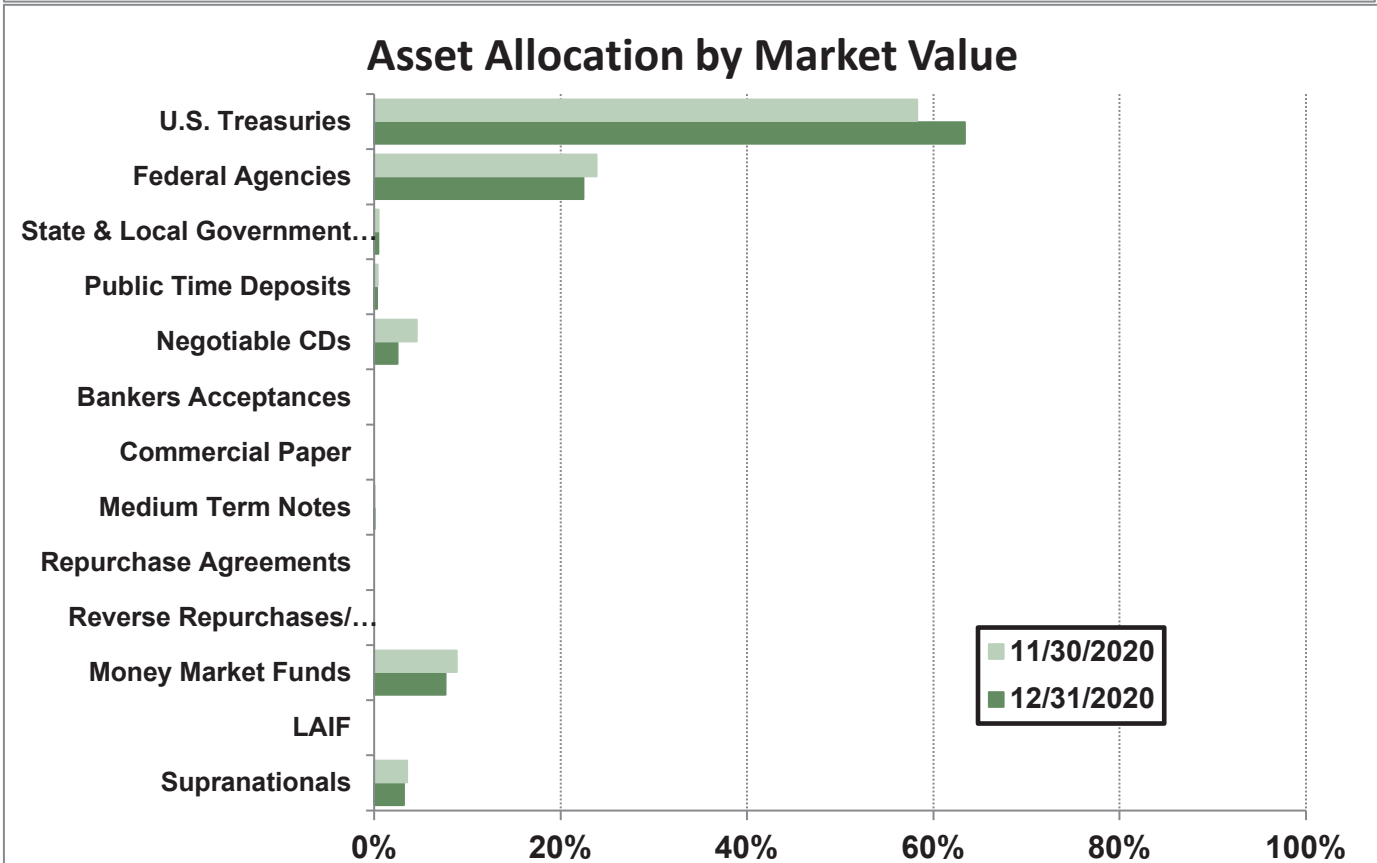
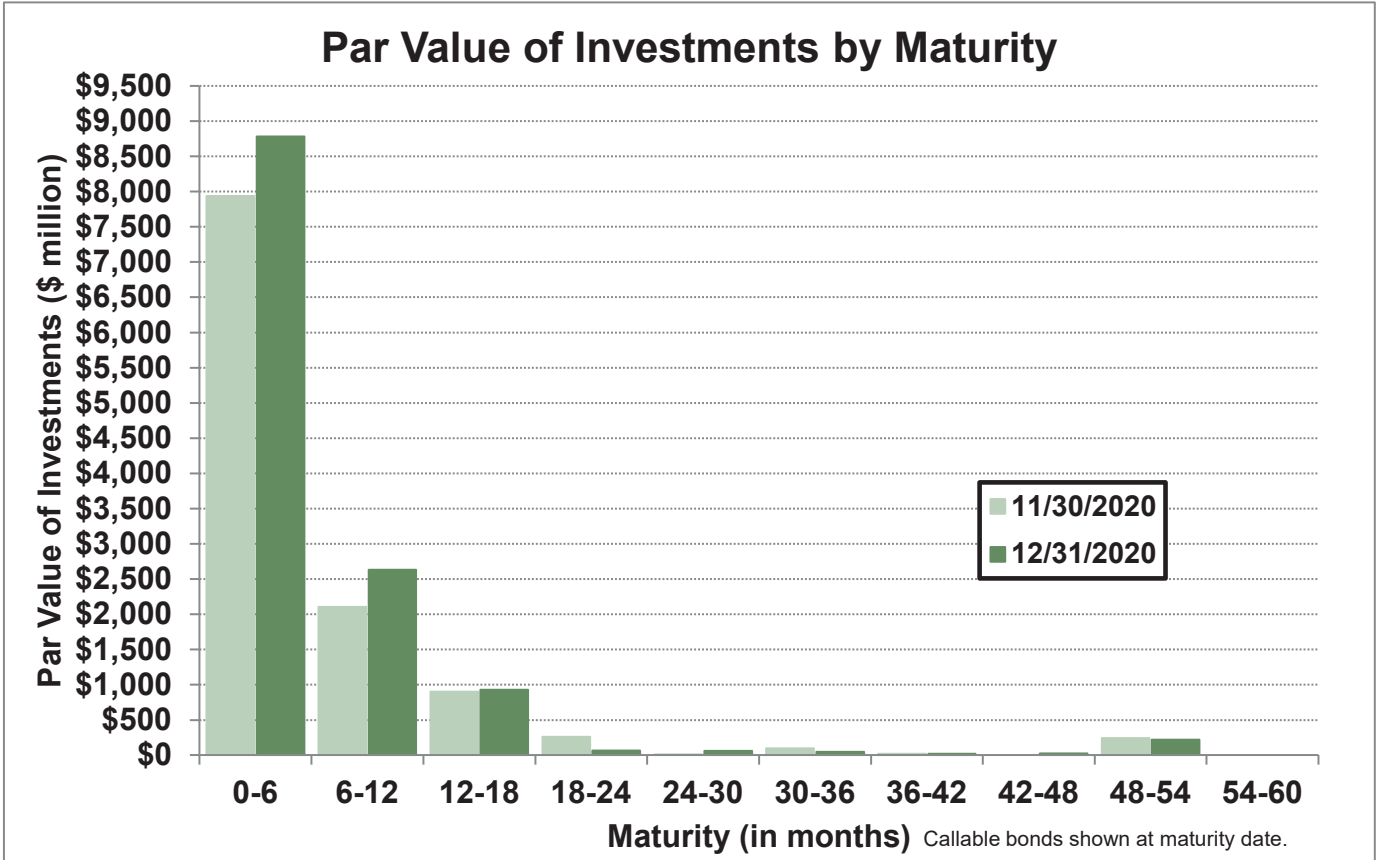
Average Daily Balance	\$12,529,250,889
Net Earnings	\$7,078,141
Earned Income Yield	0.67%
Weighted Average Maturity	187 days

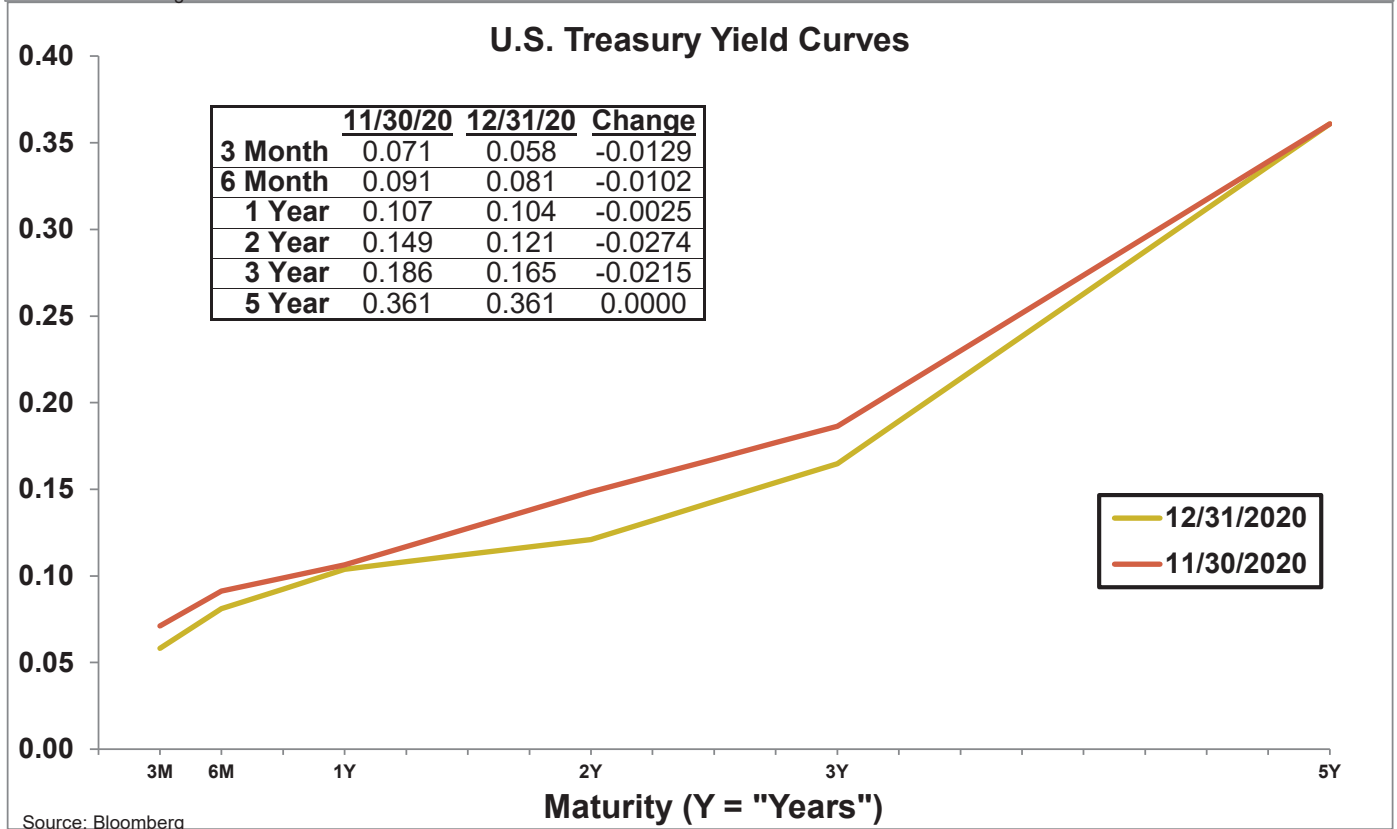
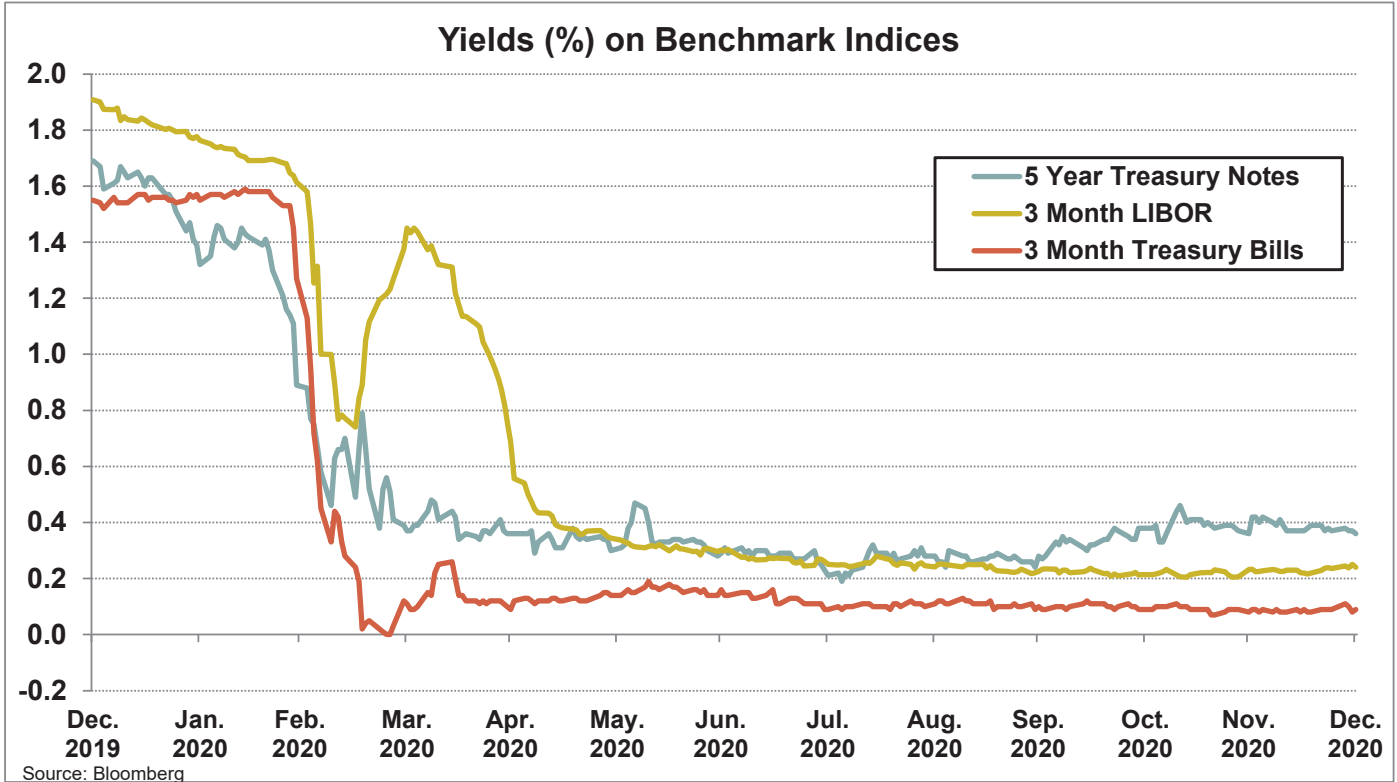
Investment Type	Par Value (\$ million)	Book Value	Market Value
U.S. Treasuries	\$ 8,123.9	\$ 8,137.4	\$ 8,147.5
Federal Agencies	2,849.4	2,849.3	2,885.2
State & Local Government			
Agency Obligations	56.7	56.4	57.1
Public Time Deposits	40.0	40.0	40.0
Negotiable CDs	320.0	320.0	320.3
Medium Term Notes	5.0	5.0	5.0
Money Market Funds	981.9	981.9	981.9
Supranationals	407.1	405.8	408.7
<b>Total</b>	<b>\$ 12,784.1</b>	<b>\$ 12,795.8</b>	<b>\$ 12,845.7</b>



# Portfolio Analysis

## Pooled Fund





# Investment Inventory Pooled Fund

As of December 31, 2020

Type of Investment	CUSIP	Issuer Name	Settle Date	Maturity		Par Value	Book Value	Amortized Book Value	Market Value
				Date	Coupon				
U.S. Treasuries	912796A58	TREASURY BILL	8/4/2020	1/5/2021	0.00	\$ 50,000,000	\$ 49,979,039	\$ 49,999,456	\$ 50,000,000
U.S. Treasuries	912796A58	TREASURY BILL	8/4/2020	1/5/2021	0.00	50,000,000	49,978,397	49,999,439	50,000,000
U.S. Treasuries	912796A58	TREASURY BILL	1/17/2020	1/5/2021	0.00	50,000,000	49,994,417	49,999,544	50,000,000
U.S. Treasuries	9127963T4	TREASURY BILL	10/29/2020	1/7/2021	0.00	50,000,000	49,991,979	49,999,313	50,000,000
U.S. Treasuries	9127963T4	TREASURY BILL	12/8/2020	1/7/2021	0.00	50,000,000	49,997,063	49,999,413	50,000,000
U.S. Treasuries	912796A66	TREASURY BILL	8/11/2020	1/12/2021	0.00	25,000,000	24,988,717	24,999,194	24,999,750
U.S. Treasuries	912796A66	TREASURY BILL	8/11/2020	1/12/2021	0.00	25,000,000	24,988,343	24,999,167	24,999,750
U.S. Treasuries	912796A66	TREASURY BILL	9/29/2020	1/12/2021	0.00	25,000,000	24,993,438	24,999,313	24,999,750
U.S. Treasuries	912796A66	TREASURY BILL	8/27/2020	1/12/2021	0.00	25,000,000	24,980,450	24,998,442	24,999,500
U.S. Treasuries	9127963U1	TREASURY BILL	8/31/2020	1/14/2021	0.00	25,000,000	24,990,408	24,999,083	24,999,750
U.S. Treasuries	9127963U1	TREASURY BILL	10/15/2020	1/14/2021	0.00	25,000,000	24,993,933	24,999,133	24,999,750
U.S. Treasuries	9127963U1	TREASURY BILL	7/16/2020	1/14/2021	0.00	50,000,000	49,963,347	49,997,382	49,999,500
U.S. Treasuries	9127963U1	TREASURY BILL	12/8/2020	1/14/2021	0.00	50,000,000	49,996,403	49,998,736	49,999,500
U.S. Treasuries	9128283Q1	US TREASURY	3/4/2019	1/15/2021	2.00	50,000,000	49,486,328	49,989,471	50,028,000
U.S. Treasuries	9128283Q1	US TREASURY	11/18/2019	1/15/2021	2.00	50,000,000	50,210,938	50,006,965	50,028,000
U.S. Treasuries	9128283Q1	US TREASURY	11/22/2019	1/15/2021	2.00	50,000,000	50,208,984	50,006,966	50,028,000
U.S. Treasuries	9128283Q1	US TREASURY	12/3/2019	1/15/2021	2.00	50,000,000	50,175,781	50,006,017	50,028,000
U.S. Treasuries	912796A74	TREASURY BILL	8/18/2020	1/19/2021	0.00	25,000,000	24,987,618	24,998,553	24,999,500
U.S. Treasuries	912796A74	TREASURY BILL	8/26/2020	1/19/2021	0.00	25,000,000	24,989,703	24,998,730	24,999,500
U.S. Treasuries	912796A74	TREASURY BILL	8/26/2020	1/19/2021	0.00	50,000,000	49,979,458	49,997,450	49,999,000
U.S. Treasuries	912796A74	TREASURY BILL	11/24/2020	1/19/2021	0.00	100,000,000	99,989,111	99,996,500	99,998,000
U.S. Treasuries	9127963V9	TREASURY BILL	7/24/2020	1/21/2021	0.00	25,000,000	24,984,163	24,998,250	24,999,500
U.S. Treasuries	9127963V9	TREASURY BILL	7/27/2020	1/21/2021	0.00	25,000,000	24,984,425	24,998,250	24,999,500
U.S. Treasuries	9127963V9	TREASURY BILL	7/28/2020	1/21/2021	0.00	25,000,000	24,985,127	24,998,319	24,999,500
U.S. Treasuries	912796A82	TREASURY BILL	12/15/2020	1/21/2021	0.00	50,000,000	49,996,587	49,998,155	49,999,000
U.S. Treasuries	912796A82	TREASURY BILL	8/25/2020	1/26/2021	0.00	50,000,000	49,975,938	49,996,007	49,998,500
U.S. Treasuries	912796A82	TREASURY BILL	10/13/2020	1/26/2021	0.00	50,000,000	49,985,038	49,996,438	49,998,500
U.S. Treasuries	912796UC1	TREASURY BILL	12/17/2020	1/28/2021	0.00	50,000,000	49,995,622	49,997,186	49,998,000
U.S. Treasuries	912796UC1	TREASURY BILL	12/17/2020	1/28/2021	0.00	50,000,000	49,995,275	49,996,963	49,998,000
U.S. Treasuries	912796B65	TREASURY BILL	9/1/2020	2/2/2021	0.00	50,000,000	49,976,258	49,995,067	49,997,000
U.S. Treasuries	912796B65	TREASURY BILL	9/4/2020	2/2/2021	0.00	50,000,000	49,975,882	49,994,889	49,997,000
U.S. Treasuries	912796B65	TREASURY BILL	10/15/2020	2/2/2021	0.00	50,000,000	49,983,958	49,995,333	49,997,000
U.S. Treasuries	9127963W7	TREASURY BILL	8/10/2020	2/4/2021	0.00	25,000,000	24,986,279	24,997,379	24,998,750
U.S. Treasuries	9127963W7	TREASURY BILL	8/10/2020	2/4/2021	0.00	25,000,000	24,986,424	24,997,285	24,998,750
U.S. Treasuries	9127963W7	TREASURY BILL	8/6/2020	2/4/2021	0.00	50,000,000	49,973,458	49,995,042	49,997,500
U.S. Treasuries	912796B73	TREASURY BILL	9/8/2020	2/9/2021	0.00	50,000,000	49,974,868	49,993,635	49,998,000
U.S. Treasuries	912796B73	TREASURY BILL	9/29/2020	2/9/2021	0.00	50,000,000	49,982,451	49,994,854	49,998,000
U.S. Treasuries	9127964C0	TREASURY BILL	8/24/2020	2/11/2021	0.00	25,000,000	24,987,531	24,997,010	24,998,500
U.S. Treasuries	9127964C0	TREASURY BILL	9/28/2020	2/11/2021	0.00	25,000,000	24,991,406	24,997,409	24,998,500
U.S. Treasuries	9127964C0	TREASURY BILL	8/13/2020	2/16/2021	0.00	50,000,000	49,969,667	49,993,167	49,997,000
U.S. Treasuries	912796B81	TREASURY BILL	1/4/2020	2/18/2021	0.00	25,000,000	24,986,928	24,994,218	24,996,000
U.S. Treasuries	9127964D8	TREASURY BILL	8/24/2020	2/18/2021	0.00	25,000,000	24,986,156	24,996,267	24,998,000
U.S. Treasuries	9127964D8	TREASURY BILL	8/31/2020	2/18/2021	0.00	25,000,000	24,987,591	24,996,517	24,998,000
U.S. Treasuries	9127964D8	TREASURY BILL	8/20/2020	2/18/2021	0.00	50,000,000	49,969,667	49,992,000	49,996,000
U.S. Treasuries	912796B99	TREASURY BILL	9/22/2020	2/23/2021	0.00	50,000,000	49,977,007	49,992,087	49,995,500
U.S. Treasuries	912796B99	TREASURY BILL	9/22/2020	2/23/2021	0.00	50,000,000	49,979,445	49,992,926	49,995,500
U.S. Treasuries	912796B99	TREASURY BILL	9/30/2020	2/23/2021	0.00	50,000,000	49,980,635	49,992,970	49,995,500
U.S. Treasuries	912796B99	TREASURY BILL	10/20/2020	2/23/2021	0.00	50,000,000	49,982,150	49,992,492	49,995,500

# Investment Inventory

## Pooled Fund

Type of Investment	CUSIP	Issuer Name	Settle Date	Maturity Date	Coupon	Par. Value	Book Value	Amortized Book Value	Market Value
U.S. Treasuries	912796XE4	TREASURY BILL	8/27/2020	2/25/2021	0.00	50,000,000	49,971,942	49,991,521	49,995,000
U.S. Treasuries	912796XE4	TREASURY BILL	9/21/2020	2/25/2021	0.00	50,000,000	49,977,854	49,992,242	49,995,000
U.S. Treasuries	912796XE4	TREASURY BILL	8/27/2020	2/25/2021	0.00	100,000,000	99,939,333	99,981,667	99,990,000
U.S. Treasuries	912796C23	TREASURY BILL	9/30/2020	3/2/2021	0.00	25,000,000	24,989,853	24,996,021	24,996,750
U.S. Treasuries	912796C23	TREASURY BILL	9/30/2020	3/2/2021	0.00	25,000,000	24,989,641	24,995,938	24,996,750
U.S. Treasuries	912796C23	TREASURY BILL	9/29/2020	3/2/2021	0.00	50,000,000	49,978,397	49,991,583	49,993,500
U.S. Treasuries	912796C23	TREASURY BILL	9/29/2020	3/2/2021	0.00	50,000,000	49,977,542	49,991,250	49,993,500
U.S. Treasuries	9127964F3	TREASURY BILL	9/4/2020	3/4/2021	0.00	25,000,000	24,986,048	24,995,221	24,997,250
U.S. Treasuries	9127964F3	TREASURY BILL	9/3/2020	3/4/2021	0.00	150,000,000	149,912,792	149,970,292	149,983,500
U.S. Treasuries	912796C72	TREASURY BILL	10/15/2020	3/9/2021	0.00	50,000,000	49,979,861	49,990,694	49,992,500
U.S. Treasuries	912796C72	TREASURY BILL	10/15/2020	3/9/2021	0.00	50,000,000	49,979,861	49,990,694	49,992,500
U.S. Treasuries	912796C72	TREASURY BILL	12/17/2020	3/9/2021	0.00	50,000,000	49,991,174	49,992,788	49,992,500
U.S. Treasuries	9127964M8	TREASURY BILL	9/10/2020	3/11/2021	0.00	100,000,000	99,936,806	99,976,042	99,986,000
U.S. Treasuries	9128284B3	US TREASURY	11/22/2019	3/15/2021	2.38	50,000,000	50,472,656	50,072,033	50,217,000
U.S. Treasuries	9128284B3	US TREASURY	12/6/2019	3/15/2021	2.38	50,000,000	50,449,219	50,070,523	50,217,000
U.S. Treasuries	912796C80	TREASURY BILL	10/13/2020	3/16/2021	0.00	50,000,000	49,976,451	49,988,684	49,993,000
U.S. Treasuries	912796C80	TREASURY BILL	10/13/2020	3/16/2021	0.00	50,000,000	49,975,938	49,988,438	49,993,000
U.S. Treasuries	9127964N6	TREASURY BILL	10/15/2020	3/18/2021	0.00	50,000,000	49,976,144	49,988,386	49,993,000
U.S. Treasuries	9127964N6	TREASURY BILL	9/17/2020	3/18/2021	0.00	100,000,000	49,972,194	49,988,389	49,993,000
U.S. Treasuries	912796C98	TREASURY BILL	10/20/2020	3/23/2021	0.00	50,000,000	49,975,938	49,987,344	49,992,000
U.S. Treasuries	912796C98	TREASURY BILL	10/20/2020	3/23/2021	0.00	50,000,000	49,976,151	49,987,456	49,992,000
U.S. Treasuries	912796C98	TREASURY BILL	10/22/2020	3/23/2021	0.00	50,000,000	49,978,361	49,988,469	49,992,000
U.S. Treasuries	9127962F5	TREASURY BILL	9/24/2020	3/25/2021	0.00	25,000,000	24,987,108	24,994,121	24,995,750
U.S. Treasuries	9127962F5	TREASURY BILL	9/24/2020	3/25/2021	0.00	25,000,000	24,987,159	24,994,144	24,995,750
U.S. Treasuries	9127962F5	TREASURY BILL	11/30/2020	3/25/2021	0.00	50,000,000	49,986,184	49,990,028	49,991,500
U.S. Treasuries	9127962F5	TREASURY BILL	9/24/2020	3/25/2021	0.00	100,000,000	99,946,917	99,975,792	99,983,000
U.S. Treasuries	912796D22	TREASURY BILL	10/27/2020	3/30/2021	0.00	50,000,000	49,978,397	49,987,656	49,991,500
U.S. Treasuries	912796D22	TREASURY BILL	10/27/2020	3/30/2021	0.00	50,000,000	49,978,076	49,987,472	49,991,500
U.S. Treasuries	912796D22	TREASURY BILL	11/3/2020	3/30/2021	0.00	50,000,000	49,979,481	49,987,717	49,991,500
U.S. Treasuries	912828C57	US TREASURY	4/15/2019	3/31/2021	2.25	50,000,000	49,863,281	49,983,006	50,250,500
U.S. Treasuries	9127964P1	TREASURY BILL	10/1/2020	4/1/2021	0.00	100,000,000	49,974,090	49,987,188	49,990,000
U.S. Treasuries	9127964P1	TREASURY BILL	10/1/2020	4/1/2021	0.00	100,000,000	99,946,917	99,973,750	99,981,000
U.S. Treasuries	9127964X4	TREASURY BILL	10/8/2020	4/8/2021	0.00	50,000,000	49,972,826	49,985,517	49,990,000
U.S. Treasuries	9128284G2	US TREASURY	4/9/2019	4/15/2021	2.38	50,000,000	50,013,672	50,001,929	50,320,500
U.S. Treasuries	9128284G2	US TREASURY	12/9/2019	4/15/2021	2.38	50,000,000	50,462,891	50,097,648	50,320,500
U.S. Treasuries	9128284G2	US TREASURY	12/11/2019	4/15/2021	2.38	50,000,000	50,457,031	50,096,805	50,320,500
U.S. Treasuries	912796D97	TREASURY BILL	11/19/2020	4/20/2021	0.00	50,000,000	49,981,844	49,986,981	49,988,000
U.S. Treasuries	912796D97	TREASURY BILL	10/22/2020	4/22/2021	0.00	50,000,000	49,973,332	49,983,735	49,988,000
U.S. Treasuries	912796F20	TREASURY BILL	11/24/2020	4/27/2021	0.00	50,000,000	49,981,392	49,985,983	49,988,000
U.S. Treasuries	912796F20	TREASURY BILL	12/10/2020	4/27/2021	0.00	50,000,000	49,984,667	49,987,111	49,988,000
U.S. Treasuries	9127964Z9	TREASURY BILL	10/29/2020	4/29/2021	0.00	50,000,000	49,974,596	49,983,529	49,986,500
U.S. Treasuries	912796F79	TREASURY BILL	12/1/2020	5/4/2021	0.00	50,000,000	49,981,285	49,985,052	49,986,000
U.S. Treasuries	912796F79	TREASURY BILL	12/2/2020	5/4/2021	0.00	50,000,000	49,981,300	49,985,052	49,986,000
U.S. Treasuries	912796F79	TREASURY BILL	12/29/2020	5/4/2021	0.00	50,000,000	49,983,506	49,983,899	49,986,000
U.S. Treasuries	9127965A3	TREASURY BILL	11/5/2020	5/6/2021	0.00	50,000,000	49,974,722	49,982,639	49,986,000
U.S. Treasuries	9127965A3	TREASURY BILL	11/5/2020	5/6/2021	0.00	50,000,000	49,975,228	49,982,986	49,986,000
U.S. Treasuries	9127965A3	TREASURY BILL	11/5/2020	5/6/2021	0.00	50,000,000	49,976,618	49,983,941	49,986,000
U.S. Treasuries	912796F87	TREASURY BILL	12/9/2020	5/11/2021	0.00	50,000,000	49,982,469	49,985,104	49,985,500
U.S. Treasuries	912796F87	TREASURY BILL	12/10/2020	5/11/2021	0.00	50,000,000	49,982,583	49,985,104	49,985,500

# Investment Inventory

## Pooled Fund

Type of Investment	CUSIP	Issuer Name	Settle Date	Maturity Date	Coupon	Par. Value	Book Value	Amortized Book Value	Market Value
U.S. Treasuries	912796F87	US TREASURY	12/14/2020	5/11/2021	0.00	50,000,000	49,983,535	49,985,538	49,985,500
U.S. Treasuries	912796A25	TREASURY BILL	11/12/2020	5/13/2021	0.00	150,000,000	149,916,584	149,939,500	149,956,500
U.S. Treasuries	912796F95	TREASURY BILL	12/16/2020	5/18/2021	0.00	50,000,000	49,981,916	49,983,807	49,985,000
U.S. Treasuries	912796F95	TREASURY BILL	12/15/2020	5/18/2021	0.00	50,000,000	49,982,675	49,984,588	49,985,000
U.S. Treasuries	912796F95	TREASURY BILL	12/17/2020	5/18/2021	0.00	50,000,000	49,981,844	49,983,636	49,985,000
U.S. Treasuries	912796Y24	TREASURY BILL	10/21/2020	5/20/2021	0.00	50,000,000	49,970,694	49,980,694	49,984,500
U.S. Treasuries	912796Y4	TREASURY BILL	11/19/2020	5/20/2021	0.00	100,000,000	99,949,444	99,961,389	99,969,000
U.S. Treasuries	912796G29	TREASURY BILL	12/22/2020	5/25/2021	0.00	25,000,000	24,990,803	24,991,400	24,992,250
U.S. Treasuries	912796G29	TREASURY BILL	12/22/2020	5/25/2021	0.00	50,000,000	49,980,750	49,982,000	49,984,500
U.S. Treasuries	912796G29	TREASURY BILL	12/22/2020	5/25/2021	0.00	50,000,000	49,980,322	49,981,600	49,984,500
U.S. Treasuries	912796A41	TREASURY BILL	12/3/2020	6/3/2021	0.00	50,000,000	49,978,009	49,981,513	49,983,000
U.S. Treasuries	912796B24	TREASURY BILL	12/10/2020	6/10/2021	0.00	50,000,000	49,978,514	49,981,111	49,982,000
U.S. Treasuries	912796B24	TREASURY BILL	12/10/2020	6/10/2021	0.00	50,000,000	49,978,261	49,980,889	49,982,000
U.S. Treasuries	912796B24	TREASURY BILL	12/10/2020	6/10/2021	0.00	50,000,000	49,978,009	49,980,667	49,982,000
U.S. Treasuries	9128284T4	US TREASURY	11/26/2019	6/15/2021	2.63	50,000,000	50,732,422	50,213,139	50,558,500
U.S. Treasuries	9128284T4	US TREASURY	11/27/2019	6/15/2021	2.63	50,000,000	50,744,141	50,216,931	50,558,500
U.S. Treasuries	9128284T4	US TREASURY	12/11/2019	6/15/2021	2.63	50,000,000	50,697,266	50,208,422	50,558,500
U.S. Treasuries	9128284T4	US TREASURY	12/18/2019	6/15/2021	2.63	50,000,000	50,714,844	50,216,421	50,558,500
U.S. Treasuries	9128284T4	US TREASURY	11/10/2020	6/15/2021	2.63	50,000,000	50,750,000	50,570,277	50,558,500
U.S. Treasuries	9127963H0	TREASURY BILL	12/17/2020	6/17/2021	0.00	200,000,000	199,914,056	199,921,139	199,924,000
U.S. Treasuries	912796B32	TREASURY BILL	12/24/2020	6/24/2021	0.00	200,000,000	199,909,000	199,913,000	199,922,000
U.S. Treasuries	9128287A2	US TREASURY	11/8/2019	6/30/2021	1.63	50,000,000	49,933,594	49,980,078	50,371,000
U.S. Treasuries	9128287A2	US TREASURY	12/3/2019	6/30/2021	1.63	50,000,000	49,968,750	49,990,217	50,371,000
U.S. Treasuries	9128287A2	US TREASURY	12/9/2019	6/30/2021	1.63	50,000,000	49,978,516	49,993,204	50,371,000
U.S. Treasuries	9128287A2	US TREASURY	10/23/2020	6/30/2021	1.63	50,000,000	50,517,578	50,372,656	50,371,000
U.S. Treasuries	912828S27	US TREASURY	8/15/2020	6/30/2021	1.13	25,000,000	24,519,531	24,938,880	25,125,000
U.S. Treasuries	912796B40	TREASURY BILL	11/5/2020	6/30/2021	1.13	50,000,000	50,332,031	50,252,176	50,250,000
U.S. Treasuries	912796B40	TREASURY BILL	12/31/2020	7/1/2021	0.00	50,000,000	49,975,986	49,976,118	49,979,000
U.S. Treasuries	912828Y20	US TREASURY	12/12/2019	7/15/2021	0.00	50,000,000	49,975,986	49,976,118	49,979,000
U.S. Treasuries	912828YC8	US TREASURY	12/9/2019	8/31/2021	1.50	50,000,000	50,244,510	50,244,510	50,664,000
U.S. Treasuries	9127964L0	TREASURY BILL	10/29/2020	9/9/2021	0.00	50,000,000	49,948,315	49,948,315	50,461,000
U.S. Treasuries	9128285A4	TREASURY BILL	11/10/2020	9/9/2021	0.00	50,000,000	49,951,438	49,961,304	49,970,000
U.S. Treasuries	9128285A4	US TREASURY	11/19/2020	9/15/2021	2.75	50,000,000	49,956,865	49,964,267	49,970,000
U.S. Treasuries	912828T34	US TREASURY	12/3/2020	9/15/2021	2.75	50,000,000	51,328,924	50,926,940	50,922,000
U.S. Treasuries	9127964V8	TREASURY BILL	12/3/2020	9/15/2021	2.75	50,000,000	51,333,272	50,928,438	50,922,000
U.S. Treasuries	912828T34	US TREASURY	12/11/2019	9/30/2021	1.13	50,000,000	49,498,047	49,792,821	50,377,000
U.S. Treasuries	9127964V8	TREASURY BILL	10/29/2020	10/7/2021	0.00	50,000,000	49,944,977	49,955,244	49,965,500
U.S. Treasuries	9127964V8	TREASURY BILL	10/29/2020	10/7/2021	0.00	50,000,000	49,945,216	49,955,438	49,965,500
U.S. Treasuries	9127964V8	TREASURY BILL	12/3/2020	10/7/2021	0.00	50,000,000	49,960,217	49,963,963	49,965,500
U.S. Treasuries	9128285F3	US TREASURY	10/29/2020	10/15/2021	2.88	50,000,000	51,373,648	51,077,975	51,076,000
U.S. Treasuries	912828T67	US TREASURY	11/10/2016	10/31/2021	1.25	50,000,000	49,574,219	49,928,958	50,465,000
U.S. Treasuries	9127964W6	TREASURY BILL	11/5/2020	11/4/2021	0.00	23,860,000	23,827,431	23,832,531	23,841,628
U.S. Treasuries	9127964W6	TREASURY BILL	11/5/2020	11/4/2021	0.00	50,000,000	49,930,486	49,941,371	49,961,500
U.S. Treasuries	9127964W6	TREASURY BILL	11/10/2020	11/4/2021	0.00	50,000,000	49,940,167	49,948,833	49,961,500
U.S. Treasuries	9127964W6	TREASURY BILL	11/19/2020	11/4/2021	0.00	50,000,000	49,951,389	49,957,361	49,961,500
U.S. Treasuries	912828U65	US TREASURY	12/14/2020	11/30/2021	1.75	50,000,000	50,828,576	50,754,157	50,738,500
U.S. Treasuries	912828U65	US TREASURY	12/13/2016	11/30/2021	1.75	100,000,000	99,312,500	99,873,724	101,477,000
U.S. Treasuries	9127965G0	TREASURY BILL	12/17/2020	12/2/2021	0.00	50,000,000	49,956,250	49,958,125	49,954,500
U.S. Treasuries	9127965G0	TREASURY BILL	12/3/2020	12/2/2021	0.00	100,000,000	99,888,778	99,897,639	99,909,000
U.S. Treasuries	9128285R7	US TREASURY	12/4/2020	12/15/2021	2.63	50,000,000	51,291,016	51,194,876	51,189,500

# Investment Inventory Pooled Fund

Type of Investment	CUSIP	Issuer Name	Settle Date	Maturity Date	Coupon	Par. Value	Book Value	Amortized Book Value	Market Value
U.S. Treasuries	9128285R7	US TREASURY	12/8/2020	12/15/2021	2.63	50,000,000	51,281,250	51,198,589	51,189,500
U.S. Treasuries	9128285R7	US TREASURY	12/9/2020	12/15/2021	2.63	50,000,000	51,277,344	51,198,155	51,189,500
U.S. Treasuries	9128285R7	US TREASURY	12/15/2020	12/15/2021	2.63	50,000,000	51,257,813	51,199,229	51,189,500
U.S. Treasuries	912828U81	US TREASURY	11/22/2019	12/31/2021	2.00	50,000,000	50,402,344	50,190,199	50,933,500
U.S. Treasuries	912828XW5	US TREASURY	8/15/2017	6/30/2022	1.75	25,000,000	24,977,539	24,993,123	25,608,500
U.S. Treasuries	912828S35	US TREASURY	1/9/2020	6/30/2023	1.38	50,000,000	49,605,469	49,716,858	51,531,500
U.S. Treasuries	912828WE6	US TREASURY	12/17/2019	11/15/2023	2.75	50,000,000	51,960,938	51,438,112	53,711,000
<b>Subtotals</b>					<b>0.50</b>	<b>\$ 8,123,860,000</b>	<b>\$ 8,137,395,171</b>	<b>\$ 8,133,976,781</b>	<b>\$ 8,147,519,878</b>
Federal Agencies	3133EJ4Q9	FEDERAL FARM CREDIT BANK	1/11/2019	1/11/2021	2.55	100,000,000	99,934,000	99,999,097	100,052,000
Federal Agencies	3133EJCE7	FEDERAL FARM CREDIT BANK	4/16/2018	2/12/2021	2.35	50,000,000	49,673,710	49,986,734	50,120,000
Federal Agencies	3137EAE19	FREDDIE MAC	2/16/2018	2/16/2021	2.38	22,000,000	21,941,920	21,997,562	22,058,960
Federal Agencies	313385CB0	FED HOME LN DISCOUNT NT	12/22/2020	2/19/2021	0.00	44,000,000	43,994,231	43,995,209	43,995,600
Federal Agencies	313385CJ3	FED HOME LN DISCOUNT NT	8/28/2020	2/26/2021	0.00	47,000,000	46,972,675	46,991,592	46,994,360
Federal Agencies	3133EKCS3	FEDERAL FARM CREDIT BANK	3/11/2019	3/11/2021	2.55	50,000,000	49,975,000	49,997,640	50,234,000
Federal Agencies	3133EKCS3	FEDERAL FARM CREDIT BANK	3/11/2019	3/11/2021	2.55	50,000,000	49,975,000	49,997,640	50,234,000
Federal Agencies	313385DD5	FED HOME LN DISCOUNT NT	10/13/2020	3/17/2021	0.00	10,000,000	9,994,833	9,997,500	9,998,200
Federal Agencies	3133EKR99	FEDERAL FARM CREDIT BANK	10/3/2019	3/25/2021	0.26	90,000,000	89,982,000	89,997,228	90,024,300
Federal Agencies	3132XQ053	FARMER MAC	3/29/2018	3/29/2021	2.60	6,350,000	6,343,079	6,349,451	6,388,672
Federal Agencies	3132XQ053	FARMER MAC	3/29/2018	3/29/2021	2.60	20,450,000	20,427,710	20,448,231	20,574,541
Federal Agencies	3133EKF66	FEDERAL FARM CREDIT BANK	4/5/2019	4/5/2021	2.23	25,000,000	24,916,500	24,989,263	25,138,500
Federal Agencies	3133EKF66	FEDERAL FARM CREDIT BANK	4/5/2019	4/5/2021	2.23	25,000,000	24,917,500	24,989,391	25,138,500
Federal Agencies	3133EJNS4	FEDERAL FARM CREDIT BANK	5/22/2018	5/10/2021	2.70	17,700,000	17,653,095	17,694,418	17,867,265
Federal Agencies	313385GB6	FED HOME LN DISCOUNT NT	11/30/2020	5/26/2021	0.00	50,000,000	49,977,875	49,981,875	49,980,500
Federal Agencies	3135G0U35	FANNIE MAE	6/25/2018	6/22/2021	2.75	25,000,000	24,994,250	24,999,095	25,310,000
Federal Agencies	313313HN1	FED FARM CRD DISCOUNT NT	11/12/2020	6/30/2021	0.00	25,000,000	24,982,431	24,986,250	24,987,750
Federal Agencies	313313HP6	FED FARM CREDIT BANK DISCOUNT	12/15/2020	7/1/2021	0.00	50,000,000	49,975,250	49,977,375	49,975,500
Federal Agencies	313385HP4	FED HOME LN DISCOUNT NT	12/10/2020	7/1/2021	0.00	100,000,000	99,949,250	99,954,750	99,951,000
Federal Agencies	313313JY5	FED FARM CREDIT BK DISCOUNT	12/18/2020	8/3/2021	0.00	50,000,000	49,968,333	49,970,278	49,970,500
Federal Agencies	313313KP2	FED FARM CRD DISCOUNT NT	12/2/2020	8/18/2021	0.00	28,700,000	28,681,417	28,683,569	28,681,919
Federal Agencies	313313KX5	FED FARM CRD DISCOUNT NT	11/25/2020	8/26/2021	0.00	50,000,000	49,961,945	49,967,083	49,967,500
Federal Agencies	313313LE6	FED FARM CRD DISCOUNT NT	11/16/2020	9/2/2021	0.00	10,000,000	9,990,333	9,991,867	9,992,600
Federal Agencies	313313LV8	FC DISCOUNT NT	12/21/2020	9/17/2021	0.00	10,000,000	9,992,500	9,992,806	9,992,200
Federal Agencies	313313MK1	FED FARM CRD DISCOUNT NT	11/18/2020	10/1/2021	0.00	5,000,000	4,994,717	4,995,450	4,995,900
Federal Agencies	3135G0Q89	FANNIE MAE	10/21/2016	10/7/2021	1.38	25,000,000	25,000,000	25,000,000	25,238,500
Federal Agencies	3133EJK24	FEDERAL FARM CREDIT BANK	10/19/2018	10/19/2021	3.00	25,000,000	24,980,900	24,994,929	25,579,500
Federal Agencies	313313NF1	FC DISCOUNT NT	12/21/2020	10/21/2021	0.00	5,000,000	4,995,778	4,995,931	4,995,550
Federal Agencies	313313NF1	FED FARM CRD DISCOUNT NT	11/23/2020	10/21/2021	0.00	16,000,000	15,983,573	15,985,676	15,985,760
Federal Agencies	313313NK0	FED FARM CRD DISCOUNT NT	11/30/2020	10/25/2021	0.00	20,000,000	19,979,467	19,981,850	19,982,000
Federal Agencies	313313NK0	FED FARM CRD DISCOUNT NT	11/30/2020	10/25/2021	0.00	50,000,000	49,949,736	49,954,625	49,955,000
Federal Agencies	3133EGZJ7	FEDERAL FARM CREDIT BANK	10/25/2016	10/25/2021	1.38	14,500,000	14,500,000	14,500,000	14,653,120
Federal Agencies	3133EGZJ7	FEDERAL FARM CREDIT BANK	10/25/2016	10/25/2021	1.38	15,000,000	15,000,000	15,000,000	15,158,400
Federal Agencies	3133ELWS9	FEDERAL FARM CREDIT BANK	4/15/2020	10/25/2021	0.40	50,000,000	49,992,387	49,995,948	50,126,000
Federal Agencies	3133ELWS9	FEDERAL FARM CREDIT BANK	4/15/2020	10/25/2021	0.40	50,000,000	49,992,387	49,995,948	50,126,000
Federal Agencies	313313NM6	FED FARM CRD DISCOUNT NT	12/3/2020	10/27/2021	0.00	30,000,000	29,972,667	29,975,083	29,973,000
Federal Agencies	313313NN4	FED FARM CRD DISCOUNT NT	11/24/2020	10/28/2021	0.00	50,000,000	49,953,056	49,958,333	49,954,500
Federal Agencies	3133EJT74	FEDERAL FARM CREDIT BANK	11/15/2018	11/15/2021	3.05	50,000,000	49,950,000	49,985,493	51,278,500
Federal Agencies	3130AHJY0	FEDERAL HOME LOAN BANK	11/8/2019	11/19/2021	1.63	17,000,000	16,970,930	16,987,385	17,224,570
Federal Agencies	3130AHJY0	FEDERAL HOME LOAN BANK	11/8/2019	11/19/2021	1.63	25,000,000	24,957,250	24,981,448	25,330,250
Federal Agencies	3130AHJY0	FEDERAL HOME LOAN BANK	11/8/2019	11/19/2021	1.63	25,000,000	24,957,250	24,981,448	25,330,250



# Investment Inventory Pooled Fund

Type of Investment	CUSIP	Issuer Name	Settle Date	Maturity Date	Coupon	Par Value	Book Value	Amortized Book Value	Market Value
Federal Agencies	3130AHJY0	FEDERAL HOME LOAN BANK	11/8/2019	11/19/2021	1.63	45,000,000	44,923,050	44,966,607	45,594,450
Federal Agencies	3130AHJY0	FEDERAL HOME LOAN BANK	11/8/2019	11/19/2021	1.63	50,000,000	49,914,500	49,962,896	50,660,500
Federal Agencies	313313QA9	FED FARM CREDIT BANK DISCOUN	12/22/2020	12/3/2021	0.00	15,000,000	14,985,583	14,986,000	14,984,700
Federal Agencies	313313QL5	FED FARM CREDIT BANK DISCOUN	12/30/2020	12/13/2021	0.00	50,000,000	49,946,833	49,947,139	49,952,500
Federal Agencies	3133EJ3B3	FEDERAL FARM CREDIT BANK	3/19/2020	12/17/2021	2.80	19,000,000	19,677,730	19,371,795	19,487,350
Federal Agencies	3133EJ3B3	FEDERAL FARM CREDIT BANK	12/17/2018	12/17/2021	2.80	25,000,000	24,974,250	24,991,777	25,641,250
Federal Agencies	3133EJ3B3	FEDERAL FARM CREDIT BANK	12/17/2018	12/17/2021	2.80	25,000,000	24,974,250	24,991,777	25,641,250
Federal Agencies	3133EJ3B3	FEDERAL FARM CREDIT BANK	12/17/2018	12/17/2021	2.80	25,000,000	24,964,250	24,988,583	25,641,250
Federal Agencies	3130AHSR5	FEDERAL HOME LOAN BANK	12/20/2019	12/20/2021	1.63	22,500,000	22,475,700	22,488,266	22,830,300
Federal Agencies	3133ELTN4	FEDERAL FARM CREDIT BANK	3/18/2020	1/18/2022	0.53	50,000,000	49,886,500	49,935,385	50,219,000
Federal Agencies	3133ELTN4	FEDERAL FARM CREDIT BANK	3/23/2020	1/18/2022	0.53	63,450,000	63,289,472	63,357,925	63,727,911
Federal Agencies	3133ELKN3	FEDERAL FARM CREDIT BANK	1/28/2020	1/28/2022	1.55	100,000,000	99,992,000	99,995,710	101,551,000
Federal Agencies	3133EKAK2	FEDERAL FARM CREDIT BANK	2/19/2019	2/14/2022	2.53	20,700,000	20,682,612	20,693,481	21,252,897
Federal Agencies	3133EKBV7	FEDERAL FARM CREDIT BANK	3/1/2019	3/1/2022	2.55	10,000,000	9,997,186	9,998,911	10,279,300
Federal Agencies	313378WG2	FEDERAL HOME LOAN BANK	4/5/2019	3/11/2022	2.50	17,780,000	17,848,986	17,807,955	18,283,174
Federal Agencies	313378WG2	FEDERAL HOME LOAN BANK	4/5/2019	3/11/2022	2.50	40,000,000	40,158,360	40,064,172	41,132,000
Federal Agencies	3133EKDC7	FEDERAL FARM CREDIT BANK	4/8/2019	3/14/2022	2.47	26,145,000	26,226,050	26,178,071	26,874,968
Federal Agencies	3133EKDC7	FEDERAL FARM CREDIT BANK	4/8/2019	3/14/2022	2.47	45,500,000	45,634,680	45,554,953	46,770,360
Federal Agencies	3133ELUQ5	FEDERAL FARM CREDIT BANK	3/25/2020	3/25/2022	0.70	25,000,000	24,999,000	24,999,386	25,169,750
Federal Agencies	3133ELUQ5	FEDERAL FARM CREDIT BANK	3/25/2020	3/25/2022	0.70	25,000,000	24,993,000	24,995,704	25,169,750
Federal Agencies	3133ELUQ5	FEDERAL FARM CREDIT BANK	3/25/2020	3/25/2022	0.70	25,000,000	24,996,000	24,997,545	25,169,750
Federal Agencies	3133ELUQ5	FEDERAL FARM CREDIT BANK	3/25/2020	3/25/2022	0.70	25,000,000	24,983,250	24,989,721	25,169,750
Federal Agencies	3135G0T45	FANNIE MAE	6/6/2017	4/5/2022	1.88	25,000,000	25,072,250	25,018,800	25,552,500
Federal Agencies	3135G0V59	FANNIE MAE	4/12/2019	4/12/2022	2.25	25,000,000	24,918,000	24,965,135	25,698,250
Federal Agencies	3135G0V59	FANNIE MAE	4/12/2019	4/12/2022	2.25	50,000,000	49,836,000	49,930,270	51,396,500
Federal Agencies	3135G0V59	FANNIE MAE	4/12/2019	4/12/2022	2.25	50,000,000	49,836,000	49,930,270	51,396,500
Federal Agencies	3133EKHB5	FEDERAL FARM CREDIT BANK	4/18/2019	4/18/2022	2.35	50,000,000	49,836,000	49,930,270	51,396,500
Federal Agencies	3133EKLR5	FEDERAL FARM CREDIT BANK	5/16/2019	5/16/2022	2.25	25,000,000	24,949,250	24,976,848	25,720,750
Federal Agencies	3133EHLR5	FEDERAL FARM CREDIT BANK	5/16/2019	5/16/2022	2.25	35,000,000	34,928,950	34,967,587	36,009,050
Federal Agencies	3133EHLR7	FEDERAL FARM CREDIT BANK	6/6/2017	6/2/2022	1.88	50,000,000	50,059,250	50,016,812	51,219,000
Federal Agencies	3133ELDK7	FEDERAL FARM CREDIT BANK	6/9/2017	6/2/2022	1.88	50,000,000	49,997,500	49,999,289	51,219,000
Federal Agencies	3133ELDK7	FEDERAL FARM CREDIT BANK	12/16/2019	6/15/2022	1.63	20,000,000	19,998,940	19,999,384	20,428,800
Federal Agencies	3133ELDK7	FEDERAL FARM CREDIT BANK	12/16/2019	6/15/2022	1.63	25,000,000	24,998,676	24,999,230	25,536,000
Federal Agencies	3133ELDK7	FEDERAL FARM CREDIT BANK	12/16/2019	6/15/2022	1.63	25,000,000	24,998,676	24,999,230	25,536,000
Federal Agencies	3133EHP1	FEDERAL FARM CREDIT BANK	3/18/2020	9/20/2022	1.85	25,000,000	25,718,750	25,491,983	25,730,500
Federal Agencies	3133ELV5	FEDERAL FARM CREDIT BANK	4/3/2020	10/3/2022	0.70	40,000,000	39,990,000	39,992,990	40,387,200
Federal Agencies	3133ELJH8	FEDERAL FARM CREDIT BANK	3/25/2020	1/23/2023	1.60	10,140,000	10,384,141	10,317,557	10,436,899
Federal Agencies	3133ELNE0	FEDERAL FARM CREDIT BANK	3/18/2020	2/14/2024	1.43	20,495,000	20,950,604	20,858,398	21,247,371
Federal Agencies	3133ELCP7	FEDERAL FARM CREDIT BANK	12/3/2019	12/3/2024	1.63	25,000,000	24,960,000	24,968,648	26,266,500
Federal Agencies	3137EAEF0	FREDDIE MAC	2/14/2020	2/12/2025	1.50	5,000,000	4,996,150	4,996,829	5,245,150
Federal Agencies	3137EAEF0	FREDDIE MAC	2/14/2020	2/12/2025	1.50	5,000,000	4,996,150	4,996,829	5,245,150
Federal Agencies	3137EAEF0	FREDDIE MAC	2/14/2020	2/12/2025	1.50	5,000,000	4,996,150	4,996,829	5,245,150
Federal Agencies	3137EAEF0	FREDDIE MAC	2/14/2020	2/12/2025	1.50	15,000,000	14,988,450	14,990,488	15,735,450
Federal Agencies	3133ELQY3	FEDERAL FARM CREDIT BANK	3/23/2020	3/3/2025	1.21	16,000,000	15,990,720	15,992,179	16,560,800
Federal Agencies	3133ELQY3	FEDERAL FARM CREDIT BANK	3/23/2020	3/3/2025	1.21	24,000,000	23,964,240	23,969,863	24,841,200
<b>Subtotals</b>					<b>1.34</b>	<b>\$ 2,849,410,000</b>	<b>\$ 2,849,288,020</b>	<b>\$ 2,849,799,818</b>	<b>\$ 2,885,249,047</b>

# Investment Inventory Pooled Fund

Type of Investment	CUSIP	Issuer Name	Settle Date	Maturity Date	Coupon	Par. Value	Book Value	Amortized Book Value	Market Value
State/Local Agencies	13063DGA0	CALIFORNIA ST	4/25/2018	4/1/2021	2.80	\$ 33,000,000	\$ 33,001,320	\$ 33,000,111	\$ 33,204,930
State/Local Agencies	13066YTY5	CALIFORNIA ST DEPT OF WTR RES	2/6/2017	5/1/2021	1.71	21,967,414	21,595,725	21,938,545	22,073,517
State/Local Agencies	91412GF59	UNIV OF CALIFORNIA CA REVENUE	8/9/2016	5/15/2021	1.91	1,769,000	1,810,695	1,772,211	1,772,273
<b>Subtotals</b>					<b>2.35</b>	<b>\$ 56,736,414</b>	<b>\$ 56,407,741</b>	<b>\$ 56,710,867</b>	<b>\$ 57,050,719</b>
Public Time Deposits	PPE20ZJV4	BANK OF SAN FRANCISCO	9/21/2020	3/22/2021	0.16	10,000,000	10,000,000	10,000,000	10,000,000
Public Time Deposits	PPEF10AD0	BRIDGE BANK	9/21/2020	3/22/2021	0.16	10,000,000	10,000,000	10,000,000	10,000,000
Public Time Deposits	PPE91C5A0	BANK OF SAN FRANCISCO	12/7/2020	6/7/2021	0.20	10,000,000	10,000,000	10,000,000	10,000,000
Public Time Deposits	PPE51K841	BRIDGE BANK	12/23/2020	6/21/2021	0.20	10,000,000	10,000,000	10,000,000	10,000,000
<b>Subtotals</b>					<b>0.18</b>	<b>\$ 40,000,000</b>	<b>\$ 40,000,000</b>	<b>\$ 40,000,000</b>	<b>\$ 40,000,000</b>
Negotiable CDs	89114NFY6	TORONTO DOMINION BANK NY	1/23/2020	1/6/2021	1.73	70,000,000	70,000,000	70,000,000	70,019,472
Negotiable CDs	06367BFR5	BANK OF MONTREAL CHICAGO	1/29/2020	1/28/2021	0.27	50,000,000	50,000,000	50,000,000	50,008,253
Negotiable CDs	06367BJF7	BANK OF MONTREAL CHICAGO	3/10/2020	3/1/2021	0.53	100,000,000	100,000,000	100,000,000	100,079,119
Negotiable CDs	78012J4	ROYAL BANK OF CANADA NY	3/12/2020	3/15/2021	0.89	100,000,000	100,000,000	100,000,000	100,170,777
<b>Subtotals</b>					<b>0.87</b>	<b>\$ 320,000,000</b>	<b>\$ 320,000,000</b>	<b>\$ 320,000,000</b>	<b>\$ 320,277,620</b>
Medium Term Notes	89236TFQ3	TOYOTA MOTOR CREDIT CORP	1/8/2019	1/8/2021	3.05	5,000,000	4,997,000	4,999,971	5,001,200
<b>Subtotals</b>					<b>3.05</b>	<b>\$ 5,000,000</b>	<b>\$ 4,997,000</b>	<b>\$ 4,999,971</b>	<b>\$ 5,001,200</b>
Money Market Funds	262006208	DREYFUS GOVERN CASH MGMT-I	12/31/2020	1/1/2021	0.02	108,604,070	108,604,070	108,604,070	108,604,070
Money Market Funds	608919718	FEDERATED GOVERNMENT OBL-PI	12/31/2020	1/1/2021	0.01	237,058,475	237,058,475	237,058,475	237,058,475
Money Market Funds	09248J718	BLACKROCK LIQ INST GOV FUND	12/31/2020	1/1/2021	0.03	10,545,166	10,545,166	10,545,166	10,545,166
Money Market Funds	31607A703	FIDELITY INST GOV FUND	12/31/2020	1/1/2021	0.01	614,331,523	614,331,523	614,331,523	614,331,523
Money Market Funds	61747C707	MORGAN STANLEY INST GOVT FUN	12/31/2020	1/1/2021	0.03	11,385,074	11,385,074	11,385,074	11,385,074
<b>Subtotals</b>					<b>0.01</b>	<b>\$ 981,924,308</b>	<b>\$ 981,924,308</b>	<b>\$ 981,924,308</b>	<b>\$ 981,924,308</b>
Supranationals	45950KCM0	INTERNATIONAL FINANCE CORP	1/25/2018	1/25/2021	2.25	50,000,000	49,853,000	49,996,781	50,063,500
Supranationals	4581X0DB1	INTER-AMERICAN DEVEL BK	4/19/2018	4/19/2021	2.63	45,000,000	44,901,000	44,990,245	45,311,850
Supranationals	4581X0DB1	INTER-AMERICAN DEVEL BK	5/16/2018	4/19/2021	2.63	50,000,000	49,693,972	49,969,082	50,346,500
Supranationals	459515HP0	INTL FINANCE CORP DISC	11/23/2020	7/1/2021	0.00	20,000,000	19,989,000	19,990,950	19,990,200
Supranationals	459515HP0	INTL FINANCE CORP DISC	11/17/2020	7/1/2021	0.00	35,000,000	34,978,028	34,982,403	34,982,850
Supranationals	459515HP0	INTL FINANCE CORP DISC	11/24/2020	7/1/2021	0.00	45,000,000	44,975,363	44,979,638	44,977,950
Supranationals	45950KCM0	INTERNATIONAL FINANCE CORP	5/23/2018	7/20/2021	1.13	12,135,000	11,496,942	12,024,418	12,197,253
Supranationals	459058GH0	INTL BK RECON & DEVELOP	7/25/2018	7/23/2021	2.75	50,000,000	49,883,000	49,978,290	50,713,500
Supranationals	459058HV8	INTL BK RECON & DEVELOP	1/28/2020	1/28/2025	2.05	25,000,000	25,000,000	25,000,000	25,023,500
Supranationals	459058HV8	INTL BK RECON & DEVELOP	1/28/2020	1/28/2025	2.05	25,000,000	25,000,000	25,000,000	25,023,500
Supranationals	459058HV8	INTL BK RECON & DEVELOP	1/28/2020	1/28/2025	2.05	50,000,000	50,000,000	50,000,000	50,047,000
<b>Subtotals</b>					<b>1.77</b>	<b>\$ 407,135,000</b>	<b>\$ 405,770,303</b>	<b>\$ 406,911,806</b>	<b>\$ 408,677,603</b>
<b>Grand Totals</b>					<b>0.71</b>	<b>\$ 12,784,065,722</b>	<b>\$ 12,795,782,543</b>	<b>\$ 12,794,323,551</b>	<b>\$ 12,845,700,375</b>

# Monthly Investment Earnings

## Pooled Fund

For month ended December 31, 2020

Type of Investment	CUSIP	Issuer Name	Par Value	Coupon	YTM <sup>1</sup>	Settle Date	Maturity Date	Earned Interest	Amort. Expense	Realized Gain/(Loss)	Earned Income /Net Earnings
U.S. Treasuries	9127964U0	TREASURY BILL	\$ -	0.00	0.08	11/10/20	12/10/20	-	-	-	-
U.S. Treasuries	9127964U0	TREASURY BILL	-	0.00	0.08	11/17/20	12/1/20	-	-	-	-
U.S. Treasuries	912796TU3	TREASURY BILL	-	0.00	0.11	9/3/20	12/3/20	-	292	-	292
U.S. Treasuries	912796TU3	TREASURY BILL	-	0.00	0.04	12/1/20	12/1/20	-	111	-	111
U.S. Treasuries	912796TU3	TREASURY BILL	-	0.00	0.05	12/2/20	12/3/20	-	70	-	70
U.S. Treasuries	912796TU3	TREASURY BILL	-	0.00	0.04	12/2/20	12/3/20	-	56	-	56
U.S. Treasuries	9127963J6	TREASURY BILL	-	0.00	0.17	6/15/20	12/10/20	-	1,075	-	1,075
U.S. Treasuries	9127963J6	TREASURY BILL	-	0.00	0.17	6/15/20	12/10/20	-	1,075	-	1,075
U.S. Treasuries	9127963J6	TREASURY BILL	-	0.00	0.18	6/15/20	12/10/20	-	2,250	-	2,250
U.S. Treasuries	9127963J6	TREASURY BILL	-	0.00	0.08	12/8/20	12/10/20	-	181	-	181
U.S. Treasuries	9127965C9	TREASURY BILL	-	0.00	0.06	11/17/20	12/15/20	-	1,517	-	1,517
U.S. Treasuries	9127965C9	TREASURY BILL	-	0.00	0.06	12/8/20	12/15/20	-	535	-	535
U.S. Treasuries	9128283L2	US TREASURY	-	1.88	1.63	11/18/19	12/15/20	35,861	(4,592)	-	31,269
U.S. Treasuries	9127963K3	TREASURY BILL	-	0.00	0.16	6/19/20	12/15/20	35,861	(4,332)	-	31,528
U.S. Treasuries	9127963K3	TREASURY BILL	-	0.00	0.07	12/3/20	12/17/20	-	3,611	-	3,611
U.S. Treasuries	9127963K3	TREASURY BILL	-	0.00	0.07	12/9/20	12/17/20	-	1,410	-	1,410
U.S. Treasuries	9127963K3	TREASURY BILL	-	0.00	0.06	12/14/20	12/17/20	-	756	-	756
U.S. Treasuries	9127963K3	TREASURY BILL	-	0.00	0.07	12/16/20	12/17/20	-	250	-	250
U.S. Treasuries	9127965D7	TREASURY BILL	-	0.00	0.08	11/17/20	12/17/20	-	97	-	97
U.S. Treasuries	9127965D7	TREASURY BILL	-	0.00	0.07	12/22/20	12/22/20	-	2,333	-	2,333
U.S. Treasuries	9127965D7	TREASURY BILL	-	0.00	0.07	12/8/20	12/22/20	-	1,361	-	1,361
U.S. Treasuries	9127965D7	TREASURY BILL	-	0.00	0.07	12/9/20	12/22/20	-	1,309	-	1,309
U.S. Treasuries	9127965D7	TREASURY BILL	-	0.00	0.06	12/17/20	12/22/20	-	382	-	382
U.S. Treasuries	9127963L1	TREASURY BILL	-	0.00	0.16	6/29/20	12/24/20	-	2,595	-	2,595
U.S. Treasuries	9127963L1	TREASURY BILL	-	0.00	0.15	7/2/20	12/24/20	-	4,728	-	4,728
U.S. Treasuries	9127965F2	TREASURY BILL	-	0.00	0.11	8/27/20	12/24/20	-	3,354	-	3,354
U.S. Treasuries	9127965F2	TREASURY BILL	-	0.00	0.13	7/28/20	12/29/20	-	2,481	-	2,481
U.S. Treasuries	9127965F2	TREASURY BILL	-	0.00	0.13	7/28/20	12/29/20	-	5,056	-	5,056
U.S. Treasuries	9127965F2	TREASURY BILL	-	0.00	0.07	12/17/20	12/29/20	-	1,167	-	1,167
U.S. Treasuries	912796TY5	TREASURY BILL	-	0.00	0.12	7/21/20	12/31/20	-	3,600	-	3,600
U.S. Treasuries	912828N48	US TREASURY	-	1.75	1.64	11/22/19	12/31/20	71,332	(4,340)	-	66,991
U.S. Treasuries	912796A58	TREASURY BILL	50,000,000	0.00	0.10	8/4/20	1/5/21	-	4,219	-	4,219
U.S. Treasuries	912796A58	TREASURY BILL	50,000,000	0.00	0.10	8/4/20	1/5/21	-	4,349	-	4,349
U.S. Treasuries	912796A58	TREASURY BILL	50,000,000	0.00	0.08	11/17/20	1/5/21	-	3,532	-	3,532
U.S. Treasuries	9127963T4	TREASURY BILL	50,000,000	0.00	0.08	10/29/20	1/7/21	-	3,552	-	3,552
U.S. Treasuries	9127963T4	TREASURY BILL	50,000,000	0.00	0.07	12/8/20	1/7/21	-	2,350	-	2,350
U.S. Treasuries	912796A66	TREASURY BILL	25,000,000	0.00	0.11	8/11/20	1/12/21	-	2,271	-	2,271
U.S. Treasuries	912796A66	TREASURY BILL	25,000,000	0.00	0.11	8/11/20	1/12/21	-	2,347	-	2,347
U.S. Treasuries	912796A66	TREASURY BILL	25,000,000	0.00	0.09	9/29/20	1/12/21	-	1,938	-	1,938
U.S. Treasuries	912796A66	TREASURY BILL	50,000,000	0.00	0.10	8/27/20	1/12/21	-	4,392	-	4,392
U.S. Treasuries	9127963U1	TREASURY BILL	25,000,000	0.00	0.10	8/31/20	1/14/21	-	2,186	-	2,186
U.S. Treasuries	9127963U1	TREASURY BILL	25,000,000	0.00	0.10	10/15/20	1/14/21	-	2,067	-	2,067
U.S. Treasuries	9127963U1	TREASURY BILL	50,000,000	0.00	0.15	7/16/20	1/14/21	-	6,243	-	6,243
U.S. Treasuries	9127963U1	TREASURY BILL	50,000,000	0.00	0.07	12/8/20	1/14/21	-	2,333	-	2,333
U.S. Treasuries	9128283Q1	US TREASURY	50,000,000	2.00	2.57	3/4/19	1/15/21	84,239	23,315	-	107,554
U.S. Treasuries	9128283Q1	US TREASURY	50,000,000	2.00	1.63	11/18/19	1/15/21	84,239	(15,422)	-	68,817
U.S. Treasuries	9128283Q1	US TREASURY	50,000,000	2.00	1.63	11/22/19	1/15/21	84,239	(15,425)	-	68,814
U.S. Treasuries	9128283Q1	US TREASURY	50,000,000	2.00	1.68	12/3/19	1/15/21	84,239	(13,323)	-	70,916
U.S. Treasuries	912796A74	TREASURY BILL	25,000,000	0.00	0.12	8/18/20	1/19/21	-	2,493	-	2,493
U.S. Treasuries	912796A74	TREASURY BILL	25,000,000	0.00	0.10	8/26/20	1/19/21	-	2,186	-	2,186
U.S. Treasuries	912796A74	TREASURY BILL	100,000,000	0.00	0.10	8/27/20	1/19/21	-	4,392	-	4,392
U.S. Treasuries	912796A74	TREASURY BILL	100,000,000	0.00	0.07	11/24/20	1/19/21	-	6,028	-	6,028
U.S. Treasuries	9127963V9	TREASURY BILL	25,000,000	0.00	0.13	7/24/20	1/21/21	-	2,713	-	2,713

# Monthly Investment Earnings

## Pooled Fund

Type of Investment	CUSIP	Issuer Name	Par Value	Coupon	YTM <sup>1</sup>	Settle Date	Maturity Date	Earned Interest	Amort. Expense	Realized Gain/(Loss)	Earned Income /Net Earnings
U.S. Treasuries	9127963V9	TREASURY BILL	25,000,000	0.00	0.13	7/27/20	1/21/21	-	2,713	-	2,713
U.S. Treasuries	9127963V9	TREASURY BILL	25,000,000	0.00	0.12	7/28/20	1/21/21	-	2,605	-	2,605
U.S. Treasuries	9127963V9	TREASURY BILL	50,000,000	0.00	0.07	12/15/20	1/21/21	-	1,568	-	1,568
U.S. Treasuries	912796A82	TREASURY BILL	50,000,000	0.00	0.12	8/25/20	1/26/21	-	4,951	-	4,951
U.S. Treasuries	912796A82	TREASURY BILL	50,000,000	0.00	0.11	8/25/20	1/26/21	-	4,844	-	4,844
U.S. Treasuries	912796A82	TREASURY BILL	50,000,000	0.00	0.10	10/13/20	1/26/21	-	4,418	-	4,418
U.S. Treasuries	912796UC1	TREASURY BILL	50,000,000	0.00	0.08	12/17/20	1/28/21	-	1,564	-	1,564
U.S. Treasuries	912796UC1	TREASURY BILL	50,000,000	0.00	0.08	12/17/20	1/28/21	-	1,688	-	1,688
U.S. Treasuries	912796B65	TREASURY BILL	50,000,000	0.00	0.11	9/1/20	2/2/21	-	4,779	-	4,779
U.S. Treasuries	912796B65	TREASURY BILL	50,000,000	0.00	0.12	9/4/20	2/2/21	-	4,951	-	4,951
U.S. Treasuries	912796B65	TREASURY BILL	50,000,000	0.00	0.11	10/15/20	2/4/21	-	4,521	-	4,521
U.S. Treasuries	9127963W7	TREASURY BILL	25,000,000	0.00	0.11	8/10/20	2/4/21	-	2,390	-	2,390
U.S. Treasuries	9127963W7	TREASURY BILL	25,000,000	0.00	0.12	8/18/20	2/4/21	-	2,476	-	2,476
U.S. Treasuries	9127963W7	TREASURY BILL	50,000,000	0.00	0.11	8/6/20	2/4/21	-	4,521	-	4,521
U.S. Treasuries	912796B73	TREASURY BILL	50,000,000	0.00	0.12	9/8/20	2/9/21	-	5,059	-	5,059
U.S. Treasuries	912796B73	TREASURY BILL	50,000,000	0.00	0.10	9/29/20	2/9/21	-	4,090	-	4,090
U.S. Treasuries	9127964C0	TREASURY BILL	25,000,000	0.00	0.11	8/24/20	2/11/21	-	2,260	-	2,260
U.S. Treasuries	9127964C0	TREASURY BILL	25,000,000	0.00	0.09	9/28/20	2/11/21	-	1,959	-	1,959
U.S. Treasuries	9127964C0	TREASURY BILL	50,000,000	0.00	0.12	8/13/20	2/11/21	-	5,167	-	5,167
U.S. Treasuries	912796B81	TREASURY BILL	50,000,000	0.00	0.09	11/4/20	2/16/21	-	3,897	-	3,897
U.S. Treasuries	9127964D8	TREASURY BILL	25,000,000	0.00	0.11	8/24/20	2/18/21	-	2,411	-	2,411
U.S. Treasuries	9127964D8	TREASURY BILL	25,000,000	0.00	0.10	8/31/20	2/18/21	-	2,250	-	2,250
U.S. Treasuries	9127964D8	TREASURY BILL	50,000,000	0.00	0.12	8/20/20	2/18/21	-	5,167	-	5,167
U.S. Treasuries	912796B99	TREASURY BILL	50,000,000	0.00	0.11	9/22/20	2/23/21	-	4,628	-	4,628
U.S. Treasuries	912796B99	TREASURY BILL	50,000,000	0.00	0.10	9/22/20	2/23/21	-	4,138	-	4,138
U.S. Treasuries	912796B99	TREASURY BILL	50,000,000	0.00	0.10	9/30/20	2/23/21	-	4,112	-	4,112
U.S. Treasuries	912796B99	TREASURY BILL	50,000,000	0.00	0.10	10/20/20	2/23/21	-	4,392	-	4,392
U.S. Treasuries	912796XE4	TREASURY BILL	50,000,000	0.00	0.11	8/27/20	2/25/21	-	4,779	-	4,779
U.S. Treasuries	912796XE4	TREASURY BILL	50,000,000	0.00	0.10	9/21/20	2/25/21	-	4,373	-	4,373
U.S. Treasuries	912796XE4	TREASURY BILL	100,000,000	0.00	0.12	8/27/20	2/25/21	-	10,333	-	10,333
U.S. Treasuries	912796C23	TREASURY BILL	25,000,000	0.00	0.10	9/30/20	3/2/21	-	2,056	-	2,056
U.S. Treasuries	912796C23	TREASURY BILL	25,000,000	0.00	0.10	9/30/20	3/2/21	-	2,099	-	2,099
U.S. Treasuries	912796C23	TREASURY BILL	50,000,000	0.00	0.10	9/29/20	3/2/21	-	4,349	-	4,349
U.S. Treasuries	912796C23	TREASURY BILL	50,000,000	0.00	0.11	9/29/20	3/2/21	-	4,521	-	4,521
U.S. Treasuries	9127964F3	TREASURY BILL	25,000,000	0.00	0.11	9/4/20	3/4/21	-	2,390	-	2,390
U.S. Treasuries	9127964F3	TREASURY BILL	150,000,000	0.00	0.12	9/3/20	3/4/21	-	14,854	-	14,854
U.S. Treasuries	912796C72	TREASURY BILL	50,000,000	0.00	0.10	10/15/20	3/9/21	-	4,306	-	4,306
U.S. Treasuries	912796C72	TREASURY BILL	50,000,000	0.00	0.10	10/15/20	3/9/21	-	4,306	-	4,306
U.S. Treasuries	912796C72	TREASURY BILL	50,000,000	0.00	0.08	12/17/20	3/9/21	-	1,615	-	1,615
U.S. Treasuries	9127964M8	TREASURY BILL	100,000,000	0.00	0.13	9/10/20	3/11/21	-	10,764	-	10,764
U.S. Treasuries	9128284B3	US TREASURY	50,000,000	2.38	1.64	11/22/19	3/15/21	101,692	(30,589)	-	71,103
U.S. Treasuries	9128284B3	US TREASURY	50,000,000	2.38	1.66	12/6/19	3/15/21	101,692	(29,948)	-	71,744
U.S. Treasuries	912796C80	TREASURY BILL	50,000,000	0.00	0.11	10/13/20	3/16/21	-	4,740	-	4,740
U.S. Treasuries	912796C80	TREASURY BILL	50,000,000	0.00	0.11	10/13/20	3/16/21	-	4,844	-	4,844
U.S. Treasuries	9127964N6	TREASURY BILL	50,000,000	0.00	0.11	10/15/20	3/16/21	-	4,865	-	4,865
U.S. Treasuries	9127964N6	TREASURY BILL	100,000,000	0.00	0.12	9/17/20	3/18/21	-	4,736	-	4,736
U.S. Treasuries	912796C98	TREASURY BILL	50,000,000	0.00	0.11	10/20/20	3/23/21	-	4,844	-	4,844
U.S. Treasuries	912796C98	TREASURY BILL	50,000,000	0.00	0.11	10/20/20	3/23/21	-	4,801	-	4,801
U.S. Treasuries	912796C98	TREASURY BILL	50,000,000	0.00	0.10	10/22/20	3/23/21	-	4,413	-	4,413
U.S. Treasuries	9127962F5	TREASURY BILL	25,000,000	0.00	0.10	9/24/20	3/25/21	-	2,196	-	2,196
U.S. Treasuries	9127962F5	TREASURY BILL	25,000,000	0.00	0.10	9/24/20	3/25/21	-	2,187	-	2,187
U.S. Treasuries	9127962F5	TREASURY BILL	50,000,000	0.00	0.09	11/30/20	3/25/21	-	3,724	-	3,724
U.S. Treasuries	9127962F5	TREASURY BILL	100,000,000	0.00	0.11	9/24/20	3/25/21	-	9,042	-	9,042

# Monthly Investment Earnings

## Pooled Fund

Type of Investment	CUSIP	Issuer Name	Par Value	Coupon	YTM <sup>1</sup>	Settle Date	Maturity Date	Earned Interest	Amort. Expense	Realized Gain/(Loss)	Earned Income /Net Earnings
U.S. Treasuries	912796D22	TREASURY BILL	50,000,000	0.00	0.10	10/27/20	3/30/21	-	4,349	-	4,349
U.S. Treasuries	912796D22	TREASURY BILL	50,000,000	0.00	0.10	10/27/20	3/30/21	-	4,413	-	4,413
U.S. Treasuries	912796D22	TREASURY BILL	50,000,000	0.00	0.10	11/3/20	3/30/21	-	4,327	-	4,327
U.S. Treasuries	912828C57	US TREASURY	50,000,000	2.25	2.39	4/15/19	3/31/21	95,810	5,919	-	101,730
U.S. Treasuries	912796A41	TREASURY BILL	50,000,000	0.00	0.10	10/1/20	4/1/21	-	4,413	-	4,413
U.S. Treasuries	912796A41	TREASURY BILL	100,000,000	0.00	0.11	10/1/20	4/1/21	-	9,042	-	9,042
U.S. Treasuries	912796A4X	TREASURY BILL	50,000,000	0.00	0.11	10/8/20	4/8/21	-	4,628	-	4,628
U.S. Treasuries	912828A2	US TREASURY	50,000,000	2.38	2.36	4/9/19	4/15/21	101,133	(57.5)	-	100,558
U.S. Treasuries	912828A2G	US TREASURY	50,000,000	2.38	1.68	12/9/19	4/15/21	101,133	(29,107)	-	72,027
U.S. Treasuries	912828A2G	US TREASURY	50,000,000	2.38	1.68	12/11/19	4/15/21	101,133	(28,855)	-	72,278
U.S. Treasuries	912796D97	TREASURY BILL	50,000,000	0.00	0.09	11/19/20	4/20/21	-	3,703	-	3,703
U.S. Treasuries	912796D97	TREASURY BILL	50,000,000	0.00	0.09	11/19/20	4/20/21	-	4,542	-	4,542
U.S. Treasuries	912796Q1	TREASURY BILL	50,000,000	0.00	0.11	10/22/20	4/22/21	-	3,746	-	3,746
U.S. Treasuries	912796F20	TREASURY BILL	50,000,000	0.00	0.09	11/24/20	4/27/21	-	3,746	-	3,746
U.S. Treasuries	912796F20	TREASURY BILL	50,000,000	0.00	0.08	12/10/20	4/27/21	-	2,444	-	2,444
U.S. Treasuries	912796A29	TREASURY BILL	50,000,000	0.00	0.10	10/29/20	4/29/21	-	4,327	-	4,327
U.S. Treasuries	912796F79	TREASURY BILL	50,000,000	0.00	0.09	12/1/20	5/4/21	-	3,767	-	3,767
U.S. Treasuries	912796F79	TREASURY BILL	50,000,000	0.00	0.09	12/2/20	5/4/21	-	3,667	-	3,667
U.S. Treasuries	912796F79	TREASURY BILL	50,000,000	0.00	0.09	12/29/20	5/4/21	-	393	-	393
U.S. Treasuries	912796A3	TREASURY BILL	50,000,000	0.00	0.10	11/5/20	5/6/21	-	4,306	-	4,306
U.S. Treasuries	912796A3	TREASURY BILL	50,000,000	0.00	0.10	11/5/20	5/6/21	-	4,219	-	4,219
U.S. Treasuries	912796A3	TREASURY BILL	50,000,000	0.00	0.09	11/5/20	5/6/21	-	3,983	-	3,983
U.S. Treasuries	912796F87	TREASURY BILL	50,000,000	0.00	0.08	12/9/20	5/11/21	-	2,635	-	2,635
U.S. Treasuries	912796F87	TREASURY BILL	50,000,000	0.00	0.08	12/10/20	5/11/21	-	2,521	-	2,521
U.S. Treasuries	912796F87	TREASURY BILL	50,000,000	0.00	0.08	12/14/20	5/11/21	-	2,003	-	2,003
U.S. Treasuries	912796A25	TREASURY BILL	150,000,000	0.00	0.11	11/12/20	5/13/21	-	14,208	-	14,208
U.S. Treasuries	912796F95	TREASURY BILL	50,000,000	0.00	0.09	12/16/20	5/18/21	-	1,891	-	1,891
U.S. Treasuries	912796F95	TREASURY BILL	50,000,000	0.00	0.08	12/15/20	5/18/21	-	1,913	-	1,913
U.S. Treasuries	912796F95	TREASURY BILL	50,000,000	0.00	0.09	12/17/20	5/18/21	-	1,792	-	1,792
U.S. Treasuries	912796A41	TREASURY BILL	50,000,000	0.00	0.10	10/21/20	5/20/21	-	4,306	-	4,306
U.S. Treasuries	912796A41	TREASURY BILL	100,000,000	0.00	0.10	11/19/20	5/20/21	-	8,611	-	8,611
U.S. Treasuries	912796G29	TREASURY BILL	25,000,000	0.00	0.09	12/22/20	5/25/21	-	597	-	597
U.S. Treasuries	912796G29	TREASURY BILL	50,000,000	0.00	0.09	12/22/20	5/25/21	-	1,250	-	1,250
U.S. Treasuries	912796A41	TREASURY BILL	50,000,000	0.00	0.09	12/22/20	5/25/21	-	1,278	-	1,278
U.S. Treasuries	912796A41	TREASURY BILL	50,000,000	0.00	0.09	12/3/20	6/3/21	-	3,504	-	3,504
U.S. Treasuries	912796B24	TREASURY BILL	50,000,000	0.00	0.09	12/10/20	6/10/21	-	2,597	-	2,597
U.S. Treasuries	912796B24	TREASURY BILL	50,000,000	0.00	0.09	12/10/20	6/10/21	-	2,628	-	2,628
U.S. Treasuries	912796B24	TREASURY BILL	50,000,000	0.00	0.09	12/10/20	6/10/21	-	2,658	-	2,658
U.S. Treasuries	912828A4T	US TREASURY	50,000,000	2.63	1.66	11/26/19	6/15/21	111,503	(40,044)	-	71,459
U.S. Treasuries	912828A4T	US TREASURY	50,000,000	2.63	1.65	11/27/19	6/15/21	111,503	(40,757)	-	70,746
U.S. Treasuries	912828A4T	US TREASURY	50,000,000	2.63	1.69	12/11/19	6/15/21	111,503	(39,158)	-	72,345
U.S. Treasuries	912828A4T	US TREASURY	50,000,000	2.63	1.65	12/18/19	6/15/21	111,503	(40,661)	-	70,842
U.S. Treasuries	912828A4T	US TREASURY	50,000,000	2.63	0.11	11/10/20	6/15/21	111,503	(107,143)	-	4,360
U.S. Treasuries	912796B32	TREASURY BILL	200,000,000	0.00	0.09	12/17/20	6/17/21	-	7,083	-	7,083
U.S. Treasuries	912796B32	TREASURY BILL	200,000,000	0.00	0.09	12/24/20	6/24/21	-	4,000	-	4,000
U.S. Treasuries	912828A2	US TREASURY	50,000,000	1.63	1.71	11/8/19	6/30/21	68,481	3,431	-	71,912
U.S. Treasuries	912828A2	US TREASURY	50,000,000	1.63	1.67	12/3/19	6/30/21	68,481	1,685	-	70,166
U.S. Treasuries	912828A2	US TREASURY	50,000,000	1.63	1.65	12/9/19	6/30/21	68,481	1,171	-	69,651
U.S. Treasuries	912828A2	US TREASURY	50,000,000	1.63	0.12	10/23/20	6/30/21	68,481	(64,180)	-	4,301
U.S. Treasuries	912828S27	US TREASURY	25,000,000	1.13	1.64	8/15/17	6/30/21	23,705	10,526	-	34,231
U.S. Treasuries	912828S27	US TREASURY	50,000,000	1.13	0.11	11/5/20	6/30/21	47,410	(43,430)	-	3,980
U.S. Treasuries	912796B40	TREASURY BILL	50,000,000	0.00	0.10	12/31/20	7/1/21	-	132	-	132
U.S. Treasuries	912796B40	TREASURY BILL	50,000,000	0.00	0.10	12/31/20	7/1/21	-	132	-	132
U.S. Treasuries	912828Y20	US TREASURY	50,000,000	2.63	1.69	12/12/19	7/15/21	110,564	(38,871)	-	71,693
U.S. Treasuries	912828Y20	US TREASURY	50,000,000	2.63	1.66	12/19/19	8/31/21	64,227	6,621	-	70,847

# Monthly Investment Earnings

## Pooled Fund

Type of Investment	CUSIP	Issuer Name	Par Value	Coupon	YTM <sup>1</sup>	Settle Date	Maturity Date	Earned Interest	Amort. Expense	Realized Gain/(Loss)	Earned Income /Net Earnings
U.S. Treasuries	9127964L0	TREASURY BILL	50,000,000	0.00	0.11	10/29/20	9/9/21	-	4,779	-	4,779
U.S. Treasuries	9127964L0	TREASURY BILL	50,000,000	0.00	0.10	11/10/20	9/9/21	-	4,413	-	4,413
U.S. Treasuries	9128285A4	US TREASURY	50,000,000	2.75	0.11	11/19/20	9/15/21	117,749	(111,810)	-	5,939
U.S. Treasuries	9128285A4	US TREASURY	50,000,000	2.75	0.10	12/3/20	9/15/21	110,152	(104,765)	-	5,387
U.S. Treasuries	912828T34	US TREASURY	50,000,000	1.13	1.69	12/11/19	9/30/21	47,905	23,612	-	71,518
U.S. Treasuries	9127964V8	TREASURY BILL	50,000,000	0.00	0.12	10/29/20	10/7/21	-	4,973	-	4,973
U.S. Treasuries	9127964V8	TREASURY BILL	50,000,000	0.00	0.12	10/29/20	10/7/21	-	4,951	-	4,951
U.S. Treasuries	9127964V8	TREASURY BILL	50,000,000	0.00	0.09	12/3/20	10/7/21	-	3,746	-	3,746
U.S. Treasuries	9128285F3	US TREASURY	50,000,000	2.88	0.13	10/29/20	10/15/21	122,424	(116,436)	-	5,988
U.S. Treasuries	912828T67	US TREASURY	50,000,000	1.25	1.43	11/10/16	10/31/21	53,522	7,268	-	60,790
U.S. Treasuries	9127964W6	TREASURY BILL	23,860,000	0.00	0.14	11/5/20	11/4/21	-	2,774	-	2,774
U.S. Treasuries	9127964W6	TREASURY BILL	50,000,000	0.00	0.14	11/5/20	11/4/21	-	5,920	-	5,920
U.S. Treasuries	9127964W6	TREASURY BILL	50,000,000	0.00	0.12	11/10/20	11/4/21	-	5,167	-	5,167
U.S. Treasuries	9127964W6	TREASURY BILL	50,000,000	0.00	0.10	11/19/20	11/4/21	-	4,306	-	4,306
U.S. Treasuries	912828U65	US TREASURY	50,000,000	1.75	0.10	12/14/20	11/30/21	43,269	(40,765)	-	2,504
U.S. Treasuries	912828U65	US TREASURY	100,000,000	1.75	1.90	12/13/16	11/30/21	149,038	11,755	-	160,794
U.S. Treasuries	9127965G0	TREASURY BILL	50,000,000	0.00	0.09	12/17/20	12/2/21	-	1,875	-	1,875
U.S. Treasuries	9127965G0	TREASURY BILL	100,000,000	0.00	0.11	12/3/20	12/2/21	-	8,861	-	8,861
U.S. Treasuries	9128285R7	US TREASURY	50,000,000	2.63	0.12	12/4/20	12/15/21	100,745	(96,139)	-	4,605
U.S. Treasuries	9128285R7	US TREASURY	50,000,000	2.63	0.11	12/8/20	12/15/21	86,401	(82,661)	-	3,739
U.S. Treasuries	9128285R7	US TREASURY	50,000,000	2.63	0.11	12/9/20	12/15/21	82,814	(79,188)	-	3,626
U.S. Treasuries	912828U81	US TREASURY	50,000,000	2.63	0.11	12/15/20	12/15/21	61,298	(58,583)	-	2,715
U.S. Treasuries	912828XW5	US TREASURY	50,000,000	2.00	1.61	11/22/19	12/31/21	84,284	(16,198)	-	68,086
U.S. Treasuries	912828S35	US TREASURY	25,000,000	1.75	1.77	8/15/17	6/30/22	36,874	391	-	37,265
U.S. Treasuries	912828WE6	US TREASURY	50,000,000	1.38	1.61	1/9/20	6/30/23	57,945	9,645	-	67,591
U.S. Treasuries	912828WE6	US TREASURY	50,000,000	2.75	1.71	12/17/19	11/15/23	117,749	(42,540)	-	75,209
<b>Subtotals</b>			<b>\$ 8,123,860,000</b>					<b>\$ 3,432,118</b>	<b>\$ (716,506)</b>	<b>\$ -</b>	<b>\$ 2,715,612</b>
Federal Agencies	313384S59	FED HOME LN DISCOUNT NT	-	0.00	0.04	12/7/20	12/8/20	-	56	-	56
Federal Agencies	313384S59	FED HOME LN DISCOUNT NT	-	0.00	0.04	12/7/20	12/8/20	-	28	-	28
Federal Agencies	313384S67	FED HOME LN DISCOUNT NT	-	0.00	0.03	12/8/20	12/9/20	-	42	-	42
Federal Agencies	313384S67	FED HOME LN DISCOUNT NT	-	0.00	0.03	12/8/20	12/9/20	-	42	-	42
Federal Agencies	313384S75	FED HOME LN DISCOUNT NT	-	0.00	0.05	12/9/20	12/10/20	-	35	-	35
Federal Agencies	3130A3UQ5	FEDERAL HOME LOAN BANK	-	1.88	2.02	12/13/17	12/11/20	5,208	388	-	5,596
Federal Agencies	313384T33	FED HOME LN DISCOUNT NT	-	0.00	0.05	12/11/20	12/14/20	-	208	-	208
Federal Agencies	3132X0ZY0	FARMER MAC	-	2.05	2.07	12/15/17	12/15/20	10,165	109	-	10,274
Federal Agencies	313384T41	FED HOME LN DISCOUNT NT	-	0.00	0.05	12/14/20	12/15/20	-	69	-	69
Federal Agencies	313384T41	FED HOME LN DISCOUNT NT	-	0.00	0.05	12/14/20	12/15/20	-	69	-	69
Federal Agencies	313384T58	FED HOME LN DISCOUNT NT	-	0.00	0.05	12/15/20	12/16/20	-	70	-	70
Federal Agencies	313384T58	FED HOME LN DISCOUNT NT	-	0.00	0.05	12/15/20	12/16/20	-	69	-	69
Federal Agencies	313384T74	FED HOME LN DISCOUNT NT	-	0.00	0.17	6/19/20	12/18/20	-	2,007	-	2,007
Federal Agencies	313384T74	FED HOME LN DISCOUNT NT	-	0.00	0.17	6/19/20	12/18/20	-	2,007	-	2,007
Federal Agencies	313384U23	FED HOME LN DISCOUNT NT	-	0.00	0.05	12/18/20	12/21/20	-	208	-	208
Federal Agencies	3133EGX75	FEDERAL FARM CREDIT BANK	-	0.34	0.34	12/21/16	12/21/20	9,319	-	-	9,319
Federal Agencies	3133EFTX5	FEDERAL FARM CREDIT BANK	-	0.48	0.48	7/7/20	12/24/20	30,675	-	-	30,675
Federal Agencies	313384V30	FED HOME LN DISCOUNT NT	-	0.00	0.16	11/11/19	1/11/21	-	6,606	-	6,606
Federal Agencies	3133EJ4Q9	FEDERAL FARM CREDIT BANK	100,000,000	2.55	2.58	1/11/19	1/11/21	212,500	2,799	-	215,299
Federal Agencies	3133EJCE7	FEDERAL FARM CREDIT BANK	50,000,000	2.35	2.59	4/16/18	2/12/21	97,917	9,792	-	107,709
Federal Agencies	3137EAE19	FREDDIE MAC	22,000,000	2.38	2.47	2/16/18	2/16/21	43,542	1,643	-	45,184
Federal Agencies	313385C80	FED HOME LN DISCOUNT NT	44,000,000	0.00	0.08	12/22/20	2/19/21	-	978	-	978
Federal Agencies	313385CJ3	FED HOME LN DISCOUNT NT	47,000,000	0.00	0.12	8/28/20	2/26/21	-	4,654	-	4,654
Federal Agencies	3133EKCS3	FEDERAL FARM CREDIT BANK	50,000,000	2.55	2.58	3/11/19	3/11/21	106,250	1,060	-	107,310
Federal Agencies	3133EKCS3	FEDERAL FARM CREDIT BANK	50,000,000	2.55	2.58	3/11/19	3/11/21	106,250	1,060	-	107,310
Federal Agencies	313385DD5	FED HOME LN DISCOUNT NT	10,000,000	0.00	0.12	10/13/20	3/17/21	-	1,033	-	1,033

# Monthly Investment Earnings

## Pooled Fund

Type of Investment	CUSIP	Issuer Name	Par Value	Coupon	YTM <sup>1</sup>	Settle Date	Maturity Date	Earned Interest	Amort. Expense	Realized Gain/(Loss)	Earned Income /Net Earnings
Federal Agencies	3135EKR99	FEDERAL FARM CREDIT BANK	90,000,000	0.26	0.34	10/3/19	3/25/21	20,123	1,035	-	21,158
Federal Agencies	3132X0Q53	FARMER MAC	6,350,000	2.60	2.64	3/29/18	3/29/21	13,758	196	-	13,954
Federal Agencies	3132X0Q53	FARMER MAC	20,450,000	2.60	2.64	3/29/18	3/29/21	44,308	630	-	44,939
Federal Agencies	3133EKF06	FEDERAL FARM CREDIT BANK	25,000,000	2.23	2.40	4/5/19	4/5/21	46,458	3,541	-	49,999
Federal Agencies	3133EKF06	FEDERAL FARM CREDIT BANK	25,000,000	2.23	2.40	4/5/19	4/5/21	46,458	3,499	-	49,957
Federal Agencies	3133EJNS4	FEDERAL FARM CREDIT BANK	17,700,000	2.70	2.79	5/22/18	5/10/21	39,825	1,341	-	41,166
Federal Agencies	313385GB6	FED HOME LN DISCOUNT NT	50,000,000	0.00	0.09	11/30/20	5/26/21	-	3,875	-	3,875
Federal Agencies	3135G0U35	FANNIE MAE	25,000,000	2.75	2.76	6/25/18	6/22/21	57,292	163	-	57,455
Federal Agencies	313313HN1	FED FARM CRD DISCOUNT NT	25,000,000	0.00	0.11	11/12/20	6/30/21	-	2,368	-	2,368
Federal Agencies	313313HP6	FED FARM CRD DISCOUNT NT	50,000,000	0.00	0.09	12/15/20	7/1/21	-	2,125	-	2,125
Federal Agencies	313385HP4	FED HOME LN DISCOUNT NT	100,000,000	0.00	0.09	12/10/20	7/1/21	-	5,500	-	5,500
Federal Agencies	313313JY5	FED FARM CRD DISCOUNT NT	50,000,000	0.00	0.10	12/18/20	8/3/21	-	1,944	-	1,944
Federal Agencies	313313KP2	FED FARM CRD DISCOUNT NT	28,700,000	0.00	0.09	12/2/20	8/18/21	-	2,153	-	2,153
Federal Agencies	313313KX5	FED FARM CRD DISCOUNT NT	50,000,000	0.00	0.10	11/25/20	8/26/21	-	4,306	-	4,306
Federal Agencies	313313LE6	FED FARM CRD DISCOUNT NT	10,000,000	0.00	0.12	11/16/20	9/2/21	-	1,033	-	1,033
Federal Agencies	313313LV8	FED FARM CRD DISCOUNT NT	10,000,000	0.00	0.10	12/21/20	9/17/21	-	306	-	306
Federal Agencies	313313MK1	FED FARM CRD DISCOUNT NT	5,000,000	0.00	0.12	11/18/20	10/1/21	-	517	-	517
Federal Agencies	3135G0Q89	FANNIE MAE	25,000,000	1.38	1.38	10/21/16	10/7/21	28,646	-	-	28,646
Federal Agencies	3133EJK24	FEDERAL FARM CREDIT BANK	25,000,000	3.00	3.03	10/19/18	10/19/21	62,500	540	-	63,040
Federal Agencies	313313NF1	FED FARM CRD DISCOUNT NT	5,000,000	0.00	0.10	12/21/20	10/21/21	-	153	-	153
Federal Agencies	313313NF1	FED FARM CRD DISCOUNT NT	16,000,000	0.00	0.11	11/19/20	10/21/21	-	1,516	-	1,516
Federal Agencies	313313NK0	FED FARM CRD DISCOUNT NT	20,000,000	0.00	0.11	11/23/20	10/25/21	-	1,894	-	1,894
Federal Agencies	313313NK0	FED FARM CRD DISCOUNT NT	50,000,000	0.00	0.11	11/30/20	10/25/21	-	4,736	-	4,736
Federal Agencies	3133EGZJ7	FEDERAL FARM CREDIT BANK	14,500,000	1.38	1.38	10/25/16	10/25/21	16,615	-	-	16,615
Federal Agencies	3133EGZJ7	FEDERAL FARM CREDIT BANK	15,000,000	1.38	1.38	10/25/16	10/25/21	17,188	-	-	17,188
Federal Agencies	3133ELWS9	FEDERAL FARM CREDIT BANK	50,000,000	0.40	0.41	4/15/20	10/25/21	16,667	423	-	17,090
Federal Agencies	3133ELWS9	FEDERAL FARM CREDIT BANK	50,000,000	0.40	0.41	4/15/20	10/25/21	16,667	423	-	17,090
Federal Agencies	313313NM6	FED FARM CRD DISCOUNT NT	30,000,000	0.00	0.10	12/3/20	10/27/21	-	2,417	-	2,417
Federal Agencies	313313NN4	FED FARM CRD DISCOUNT NT	50,000,000	0.00	0.10	11/24/20	10/28/21	-	4,306	-	4,306
Federal Agencies	3133EJ774	FEDERAL FARM CREDIT BANK	50,000,000	3.05	3.09	11/15/18	11/15/21	127,083	1,414	-	128,498
Federal Agencies	3130AHJY0	FEDERAL HOME LOAN BANK	17,000,000	1.63	1.71	11/8/19	11/19/21	23,021	1,215	-	24,235
Federal Agencies	3130AHJY0	FEDERAL HOME LOAN BANK	25,000,000	1.63	1.71	11/8/19	11/19/21	33,854	1,786	-	35,640
Federal Agencies	3130AHJY0	FEDERAL HOME LOAN BANK	25,000,000	1.63	1.71	11/8/19	11/19/21	33,854	1,786	-	35,640
Federal Agencies	3130AHJY0	FEDERAL HOME LOAN BANK	45,000,000	1.63	1.71	11/8/19	11/19/21	60,938	3,215	-	64,152
Federal Agencies	3130AHJY0	FEDERAL HOME LOAN BANK	50,000,000	1.63	1.71	11/8/19	11/19/21	67,708	3,572	-	71,280
Federal Agencies	313313QA9	FED FARM CRD DISCOUNT NT	15,000,000	0.00	0.10	12/22/20	12/3/21	-	417	-	417
Federal Agencies	313313QL5	FED FARM CRD DISCOUNT NT	50,000,000	0.00	0.11	12/30/20	12/13/21	-	306	-	306
Federal Agencies	3133EJ3B3	FEDERAL FARM CREDIT BANK	19,000,000	2.80	0.74	3/19/20	12/17/21	44,333	(32,930)	-	11,403
Federal Agencies	3133EJ3B3	FEDERAL FARM CREDIT BANK	25,000,000	2.80	2.84	12/17/18	12/17/21	58,333	728	-	59,062
Federal Agencies	3133EJ3B3	FEDERAL FARM CREDIT BANK	25,000,000	2.80	2.84	12/17/18	12/17/21	58,333	728	-	59,062
Federal Agencies	3133EJ3B3	FEDERAL FARM CREDIT BANK	25,000,000	2.80	2.85	12/17/18	12/17/21	58,333	1,011	-	59,345
Federal Agencies	3130AHSR5	FEDERAL HOME LOAN BANK	22,500,000	1.63	1.68	12/20/19	12/20/21	30,469	1,031	-	31,499
Federal Agencies	3133ELTN4	FEDERAL FARM CREDIT BANK	50,000,000	0.53	0.69	3/18/20	1/18/22	22,083	5,244	-	27,327
Federal Agencies	3133ELTN4	FEDERAL FARM CREDIT BANK	63,450,000	0.53	0.67	3/23/20	1/18/22	28,024	7,472	-	35,496
Federal Agencies	3133ELKN3	FEDERAL FARM CREDIT BANK	100,000,000	1.55	1.55	1/28/20	1/28/22	129,167	339	-	129,506
Federal Agencies	3133EKAK7	FEDERAL FARM CREDIT BANK	20,700,000	2.53	2.56	2/19/19	2/14/22	43,643	494	-	44,137
Federal Agencies	3133EKBV2	FEDERAL FARM CREDIT BANK	10,000,000	2.55	2.56	3/1/19	3/1/22	21,250	80	-	21,330
Federal Agencies	313378WG2	FEDERAL HOME LOAN BANK	17,780,000	2.50	2.36	4/5/19	3/11/22	37,042	(1,997)	-	35,045
Federal Agencies	313378WG2	FEDERAL HOME LOAN BANK	40,000,000	2.50	2.36	4/5/19	3/11/22	83,333	(4,584)	-	78,750
Federal Agencies	3133EKDC7	FEDERAL FARM CREDIT BANK	26,145,000	2.47	2.36	4/8/19	3/14/22	53,815	(2,346)	-	51,469
Federal Agencies	3133EKDC7	FEDERAL FARM CREDIT BANK	45,500,000	2.47	2.36	4/8/19	3/14/22	93,654	(3,898)	-	89,756
Federal Agencies	3133ELUQ5	FEDERAL FARM CREDIT BANK	25,000,000	0.70	0.70	3/25/20	3/25/22	14,583	42	-	14,626
Federal Agencies	3133ELUQ5	FEDERAL FARM CREDIT BANK	25,000,000	0.70	0.71	3/25/20	3/25/22	14,583	297	-	14,881
Federal Agencies	3133ELUQ5	FEDERAL FARM CREDIT BANK	25,000,000	0.70	0.71	3/25/20	3/25/22	14,583	170	-	14,753

# Monthly Investment Earnings Pooled Fund

Type of Investment	CUSIP	Issuer Name	Par Value	Coupon	YTM <sup>1</sup>	Settle Date	Maturity Date	Earned Interest	Amort. Expense	Realized Gain/(Loss)	Earned Income /Net
Federal Agencies	3135ELUQ5	FEDERAL FARM CREDIT BANK	25,000,000	0.70	0.73	3/25/20	3/25/22	14,583	711	-	15,295
Federal Agencies	3135G0T45	FANNIE MAE	25,000,000	1.88	1.81	6/6/17	4/5/22	39,063	(1,270)	-	37,793
Federal Agencies	3135G0V59	FANNIE MAE	25,000,000	2.25	2.36	4/12/19	4/12/22	46,875	2,319	-	49,194
Federal Agencies	3135G0V59	FANNIE MAE	50,000,000	2.25	2.36	4/12/19	4/12/22	93,750	4,639	-	98,389
Federal Agencies	3135G0V59	FANNIE MAE	50,000,000	2.25	2.36	4/12/19	4/12/22	93,750	4,639	-	98,389
Federal Agencies	3133EKHB5	FEDERAL FARM CREDIT BANK	50,000,000	2.35	2.37	4/18/19	4/18/22	97,917	863	-	98,779
Federal Agencies	3133EKLK5	FEDERAL FARM CREDIT BANK	25,000,000	2.25	2.32	5/16/19	5/16/22	46,875	1,435	-	48,310
Federal Agencies	3133EKLK5	FEDERAL FARM CREDIT BANK	35,000,000	2.25	2.32	5/16/19	5/16/22	65,625	2,010	-	67,635
Federal Agencies	3133EHLK7	FEDERAL FARM CREDIT BANK	50,000,000	1.88	1.85	6/6/17	6/2/22	78,125	(1,008)	-	77,117
Federal Agencies	3133EHLK7	FEDERAL FARM CREDIT BANK	50,000,000	1.88	1.88	6/9/17	6/2/22	78,125	43	-	78,168
Federal Agencies	3133ELDK7	FEDERAL FARM CREDIT BANK	20,000,000	1.63	1.63	12/16/19	6/15/22	27,167	36	-	27,203
Federal Agencies	3133ELDK7	FEDERAL FARM CREDIT BANK	25,000,000	1.63	1.63	12/16/19	6/15/22	33,958	45	-	34,003
Federal Agencies	3133ELDK7	FEDERAL FARM CREDIT BANK	25,000,000	1.63	1.63	12/16/19	6/15/22	33,958	45	-	34,003
Federal Agencies	3133ELHJ1	FEDERAL FARM CREDIT BANK	25,000,000	1.85	0.69	3/18/20	9/20/22	38,542	(24,325)	-	14,217
Federal Agencies	3133ELV15	FEDERAL FARM CREDIT BANK	40,000,000	0.70	0.71	4/3/20	10/3/22	23,333	340	-	23,673
Federal Agencies	3133ELJH8	FEDERAL FARM CREDIT BANK	10,140,000	1.60	0.74	3/25/20	1/23/23	13,520	(7,320)	-	6,201
Federal Agencies	3133ELNE0	FEDERAL FARM CREDIT BANK	20,495,000	1.43	0.85	3/18/20	2/14/24	24,423	(9,891)	-	14,533
Federal Agencies	3133ELCP7	FEDERAL FARM CREDIT BANK	25,000,000	1.63	1.66	12/3/19	12/3/24	33,854	679	-	34,533
Federal Agencies	3137EAEP0	FREDDIE MAC	5,000,000	1.50	1.52	2/14/20	2/12/25	6,250	65	-	6,315
Federal Agencies	3137EAEP0	FREDDIE MAC	5,000,000	1.50	1.52	2/14/20	2/12/25	6,250	65	-	6,315
Federal Agencies	3137EAEP0	FREDDIE MAC	5,000,000	1.50	1.52	2/14/20	2/12/25	6,250	65	-	6,315
Federal Agencies	3137EAEP0	FREDDIE MAC	15,000,000	1.50	1.52	2/14/20	2/12/25	18,750	196	-	18,946
Federal Agencies	3137EAEP0	FREDDIE MAC	50,000,000	1.50	1.52	2/14/20	2/12/25	62,500	654	-	63,154
Federal Agencies	3133ELQY3	FEDERAL FARM CREDIT BANK	16,000,000	1.21	1.22	3/23/20	3/3/25	16,133	159	-	16,293
Federal Agencies	3133ELQY3	FEDERAL FARM CREDIT BANK	24,000,000	1.21	1.24	3/23/20	3/3/25	24,200	614	-	24,814
<b>Subtotals</b>			<b>\$ 2,849,410,000</b>					<b>\$ 3,224,127</b>	<b>\$ 47,372</b>	<b>\$ -</b>	<b>\$ 3,271,499</b>
State/Local Agencies	13063DGA0	CALIFORNIA ST	\$ 33,000,000	2.80	2.80	4/25/18	4/1/21	\$ 77,000	\$ (38)	\$ -	\$ 76,962
State/Local Agencies	13066YTY5	CALIFORNIA ST DEPT OF WTR RESO	21,967,414	1.71	2.30	2/6/17	5/1/21	31,358	7,458	-	38,816
State/Local Agencies	91412GF59	UNIV OF CALIFORNIA CA REVENUES	1,769,000	1.91	1.40	8/9/16	5/15/21	2,816	(743)	-	2,073
<b>Subtotals</b>			<b>\$ 56,736,414</b>					<b>\$ 111,174</b>	<b>\$ 6,677</b>	<b>\$ -</b>	<b>\$ 117,851</b>
Public Time Deposits	PPE504BU6	SAN FRANCISCO CREDIT UNION	\$ -	0.22	0.22	6/4/20	12/1/20	\$ -	\$ -	\$ -	\$ -
Public Time Deposits	PPE505CM0	BANK OF SAN FRANCISCO	\$ -	0.23	0.23	6/8/20	12/7/20	194	-	-	194
Public Time Deposits	PPE808900	BRIDGE BANK	\$ -	0.22	0.22	6/23/20	12/23/20	1,331	-	-	1,331
Public Time Deposits	PPE20ZJV4	BANK OF SAN FRANCISCO	10,000,000	0.16	0.16	9/21/20	3/22/21	1,184	-	-	1,184
Public Time Deposits	PPEF10AD0	BRIDGE BANK	10,000,000	0.16	0.16	9/21/20	3/22/21	1,359	-	-	1,359
Public Time Deposits	PPE91C5A0	BANK OF SAN FRANCISCO	10,000,000	0.20	0.20	12/7/20	6/7/21	1,370	-	-	1,370
Public Time Deposits	PPE51K841	BRIDGE BANK	10,000,000	0.20	0.20	12/23/20	6/21/21	493	-	-	493
<b>Subtotals</b>			<b>\$ 40,000,000</b>					<b>\$ 5,931</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ 5,931</b>
Negotiable CDs	78012URS6	ROYAL BANK OF CANADA NY	\$ -	0.36	0.36	12/3/19	12/3/20	\$ 702	\$ -	\$ -	\$ 702
Negotiable CDs	06367BBD0	BANK OF MONTREAL CHICAGO	\$ -	1.85	1.85	12/3/19	12/4/20	7,708	-	-	7,708
Negotiable CDs	96130AEP9	WESTPAC BANKING CORP NY	\$ -	0.39	0.39	12/6/19	12/9/20	4,353	-	-	4,353
Negotiable CDs	96130AET1	WESTPAC BANKING CORP NY	\$ -	1.86	1.86	12/13/19	12/14/20	50,375	-	-	50,375
Negotiable CDs	89114NFY6	TORONTO DOMINION BANK NY	70,000,000	1.73	1.73	1/23/20	1/6/21	104,281	-	-	104,281
Negotiable CDs	06367BFR5	BANK OF MONTREAL CHICAGO	50,000,000	0.27	0.27	1/29/20	1/28/21	11,722	-	-	11,722
Negotiable CDs	06367BJF7	BANK OF MONTREAL CHICAGO	100,000,000	0.53	0.53	3/10/20	3/1/21	46,048	-	-	46,048
Negotiable CDs	78012UTJ4	ROYAL BANK OF CANADA NY	100,000,000	0.91	0.91	3/12/20	3/15/21	77,553	-	-	77,553
<b>Subtotals</b>			<b>\$ 320,000,000</b>					<b>\$ 302,742</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ 302,742</b>
Medium Term Notes	89236TFQ3	TOYOTA MOTOR CREDIT CORP	\$ 5,000,000	3.05	3.08	1/8/19	1/8/21	\$ 12,708	\$ 127	\$ -	\$ 12,836
<b>Subtotals</b>			<b>\$ 5,000,000</b>					<b>\$ 12,708</b>	<b>\$ 127</b>	<b>\$ -</b>	<b>\$ 12,836</b>



# Monthly Investment Earnings

## Pooled Fund

Type of Investment	CUSIP	Issuer Name	Par Value	Coupon	YTM <sup>1</sup>	Settle Date	Maturity Date	Earned Interest	Amort. Expense	Realized Gain/(Loss)	Earned Income /Net Earnings
Money Market Funds	262006208	DREYFUS GOVERN CASH MGMT-I	\$ 108,604,070	0.02	0.02	12/31/20	1/1/21	\$ 383	\$ -	\$ -	\$ 383
Money Market Funds	608919718	FEDERATED GOVERNMENT OBL-PRM	237,058,475	0.01	0.01	12/31/20	1/1/21	3,131	-	-	3,131
Money Market Funds	09248U718	BLACKROCK LIQ INST GOV FUND	10,545,166	0.03	0.03	12/31/20	1/1/21	238	-	-	238
Money Market Funds	31607A703	FIDELITY INST GOV FUND	614,331,523	0.01	0.01	12/31/20	1/1/21	4,924	-	-	4,924
Money Market Funds	61747C707	MORGAN STANLEY INST GOVT FUND	11,385,074	0.03	0.03	12/31/20	1/1/21	290	-	-	290
<b>Subtotals</b>			<b>\$ 981,924,308</b>					<b>\$ 8,966</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ 8,966</b>
Supranationals	45950KCM0	INTERNATIONAL FINANCE CORP	\$ 50,000,000	2.25	2.35	1/25/18	1/25/21	\$ 93,750	\$ 4,158	\$ -	\$ 97,908
Supranationals	4581X0DB1	INTER-AMERICAN DEVEL BK	45,000,000	2.63	2.70	4/19/18	4/19/21	98,438	2,800	-	101,238
Supranationals	4581X0DB1	INTER-AMERICAN DEVEL BK	50,000,000	2.63	2.84	5/16/18	4/19/21	109,375	8,875	-	118,250
Supranationals	459515HP0	INTL FINANCE CORP DISC	20,000,000	0.00	0.09	11/23/20	7/1/21	-	1,550	-	1,550
Supranationals	459515HP0	INTL FINANCE CORP DISC	35,000,000	0.00	0.10	11/17/20	7/1/21	-	3,014	-	3,014
Supranationals	459515HP0	INTL FINANCE CORP DISC	45,000,000	0.00	0.09	1/24/20	7/1/21	-	3,488	-	3,488
Supranationals	45950KCJ7	INTERNATIONAL FINANCE CORP	12,135,000	1.13	2.97	5/23/18	7/20/21	11,387	17,140	-	28,527
Supranationals	459058GH0	INTL BK RECON & DEVELOP	50,000,000	2.75	2.85	7/25/18	7/23/21	114,583	3,315	-	117,899
Supranationals	459058HV8	INTL BK RECON & DEVELOP	25,000,000	2.05	2.05	1/28/20	1/28/25	42,708	-	-	42,708
Supranationals	459058HV8	INTL BK RECON & DEVELOP	25,000,000	2.05	2.05	1/28/20	1/28/25	42,708	-	-	42,708
Supranationals	459058HV8	INTL BK RECON & DEVELOP	50,000,000	2.05	2.05	1/28/20	1/28/25	85,417	-	-	85,417
<b>Subtotals</b>			<b>\$ 407,135,000</b>					<b>\$ 598,366</b>	<b>\$ 44,340</b>	<b>\$ -</b>	<b>\$ 642,705</b>
<b>Grand Totals</b>			<b>\$ 12,784,065,722</b>					<b>\$ 7,696,131</b>	<b>\$ (617,990)</b>	<b>\$ -</b>	<b>\$ 7,078,141</b>

<sup>1</sup>Yield to maturity is calculated at purchase

# Investment Transactions

## Pooled Fund

For month ended December 31, 2020

Transaction	Settle Date	Maturity	Type of Investment	Issuer Name	CUSIP	Par Value	Coupon	YTM	Price	Interest	Transaction
Purchase	12/1/20	5/4/21	U.S. Treasuries	TREASURY BILL	912796F79	\$ 50,000,000	0.00	0.09	\$ 99.96	\$ -	\$ 49,981,285
Purchase	12/1/20	12/3/20	U.S. Treasuries	TREASURY BILL	912796TU3	50,000,000	0.00	0.04	100.00	-	49,999,889
Purchase	12/2/20	8/18/21	Federal Agencies	FED FARM CRD DISCOUNT NT	313313KP2	28,700,000	0.00	0.09	99.94	-	28,681,417
Purchase	12/2/20	5/4/21	U.S. Treasuries	TREASURY BILL	912796F79	50,000,000	0.00	0.09	99.96	-	49,981,300
Purchase	12/2/20	12/3/20	U.S. Treasuries	TREASURY BILL	912796TU3	50,000,000	0.00	0.05	100.00	-	49,999,931
Purchase	12/2/20	12/3/20	U.S. Treasuries	TREASURY BILL	912796TU3	50,000,000	0.00	0.04	100.00	-	49,999,944
Purchase	12/3/20	10/27/21	Federal Agencies	FED FARM CRD DISCOUNT NT	313313NM6	30,000,000	0.00	0.10	99.91	-	29,972,667
Purchase	12/3/20	12/17/20	U.S. Treasuries	TREASURY BILL	9127963K3	50,000,000	0.00	0.07	100.00	-	49,998,591
Purchase	12/3/20	10/7/21	U.S. Treasuries	TREASURY BILL	9127964V8	50,000,000	0.00	0.09	99.92	-	49,960,217
Purchase	12/3/20	12/2/21	U.S. Treasuries	TREASURY BILL	9127965G0	100,000,000	0.00	0.11	99.89	-	99,888,778
Purchase	12/3/20	6/3/21	U.S. Treasuries	TREASURY BILL	912796A41	50,000,000	0.00	0.09	99.96	-	49,978,009
Purchase	12/3/20	9/15/21	U.S. Treasuries	US TREASURY	9128285A4	50,000,000	2.75	0.10	102.07	300,069	51,333,272
Purchase	12/4/20	1/1/21	Money Market Funds	FIDELITY INST GOV FUND	31607A703	130,000,000	0.01	0.01	100.00	-	130,000,000
Purchase	12/4/20	12/15/21	U.S. Treasuries	US TREASURY	9128285R7	50,000,000	2.63	0.12	102.58	616,803	51,907,819
Purchase	12/7/20	12/8/20	Federal Agencies	FED HOME LN DISCOUNT NT	313384S59	25,000,000	0.00	0.04	100.00	-	24,999,972
Purchase	12/7/20	12/8/20	Federal Agencies	FED HOME LN DISCOUNT NT	313384S59	50,000,000	0.00	0.04	100.00	-	49,999,944
Purchase	12/7/20	6/7/21	Public Time Deposits	BANK OF SAN FRANCISCO	PPE91CSA0	10,000,000	0.20	0.20	100.00	-	10,000,000
Purchase	12/8/20	12/9/20	Federal Agencies	FED HOME LN DISCOUNT NT	313384S67	50,000,000	0.00	0.03	100.00	-	49,999,958
Purchase	12/8/20	12/9/20	Federal Agencies	FED HOME LN DISCOUNT NT	313384S67	50,000,000	0.00	0.03	100.00	-	49,999,958
Purchase	12/8/20	1/1/21	Money Market Funds	FIDELITY INST GOV FUND	31607A703	91,000,000	0.01	0.01	100.00	-	91,000,000
Purchase	12/8/20	12/10/20	U.S. Treasuries	TREASURY BILL	9127963J6	50,000,000	0.00	0.06	100.00	-	49,999,820
Purchase	12/8/20	1/7/21	U.S. Treasuries	TREASURY BILL	9127963T4	50,000,000	0.00	0.07	99.99	-	49,997,063
Purchase	12/8/20	1/14/21	U.S. Treasuries	TREASURY BILL	9127963U1	50,000,000	0.00	0.07	99.99	-	49,996,403
Purchase	12/8/20	12/15/20	U.S. Treasuries	TREASURY BILL	9127965C9	50,000,000	0.00	0.06	100.00	-	49,999,465
Purchase	12/8/20	12/22/20	U.S. Treasuries	TREASURY BILL	9127965D7	50,000,000	0.00	0.07	100.00	-	49,998,639
Purchase	12/8/20	12/15/21	U.S. Treasuries	US TREASURY	9128285R7	50,000,000	2.63	0.11	102.56	631,148	51,912,398
Purchase	12/9/20	12/10/20	Federal Agencies	FED HOME LN DISCOUNT NT	313384S75	25,000,000	0.00	0.05	100.00	-	24,999,965
Purchase	12/9/20	12/17/20	U.S. Treasuries	TREASURY BILL	9127963K3	50,000,000	0.00	0.07	100.00	-	49,999,245
Purchase	12/9/20	5/11/21	U.S. Treasuries	TREASURY BILL	912796F87	50,000,000	0.00	0.07	100.00	-	49,998,691
Purchase	12/9/20	12/15/21	U.S. Treasuries	US TREASURY	9128285R7	50,000,000	0.00	0.08	99.96	-	49,982,469
Purchase	12/9/20	7/1/21	Federal Agencies	FED HOME LN DISCOUNT NT	313385HP4	100,000,000	2.63	0.11	102.55	634,734	51,912,077
Purchase	12/10/20	6/10/21	U.S. Treasuries	TREASURY BILL	912796B24	50,000,000	0.00	0.09	99.95	-	99,949,250
Purchase	12/10/20	6/10/21	U.S. Treasuries	TREASURY BILL	912796B24	50,000,000	0.00	0.09	99.96	-	49,978,514
Purchase	12/10/20	6/10/21	U.S. Treasuries	TREASURY BILL	912796B24	50,000,000	0.00	0.09	99.96	-	49,978,261
Purchase	12/10/20	4/27/21	U.S. Treasuries	TREASURY BILL	912796F20	50,000,000	0.00	0.08	99.97	-	49,984,667
Purchase	12/10/20	5/11/21	U.S. Treasuries	TREASURY BILL	912796F87	50,000,000	0.00	0.08	99.97	-	49,982,583
Purchase	12/11/20	12/14/20	Federal Agencies	FED HOME LN DISCOUNT NT	313384T33	50,000,000	0.00	0.05	100.00	-	49,999,792
Purchase	12/11/20	1/1/21	Money Market Funds	FIDELITY INST GOV FUND	31607A703	36,000,000	0.01	0.01	100.00	-	36,000,000
Purchase	12/11/20	12/15/20	Federal Agencies	FED HOME LN DISCOUNT NT	313384T41	50,000,000	0.00	0.05	100.00	-	49,999,931
Purchase	12/14/20	12/15/20	Federal Agencies	FED HOME LN DISCOUNT NT	313384T41	50,000,000	0.00	0.05	100.00	-	49,999,931
Purchase	12/14/20	12/17/20	U.S. Treasuries	TREASURY BILL	9127963K3	50,000,000	0.00	0.06	100.00	-	49,999,750
Purchase	12/14/20	5/11/21	U.S. Treasuries	TREASURY BILL	912796F87	50,000,000	0.00	0.08	99.97	-	49,983,535
Purchase	12/14/20	11/30/21	U.S. Treasuries	US TREASURY	912828U65	50,000,000	1.75	0.10	101.59	33,654	50,828,576
Purchase	12/15/20	7/1/21	Federal Agencies	FED FARM CRD DISCOUNT NT	313313HP6	50,000,000	0.00	0.09	99.95	-	49,975,250
Purchase	12/15/20	12/16/20	Federal Agencies	FED HOME LN DISCOUNT NT	313384T58	50,000,000	0.00	0.05	100.00	-	49,999,930
Purchase	12/15/20	12/16/20	Federal Agencies	FED HOME LN DISCOUNT NT	313384T58	50,000,000	0.00	0.05	100.00	-	49,999,931
Purchase	12/15/20	1/2/21	U.S. Treasuries	TREASURY BILL	9127963V9	50,000,000	0.00	0.07	99.99	-	49,996,587
Purchase	12/15/20	5/18/21	U.S. Treasuries	TREASURY BILL	912796F95	50,000,000	0.00	0.08	99.97	-	49,982,675
Purchase	12/15/20	12/15/21	U.S. Treasuries	US TREASURY	9128285R7	50,000,000	2.63	0.11	102.52	-	51,257,813
Purchase	12/16/20	12/17/20	U.S. Treasuries	TREASURY BILL	9127963K3	50,000,000	0.00	0.07	100.00	-	49,999,903
Purchase	12/16/20	5/18/21	U.S. Treasuries	TREASURY BILL	912796F95	50,000,000	0.00	0.09	99.96	-	49,981,916

# Investment Transactions Pooled Fund

Transaction	Settle Date	Maturity	Type of Investment	Issuer Name	CUSIP	Par Value	Coupon	YTM	Price	Interest	Transaction
Purchase	12/17/20	6/17/21	U.S. Treasuries	TREASURY BILL	9127963H0	200,000,000	0.00	0.09	99.96	-	199,914,056
Purchase	12/17/20	5/18/21	U.S. Treasuries	TREASURY BILL	912796F95	50,000,000	0.00	0.09	99.96	-	49,981,844
Purchase	12/29/20	1/1/21	Money Market Funds	DREYFUS GOVERN CASH MGMT	262006208	80,000,000	0.02	0.02	100.00	-	80,000,000
Purchase	12/29/20	1/1/21	Money Market Funds	FIDELITY INST GOV FUND	31607A703	37,000,000	0.01	0.01	100.00	-	37,000,000
Purchase	12/30/20	1/1/21	Money Market Funds	DREYFUS GOVERN CASH MGMT	262006208	18,000,000	0.02	0.02	100.00	-	18,000,000
Purchase	12/31/20	1/1/21	Money Market Funds	FEDERATED GOVERNMENT OBL	608919718	383	0.01	0.01	100.00	-	383
Purchase	12/31/20	1/1/21	Money Market Funds	FEDERATED GOVERNMENT OBL	608919718	3,131	0.01	0.01	100.00	-	3,131
Purchase	12/31/20	1/1/21	Money Market Funds	BLACKROCK LIQ INST GOV F	09248U718	238	0.03	0.03	100.00	-	238
Purchase	12/31/20	1/1/21	Money Market Funds	FIDELITY INST GOV FUND	31607A703	4,924	0.01	0.01	100.00	-	4,924
Purchase	12/31/20	1/1/21	Money Market Funds	MORGAN STANLEY INST GOVT	61747C707	290	0.03	0.03	100.00	-	290
<b>Subtotals</b>						<b>\$3,060,708,966</b>	<b>0.25</b>	<b>0.07</b>	<b>\$ 100.21</b>	<b>\$ 2,216,407</b>	<b>\$3,069,240,851</b>
Sale	12/1/20	1/1/21	Money Market Funds	FEDERATED GOVERNMENT OBL	608919718	\$ 42,000,000	0.02	0.02	\$ 100.00	\$ -	\$ 42,000,000
Sale	12/2/20	1/1/21	Money Market Funds	FEDERATED GOVERNMENT OBL	608919718	48,000,000	0.01	0.01	100.00	-	48,000,000
Sale	12/3/20	1/1/21	Money Market Funds	FEDERATED GOVERNMENT OBL	608919718	18,000,000	0.01	0.01	100.00	-	18,000,000
Sale	12/7/20	1/1/21	Money Market Funds	FEDERATED GOVERNMENT OBL	608919718	50,000,000	0.01	0.01	100.00	-	50,000,000
Sale	12/9/20	1/1/21	Money Market Funds	FEDERATED GOVERNMENT OBL	608919718	73,000,000	0.01	0.01	100.00	-	73,000,000
Sale	12/10/20	1/1/21	Money Market Funds	FEDERATED GOVERNMENT OBL	608919718	6,000,000	0.01	0.01	100.00	-	6,000,000
Sale	12/14/20	1/1/21	Money Market Funds	FEDERATED GOVERNMENT OBL	608919718	18,000,000	0.01	0.01	100.00	-	18,000,000
Sale	12/15/20	1/1/21	Money Market Funds	FEDERATED GOVERNMENT OBL	608919718	24,000,000	0.01	0.01	100.00	-	24,000,000
Sale	12/16/20	1/1/21	Money Market Funds	FIDELITY INST GOV FUND	31607A703	4,000,000	0.01	0.01	100.00	-	4,000,000
Sale	12/18/20	1/1/21	Money Market Funds	FEDERATED GOVERNMENT OBL	608919718	5,000,000	0.01	0.01	100.00	-	5,000,000
Sale	12/22/20	1/1/21	Money Market Funds	FEDERATED GOVERNMENT OBL	608919718	6,000,000	0.01	0.01	100.00	-	6,000,000
Sale	12/22/20	1/1/21	Money Market Funds	FEDERATED GOVERNMENT OBL	608919718	7,000,000	0.01	0.01	100.00	-	7,000,000
Sale	12/23/20	1/1/21	Money Market Funds	FEDERATED GOVERNMENT OBL	608919718	97,000,000	0.01	0.01	100.00	-	97,000,000
Sale	12/31/20	1/1/21	Money Market Funds	FIDELITY INST GOV FUND	31607A703	43,000,000	0.01	0.01	100.00	-	43,000,000
<b>Subtotals</b>						<b>\$ 441,000,000</b>	<b>0.01</b>	<b>0.01</b>	<b>\$ 100.00</b>	<b>\$ -</b>	<b>\$ 441,000,000</b>
Maturity	12/1/20	12/1/20	U.S. Treasuries	TREASURY BILL	9127964U0	\$ 25,000,000	0.00	0.08	100.00	\$ -	\$ 25,000,000
Maturity	12/1/20	12/1/20	U.S. Treasuries	TREASURY BILL	9127964U0	50,000,000	0.00	0.08	100.00	-	50,000,000
Maturity	12/1/20	12/1/20	Public Time Deposits	SAN FRANCISCO CREDIT UNI	PPE504BU6	10,000,000	0.22	0.22	100.00	5,152	10,005,152
Maturity	12/3/20	12/3/20	Negotiable CDs	ROYAL BANK OF CANADA NY	78012URS6	35,000,000	0.36	0.36	100.00	31,950	35,031,950
Maturity	12/3/20	12/3/20	U.S. Treasuries	TREASURY BILL	912796TU3	50,000,000	0.00	0.11	100.00	-	50,000,000
Maturity	12/3/20	12/3/20	U.S. Treasuries	TREASURY BILL	912796TU3	50,000,000	0.00	0.04	100.00	-	50,000,000
Maturity	12/3/20	12/3/20	U.S. Treasuries	TREASURY BILL	912796TU3	50,000,000	0.00	0.05	100.00	-	50,000,000
Maturity	12/3/20	12/3/20	U.S. Treasuries	TREASURY BILL	912796TU3	50,000,000	0.00	0.04	100.00	-	50,000,000
Maturity	12/4/20	12/4/20	Negotiable CDs	BANK OF MONTREAL CHICAGO	06367BBD0	50,000,000	1.85	1.85	100.00	942,986	50,942,986
Maturity	12/7/20	12/7/20	Public Time Deposits	BANK OF SAN FRANCISCO	PPE505CM0	5,000,000	0.23	0.23	100.00	2,556	5,002,556
Maturity	12/8/20	12/8/20	Federal Agencies	FED HOME LN DISCOUNT NT	313384S59	25,000,000	0.00	0.04	100.00	-	25,000,000
Maturity	12/8/20	12/8/20	Federal Agencies	FED HOME LN DISCOUNT NT	313384S59	50,000,000	0.00	0.04	100.00	-	50,000,000
Maturity	12/9/20	12/9/20	Federal Agencies	FED HOME LN DISCOUNT NT	313384S67	50,000,000	0.00	0.03	100.00	-	50,000,000
Maturity	12/9/20	12/9/20	Federal Agencies	FED HOME LN DISCOUNT NT	313384S67	50,000,000	0.00	0.03	100.00	-	50,000,000
Maturity	12/9/20	12/9/20	Negotiable CDs	WESTPAC BANKING CORP NY	96130AEP9	50,000,000	0.39	0.39	100.00	49,513	50,049,513
Maturity	12/10/20	12/10/20	Federal Agencies	FED HOME LN DISCOUNT NT	313384S75	25,000,000	0.00	0.05	100.00	-	25,000,000
Maturity	12/10/20	12/10/20	U.S. Treasuries	TREASURY BILL	9127963J6	25,000,000	0.00	0.17	100.00	-	25,000,000
Maturity	12/10/20	12/10/20	U.S. Treasuries	TREASURY BILL	9127963J6	25,000,000	0.00	0.17	100.00	-	25,000,000
Maturity	12/10/20	12/10/20	U.S. Treasuries	TREASURY BILL	9127963J6	25,000,000	0.00	0.18	100.00	-	25,000,000
Maturity	12/10/20	12/10/20	U.S. Treasuries	TREASURY BILL	9127963J6	50,000,000	0.00	0.06	100.00	-	50,000,000
Maturity	12/11/20	12/11/20	Federal Agencies	FEDERAL HOME LOAN BANK	3130A3UQ5	10,000,000	1.88	2.02	100.00	93,750	10,093,750
Maturity	12/14/20	12/14/20	Federal Agencies	FED HOME LN DISCOUNT NT	313384T33	50,000,000	0.00	0.05	100.00	-	50,000,000
Maturity	12/14/20	12/14/20	Negotiable CDs	WESTPAC BANKING CORP NY	96130AET1	75,000,000	1.86	1.86	100.00	1,422,125	76,422,125
Maturity	12/15/20	12/15/20	Federal Agencies	FARMER MAC	3132X0ZY0	12,750,000	2.05	2.07	100.00	130,688	12,880,688
Maturity	12/15/20	12/15/20	Federal Agencies	FED HOME LN DISCOUNT NT	313384T41	50,000,000	0.00	0.05	100.00	-	50,000,000

# Investment Transactions

## Pooled Fund

Transaction	Settle Date	Maturity	Type of Investment	Issuer Name	CUSIP	Par Value	Coupon	YTM	Price	Interest	Transaction
Maturity	12/15/20	12/15/20	Federal Agencies	FED HOME LN DISCOUNT NT	313384T41	50,000,000	0.00	0.05	100.00	-	50,000,000
Maturity	12/15/20	12/15/20	U.S. Treasuries	TREASURY BILL	9127965C9	50,000,000	0.00	0.08	100.00	-	50,000,000
Maturity	12/15/20	12/15/20	U.S. Treasuries	TREASURY BILL	9127965C9	50,000,000	0.00	0.06	100.00	-	50,000,000
Maturity	12/15/20	12/15/20	U.S. Treasuries	US TREASURY	9128283L2	50,000,000	1.88	1.63	100.00	468,750	50,468,750
Maturity	12/15/20	12/15/20	U.S. Treasuries	US TREASURY	9128283L2	50,000,000	1.88	1.65	100.00	468,750	50,468,750
Maturity	12/16/20	12/16/20	Federal Agencies	FED HOME LN DISCOUNT NT	313384T58	50,000,000	0.00	0.05	100.00	-	50,000,000
Maturity	12/16/20	12/16/20	Federal Agencies	FED HOME LN DISCOUNT NT	313384T58	50,000,000	0.00	0.05	100.00	-	50,000,000
Maturity	12/17/20	12/17/20	U.S. Treasuries	TREASURY BILL	9127963K3	50,000,000	0.00	0.16	100.00	-	50,000,000
Maturity	12/17/20	12/17/20	U.S. Treasuries	TREASURY BILL	9127963K3	50,000,000	0.00	0.07	100.00	-	50,000,000
Maturity	12/17/20	12/17/20	U.S. Treasuries	TREASURY BILL	9127963K3	50,000,000	0.00	0.07	100.00	-	50,000,000
Maturity	12/17/20	12/17/20	U.S. Treasuries	TREASURY BILL	9127963K3	50,000,000	0.00	0.06	100.00	-	50,000,000
Maturity	12/17/20	12/17/20	U.S. Treasuries	TREASURY BILL	9127963K3	50,000,000	0.00	0.07	100.00	-	50,000,000
Maturity	12/18/20	12/18/20	Federal Agencies	FED HOME LN DISCOUNT NT	313384T74	25,000,000	0.00	0.17	100.00	-	25,000,000
Maturity	12/18/20	12/18/20	Federal Agencies	FED HOME LN DISCOUNT NT	313384T74	25,000,000	0.00	0.17	100.00	-	25,000,000
Maturity	12/21/20	12/21/20	Federal Agencies	FEDERAL FARM CREDIT BANK	3133EGX75	50,000,000	0.00	0.34	100.00	13,979	50,013,979
Maturity	12/22/20	12/22/20	U.S. Treasuries	TREASURY BILL	9127965D7	50,000,000	0.00	0.08	100.00	-	50,000,000
Maturity	12/22/20	12/22/20	U.S. Treasuries	TREASURY BILL	9127965D7	50,000,000	0.00	0.07	100.00	-	50,000,000
Maturity	12/22/20	12/22/20	U.S. Treasuries	TREASURY BILL	9127965D7	50,000,000	0.00	0.07	100.00	-	50,000,000
Maturity	12/23/20	12/23/20	Public Time Deposits	BRIDGE BANK	PPE808900	10,000,000	0.00	0.22	100.00	11,035	10,011,035
Maturity	12/24/20	12/24/20	Federal Agencies	FEDERAL FARM CREDIT BANK	3133EFTX5	100,000,000	0.48	0.48	100.00	40,011	100,040,011
Maturity	12/24/20	12/24/20	U.S. Treasuries	TREASURY BILL	9127963L1	25,000,000	0.00	0.16	100.00	-	25,000,000
Maturity	12/24/20	12/24/20	U.S. Treasuries	TREASURY BILL	9127963L1	50,000,000	0.00	0.15	100.00	-	50,000,000
Maturity	12/24/20	12/24/20	U.S. Treasuries	TREASURY BILL	9127963L1	50,000,000	0.00	0.11	100.00	-	50,000,000
Maturity	12/29/20	12/29/20	U.S. Treasuries	TREASURY BILL	9127965F2	25,000,000	0.00	0.13	100.00	-	25,000,000
Maturity	12/29/20	12/29/20	U.S. Treasuries	TREASURY BILL	9127965F2	50,000,000	0.00	0.13	100.00	-	50,000,000
Maturity	12/30/20	12/30/20	Federal Agencies	FED HOME LN DISCOUNT NT	313384V30	50,000,000	0.00	0.16	100.00	-	50,000,000
Maturity	12/31/20	12/31/20	U.S. Treasuries	TREASURY BILL	912796TY5	36,000,000	0.00	0.12	100.00	-	36,000,000
Maturity	12/31/20	12/31/20	U.S. Treasuries	US TREASURY	912828N48	50,000,000	1.75	1.64	100.00	437,500	50,437,500
<b>Subtotals</b>						<b>\$2,268,750,000</b>	<b>0.29</b>	<b>0.34</b>	<b>\$</b>	<b>\$ 4,118,744</b>	<b>\$2,272,868,744</b>
Interest	12/1/20	3/1/21	Negotiable CDs	BANK OF MONTREAL CHICAGO	06367BJ7	\$ 100,000,000	0.53	0.53	0.00	0.00	\$ 42,624
Interest	12/2/20	6/2/22	Federal Agencies	FEDERAL FARM CREDIT BANK	3133EHL7	50,000,000	1.88	1.85	0.00	0.00	468,750
Interest	12/2/20	6/2/22	Federal Agencies	FEDERAL FARM CREDIT BANK	3133EHL7	50,000,000	1.88	1.88	0.00	0.00	468,750
Interest	12/3/20	12/3/24	Federal Agencies	FEDERAL FARM CREDIT BANK	3133ELCP7	25,000,000	1.63	1.66	0.00	0.00	203,125
Interest	12/15/20	6/15/22	Federal Agencies	FEDERAL FARM CREDIT BANK	3133ELDK7	20,000,000	1.63	1.63	0.00	0.00	163,000
Interest	12/15/20	6/15/22	Federal Agencies	FEDERAL FARM CREDIT BANK	3133ELDK7	25,000,000	1.63	1.63	0.00	0.00	203,750
Interest	12/15/20	6/15/22	Federal Agencies	FEDERAL FARM CREDIT BANK	3133ELDK7	25,000,000	1.63	1.63	0.00	0.00	203,750
Interest	12/15/20	3/15/21	Negotiable CDs	ROYAL BANK OF CANADA NY	78012UTJ4	100,000,000	0.89	0.89	0.00	0.00	71,765
Interest	12/15/20	6/15/21	U.S. Treasuries	US TREASURY	9128284T4	50,000,000	2.63	1.66	0.00	0.00	656,250
Interest	12/15/20	6/15/21	U.S. Treasuries	US TREASURY	9128284T4	50,000,000	2.63	1.65	0.00	0.00	656,250
Interest	12/15/20	6/15/21	U.S. Treasuries	US TREASURY	9128284T4	50,000,000	2.63	1.69	0.00	0.00	656,250
Interest	12/15/20	6/15/21	U.S. Treasuries	US TREASURY	9128284T4	50,000,000	2.63	1.65	0.00	0.00	656,250
Interest	12/15/20	12/15/21	U.S. Treasuries	US TREASURY	9128285R7	50,000,000	2.63	0.11	0.00	0.00	656,250
Interest	12/15/20	12/15/21	U.S. Treasuries	US TREASURY	9128285R7	50,000,000	2.63	0.12	0.00	0.00	656,250
Interest	12/15/20	12/15/21	U.S. Treasuries	US TREASURY	9128285R7	50,000,000	2.63	0.11	0.00	0.00	656,250
Interest	12/15/20	12/15/21	U.S. Treasuries	US TREASURY	9128285R7	50,000,000	2.63	0.11	0.00	0.00	656,250
Interest	12/17/20	12/17/21	Federal Agencies	FEDERAL FARM CREDIT BANK	3133EJ3B3	19,000,000	2.80	0.74	0.00	0.00	266,000
Interest	12/17/20	12/17/21	Federal Agencies	FEDERAL FARM CREDIT BANK	3133EJ3B3	25,000,000	2.80	2.84	0.00	0.00	350,000
Interest	12/17/20	12/17/21	Federal Agencies	FEDERAL FARM CREDIT BANK	3133EJ3B3	25,000,000	2.80	2.84	0.00	0.00	350,000
Interest	12/17/20	12/17/21	Federal Agencies	FEDERAL FARM CREDIT BANK	3133EJ3B3	25,000,000	2.80	2.85	0.00	0.00	350,000
Interest	12/20/20	6/20/21	Federal Agencies	FEDERAL HOME LOAN BANK	3130AHSR5	22,500,000	1.63	1.68	0.00	0.00	182,813
Interest	12/22/20	12/22/21	Federal Agencies	FANNIE MAE	3135G0U35	25,000,000	2.75	2.76	0.00	0.00	343,750
Interest	12/25/20	3/25/21	Federal Agencies	FEDERAL FARM CREDIT BANK	3133EKR99	90,000,000	0.26	0.32	0.00	0.00	19,510

# Investment Transactions

## Pooled Fund

Transaction	Settle Date	Maturity	Type of Investment	Issuer Name	CUSIP	Par Value	Coupon	YTM	Price	Interest	Transaction
Interest	12/25/20	3/22/21	Public Time Deposits	BANK OF SAN FRANCISCO	PPE20ZJV4	10,000,000	0.13	0.13	0.00	0.00	3,989
Interest	12/31/20	1/1/21	Money Market Funds	DREYFUS GOVERN CASH MGMT	262006208	208,604,070	0.02	0.02	0.00	0.00	383
Interest	12/31/20	1/1/21	Money Market Funds	FEDERATED GOVERNMENT OBL	608919718	188,058,475	0.01	0.01	0.00	0.00	3,131
Interest	12/31/20	1/1/21	Money Market Funds	BLACKROCK LIQ INST GOV F	09248U718	10,545,166	0.03	0.03	0.00	0.00	238
Interest	12/31/20	1/1/21	Money Market Funds	FIDELITY INST GOV FUND	31607A703	557,331,523	0.01	0.01	0.00	0.00	4,924
Interest	12/31/20	1/1/21	Money Market Funds	MORGAN STANLEY INST GOVT	61747C707	11,385,074	0.03	0.03	0.00	0.00	290
Interest	12/31/20	6/30/21	U.S. Treasuries	US TREASURY	9128287A2	50,000,000	1.63	1.71	0.00	0.00	406,250
Interest	12/31/20	6/30/21	U.S. Treasuries	US TREASURY	9128287A2	50,000,000	1.63	1.67	0.00	0.00	406,250
Interest	12/31/20	6/30/21	U.S. Treasuries	US TREASURY	9128287A2	50,000,000	1.63	1.65	0.00	0.00	406,250
Interest	12/31/20	6/30/21	U.S. Treasuries	US TREASURY	9128287A2	50,000,000	1.63	0.12	0.00	0.00	406,250
Interest	12/31/20	6/30/21	U.S. Treasuries	US TREASURY	912828S27	25,000,000	1.13	1.64	0.00	0.00	140,625
Interest	12/31/20	6/30/21	U.S. Treasuries	US TREASURY	912828S27	50,000,000	1.13	0.11	0.00	0.00	281,250
Interest	12/31/20	6/30/23	U.S. Treasuries	US TREASURY	912828S35	50,000,000	1.38	1.61	0.00	0.00	343,750
Interest	12/31/20	12/31/21	U.S. Treasuries	US TREASURY	912828U81	50,000,000	2.00	1.61	0.00	0.00	500,000
Interest	12/31/20	6/30/22	U.S. Treasuries	US TREASURY	912828XW5	25,000,000	1.75	1.77	0.00	0.00	218,750
<b>Subtotals</b>						<b>\$2,412,424,308</b>	<b>1.06</b>	<b>0.71</b>	<b>\$</b>	<b>-</b>	<b>\$ 12,059,917</b>

Grand Totals	62 Purchases	(14) Sales	(53) Maturities / Calls	(5) Change in number of positions



**San Francisco  
County Transportation  
Authority**

**Attachment 4  
Sales Tax Revenue Bond  
Debt Expenditure Report  
As of December 31, 2020**

Bond Proceed Uses	Bond Proceeds	Interest Earned	Spent Bond Proceeds	Remaining Balance
Capital Project Fund	\$ 204,003,258	\$ -	\$ 204,003,258	\$ -
Revolver Refinancing	46,000,981	-	46,000,981	-
Interest Earned in Capital Project Fund	-	3,814,712	269,674	3,545,038
<b>Total</b>	<b>\$ 250,004,239</b>	<b>\$ 3,814,712</b>	<b>\$ 250,273,913</b>	<b>\$ 3,545,038</b>

Interest Earned in All Funds	\$ 4,163,981
------------------------------	--------------

Sponsor	Bond-Eligible Reimbursement Requests Paid	Previous	Current	Cumulative Total
SFMTA	Motor Coach Procurement*	\$ 45,491,859	\$ -	\$ 45,491,859
SFMTA	Trolley Coach Procurement*	38,035,203	4,023,050	42,058,253
SFMTA	Radio Communications System & CAD Replacement*	35,756,776	-	35,756,776
SFMTA	Central Subway	14,716,968	-	14,716,968
SFMTA	Signals - New and Upgraded	10,018,966	3,493,859	13,512,825
SFMTA	Guideway Improvements (e.g. MME, Green Light Rail Facility, OCS)	7,713,585	4,067,093	11,780,678
TJPA	Transbay Transit Center	8,670,411	23,161	8,693,572
SFMTA	Central Control and Communications (C3) Program*	4,735,718	980,996	5,716,714
SFMTA	Van Ness Bus Rapid Transit	4,895,930	639,342	5,535,272
PCJPB	Caltrain Early Investment Program - Electrification	3,017,675	765,100	3,782,775
SFMTA	Light Rail Vehicle Procurement*	2,829,105	804,986	3,634,091
SFMTA	Escalators	2,707,284	5,000	2,712,284
PCJPB	Caltrain Early Investment Program - CBOSS	2,171,729	-	2,171,729
SFMTA	1570 Burke Avenue Maintenance Facility	1,983,241	-	1,983,241
SFMTA	Geary Bus Rapid Transit	1,172,609	574,926	1,747,535
SFMTA	Muni Forward	1,435,632	-	1,435,632
SFMTA	Balboa Park Station Area and Plaza Improvements	1,323,316	-	1,323,316
SFMTA	Signals - Sfgo	829,768	-	829,768
SFMTA	Downtown Ferry Terminal	660,000	-	660,000
SFMTA	Fall Protection Systems	597,849	-	597,849
SFMTA	Traffic Calming Implementation (Prior Areawide Plans)	131,795	-	131,795
	<b>Total</b>	<b>\$ 188,895,419</b>	<b>\$ 15,377,513</b>	<b>\$ 204,272,932</b>
	<b>Percentage of Capital Project Fund &amp; Interest Earned Spent</b>	<b>90.89%</b>	<b>7.40%</b>	<b>98.29%</b>

\* Major Cash Flow Drivers