



Metropolitan Transportation Commission

Bay Area Metro Center
375 Beale Street
San Francisco, CA 94105

Meeting Agenda

Administration Committee

Committee Members:

Federal D. Glover, Chair Alfredo Pedroza, Vice Chair

*Jeannie Bruins, Carol Dutra-Vernaci, Nick Josefowitz,
Jane Kim, Libby Schaaf, Warren Slocum, Amy R. Worth
Non-Voting Member: Bijan Sartipi*

Wednesday, September 13, 2017

9:35 AM

Board Room - 1st Floor

This meeting is scheduled to be webcast live on the Metropolitan Transportation Commission's Website: <http://mtc.ca.gov/whats-happening/meetings> and will take place at 9:35 a.m. or immediately following the 9:30a.m. Bay Area Toll Authority Oversight Committee meeting.

1. Roll Call/Confirm Quorum

Quorum: A quorum of this committee shall be a majority of its regular non-ex-officio voting members (5).

2. Consent Calendar

- 2a. [17-2749](#) Minutes of the July 12, 2017 meeting
- Action: Committee Approval
- Attachments: [2a_07-12-2017_Administration_Draft_Minutes.pdf](#)
- 2b. [17-2750](#) Investment Reports for June and July 2017
- Action: Information
- Presenter: Russell Yuen
- Attachments: [2b_Investment_Report_June'2017.pdf](#)
[2b_Investment_Report_July'2017.pdf](#)
- 2c. [17-2751](#) MTC Financial Statements Unaudited for June 2017
- Action: Information
- Presenter: Sonia Elsonbaty
- Attachments: [2c_Financial_Statement_June'2017.pdf](#)

- 2d.** [17-2752](#) Monthly Travel Report
- Action:** Information
- Presenter:** Sonia Elsonbaty
- Attachments:** [2d_Travel_Report_June'2017.pdf](#)
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- 2e.** [17-2769](#) Contract Amendment - StreetSaver® Software Development, Maintenance, and Support: DevMecca.com, LLC (\$600,000)
- Action:** Committee Approval
- Presenter:** Sui Tan
- Attachments:** [2e_ContractAmend_DevMecca.pdf](#)
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- 2f.** [17-2770](#) Contract Amendment - StreetSaver® Training and Guidance Services: NCE (\$538,868)
- Action:** Committee Approval
- Presenter:** Sui Tan
- Attachments:** [2f_ContractAmend_NCE.pdf](#)
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- 2g.** [17-2792](#) MTC Resolution No. 1058, Revised - Revision to MTC's Commission Procedures Manual
- Action:** Commission Approval
- Presenter:** Leslie Miessner
- Attachments:** [2g_Reso-1058_Rev_Commission_Procedures.pdf](#)
-
- 2h.** [17-2831](#) Contract Amendment - Special CEQA Counsel: Thomas Law Group (\$100,000)
- Action:** Committee Approval
- Presenter:** Matthew Lavrinets
- Attachments:** [2h_Thomas_Law_Group.pdf](#)
-
- 2i.** [17-2837](#) Contract Amendment - Regional Geographic Information System (GIS) Base Map: TomTom North America, Inc. (\$200,000)
- Action:** Committee Approval
- Presenter:** Kearey Smith
- Attachments:** [2i_ContractAmend_TomTom.pdf](#)

3. Approval

3a. [17-2703](#) MTC Resolution No. 4294 - Draft Title VI Program

The Title VI Program demonstrates how MTC is complying with federal requirements of nondiscrimination in its policies, programs and activities, and it is prepared in response to Federal Transit Administration (FTA) Circular 4702.1B. MTC Resolution No. 4294 would authorize submission of the final Title VI Program to the FTA.

Action: Commission Approval

Presenter: Denise Rodrigues

Attachments: [3a Reso-4294 Draft Title VI Program.pdf](#)

3b. [17-2860](#) Contract Amendment - Legislative Representation in Washington D.C.:
Government Relations, Inc. (576,000)

Contract amendment to extend the Government Relations, Inc. (Tom Bulger) Washington D.C. advocacy contract by two years.

Action: Committee Approval

Presenter: Randy Rentschler

Attachments: [3b_Contract_Amend_Gov_Relations_Inc.pdf](#)

4. Public Comment / Other Business

5. Adjournment / Next Meeting

The next meeting of the Administration Committee will be held on October 11, 2017 at 9:35 a.m. at the Bay Area Metro Center, 375 Beale Street, San Francisco, CA.

Public Comment: The public is encouraged to comment on agenda items at Committee meetings by completing a request-to-speak card (available from staff) and passing it to the Committee secretary. Public comment may be limited by any of the procedures set forth in Section 3.09 of MTC's Procedures Manual (Resolution No. 1058, Revised) if, in the chair's judgment, it is necessary to maintain the orderly flow of business.

Meeting Conduct: If this meeting is willfully interrupted or disrupted by one or more persons rendering orderly conduct of the meeting unfeasible, the Chair may order the removal of individuals who are willfully disrupting the meeting. Such individuals may be arrested. If order cannot be restored by such removal, the members of the Committee may direct that the meeting room be cleared (except for representatives of the press or other news media not participating in the disturbance), and the session may continue.

Record of Meeting: Committee meetings are recorded. Copies of recordings are available at a nominal charge, or recordings may be listened to at MTC offices by appointment. Audiocasts are maintained on MTC's Web site (mtc.ca.gov) for public review for at least one year.

Accessibility and Title VI: MTC provides services/accommodations upon request to persons with disabilities and individuals who are limited-English proficient who wish to address Commission matters. For accommodations or translations assistance, please call 415.778.6757 or 415.778.6769 for TDD/TTY. We require three working days' notice to accommodate your request.

可及性和法令第六章: MTC 根據要求向希望來委員會討論有關事宜的殘疾人士及英語有限者提供服務/方便。需要便利設施或翻譯協助者, 請致電 415.778.6757 或 415.778.6769 TDD / TTY。我們要求您在三個工作日前告知, 以滿足您的要求。

Acceso y el Titulo VI: La MTC puede proveer asistencia/facilitar la comunicación a las personas discapacitadas y los individuos con conocimiento limitado del inglés quienes quieran dirigirse a la Comisión. Para solicitar asistencia, por favor llame al número 415.778.6757 o al 415.778.6769 para TDD/TTY. Requerimos que solicite asistencia con tres días hábiles de anticipación para poderle proveer asistencia.

Attachments are sent to Committee members, key staff and others as appropriate. Copies will be available at the meeting.

All items on the agenda are subject to action and/or change by the Committee. Actions recommended by staff are subject to change by the Committee.

MTC's Chair and Vice-Chair are ex-officio voting members of all standing Committees.



Metropolitan Transportation Commission

375 Beale Street, Suite 800
San Francisco, CA 94105

Legislation Details (With Text)

File #: 17-2749 **Version:** 1 **Name:**
Type: Minutes **Status:** Consent
File created: 7/25/2017 **In control:** Administration Committee
On agenda: 9/13/2017 **Final action:**
Title: Minutes of the July 12, 2017 meeting
Sponsors:
Indexes:
Code sections:
Attachments: [2a_07-12-2017_Administration_Draft_Minutes.pdf](#)

Date	Ver.	Action By	Action	Result
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Subject:
Minutes of the July 12, 2017 meeting

Recommended Action:
Committee Approval



Metropolitan Transportation Commission Meeting Minutes

Bay Area Metro Center
375 Beale Street
San Francisco, CA 94105

Administration Committee

Committee Members:

Federal D. Glover, Chair Alfredo Pedroza, Vice Chair

*Jeannie Bruins, Carol Dutra-Vernaci, Nick Josefowitz,
Jane Kim, Libby Schaaf, Warren Slocum, Amy R. Worth
Non-Voting Member: Bijan Sartipi*

Wednesday, July 12, 2017

9:35 AM

Board Room - 1st Floor

Call Meeting to Order

1. Roll Call/Confirm Quorum

Present: 6 - Chair Glover, Commissioner Josefowitz, Commissioner Kim, Vice Chair Pedroza,
Commissioner Slocum and Commissioner Worth

Absent: 3 - Commissioner Bruins, Commissioner Dutra-Vernaci and Commissioner Schaaf

Non-Voting Member Present: Commissioner Sartipi

Ex Officio Voting Member Present: Commission Chair Mackenzie and Commission Vice Chair

Haggerty

Ad Hoc Non-Voting Members Present: Commissioner Aguirre, Commissioner Giacomini, Commissioner
Halsted, and Commissioner Pierce

2. Consent Calendar

Approval of the Consent Calendar

**Upon the motion by Commissioner Slocum and the second by Commissioner
Worth, the Consent Calendar was unanimously approved by the following vote:**

Aye: 6 - Chair Glover, Commissioner Josefowitz, Commissioner Kim, Vice Chair Pedroza,
Commissioner Slocum and Commissioner Worth

Absent: 3 - Commissioner Bruins, Commissioner Dutra-Vernaci and Commissioner Schaaf

2a. [17-2699](#) Minutes of the June 14, 2017 meeting

Action: Committee Approval

2b. [17-2700](#) Investment Report for May 2017

Action: Information

Presenter: Russell Yuen

2c. [17-2701](#) MTC Financial Statements for May 2017

Action: Information

Presenter: Sonia Elsonbaty

2d. [17-2702](#) Monthly Travel Report

Action: Information

Presenter: Sonia Elsonbaty

2e. [17-2704](#) Contract Amendment - Transit Passenger Survey Services: ETC Institute (\$700,000)

Action: Committee Approval

Presenter: Shimon Israel

3. Public Comment / Other Business

4. Adjournment / Next Meeting

The next meeting of the Administration Committee will be held on September 13, 2017 at 9:35 a.m. at the Bay Area Metro Center, 375 Beale Street, San Francisco, CA.



Metropolitan Transportation Commission

375 Beale Street, Suite 800
San Francisco, CA 94105

Legislation Details (With Text)

File #: 17-2750 **Version:** 1 **Name:**
Type: Report **Status:** Consent
File created: 7/25/2017 **In control:** Administration Committee
On agenda: 9/13/2017 **Final action:**
Title: Investment Reports for June and July 2017
Sponsors:
Indexes:
Code sections:
Attachments: [2b Investment Report June'2017.pdf](#)
[2b Investment Report July'2017.pdf](#)

Date	Ver.	Action By	Action	Result
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Subject:
Investment Reports for June and July 2017

Presenter:
Russell Yuen

Recommended Action:
Information



METROPOLITAN
TRANSPORTATION
COMMISSION

Bay Area Metro Center
375 Beale Street
San Francisco, CA 94105
TEL 415.778.6700
WEB www.mtc.ca.gov

Memorandum

TO: Administration Committee

DATE: September 6, 2017

FR: Executive Director

RE: Investment Report for June 2017

In accordance with the adopted investment policy, attached are the comprehensive investment holdings for MTC and all operating units.

Total funds under MTC management are just over \$3.7 billion. A breakdown by fund is as follows:

<u>Fund</u>	<u>Market Value (\$ million)</u>	<u>% of Total</u>
BATA Admin	\$ 1,117.2	29.9%
BATA Projects	699.5	18.7%
BATA Debt Payment	8.3	0.2%
BATA Debt Service Reserve	525.7	14.1%
BATA RM2	366.8	9.8%
MTC	405.8	10.9%
BART Car Exchange Program	381.5	10.2%
AB 1171	35.3	1.0%
FasTrak® (Customer Deposits)	103.9	2.8%
Clipper®	59.7	1.6%
BAHA	10.4	0.3%
SAFE	18.0	0.5%
RAFC	0.2	Less than 0.1%
Portfolio Total	<u>\$ 3,732.3</u>	<u>100.0%</u>

The BART Car Exchange fund is held in trust for future replacement of BART cars.

The portfolio consists mainly of Government Sponsored Enterprises (GSEs). The portfolio breakdown is as follows:

<u>Security Holding</u>	<u>Portfolio Composite</u>	<u>Policy Limits</u>
Fed Home Loan Bank	48.6%	No limit
Fed Home Loan Mortgage	27.3%	No limit
Fed National Mortgage Association	3.7%	No limit
Fed Farm Credit Bank	1.6%	No limit
Cash	8.6%	No limit
Gov't Pools	Less than 0.1%	No limit
CalTrust Medium-Term Fund	4.7%	No limit
CA Asset Mgmt Program (CAMP)	Less than 0.1%	No limit
Municipal Bonds	1.3%	No limit
Mutual Funds	3.7%	20% Portfolio/10% One Fund
Blackrock (BATA Trustee)	0.5%	Trustee Funds – No limit
Morgan Stanley (BATA Trustee)	Less than 0.1%	Trustee Funds – No limit
Portfolio Total	100.0%	

Funds held by trustee are subject to permitted investments authorized in the approved issuing documents and are not subject to mutual fund limits as defined by California law and the MTC Investment Policy.

Funds for Clipper 2.0 and Clipper Operations show as negative balances pending receipt of reimbursements from transit operators.

Credit ratings of corporate medium-term notes, mutual funds, and certificates of deposit held in the MTC portfolio are within the limits required by the MTC Investment Policy.

Liquidity Summary of MTC Portfolio

Maturity	Market Value (\$ million)	% of Total Portfolio	Cumulative Minimum Level per MTC Investment Policy
30 days or less	\$ 924.0	25%	10%
90 days or less	1,931.9 cumulative	52% cumulative	15%
1 year or less	3,284.7 cumulative	88% cumulative	30%
1-5 years	428.3	11%	
*greater than 5 years	19.3	1%	

* BAAQMD Certificate of Participation matures November 2053

The weighted maturity of the MTC portfolio is 235 days, and the maximum weighted maturity cannot exceed 5 years.

The MTC portfolio holds \$29 million (1%) in variable rate demand obligations (VRDOs) issued by various California local agencies. The VRDOs are recognized as short term investment bonds for accounting classification purposes even though the various securities have maturities up to 30 years. The classification as short term investments is possible because VRDOs have “liquidity instruments” that allow the bonds to be “put” to the liquidity support bank at any time with seven days’ notice.

If there are any questions, please contact Brian Mayhew at (415) 778-6730.



Steve Heminger

SH:sw
Attachment



MTC
Summary by Type
June 30, 2017
Grouped by Fund

Security Type	Number of Investments	Par Value	Market Value	% of Portfolio	Average YTM 365	Average Days to Maturity
Fund: MTC CASH AND CASH EQUIVALENT						
Local Agency Investment Funds	1	219,038.36	219,038.36	0.01	0.978	1
MM Funds	2	31,674,103.57	31,674,103.57	0.85	0.750	1
Subtotal	3	31,893,141.93	31,893,141.93	0.86	0.751	1
Fund: NON TRANSPORTATION PLNG						
MM Funds	1	250,127.75	250,127.75	0.01	0.780	1
Subtotal	1	250,127.75	250,127.75	0.01	0.780	1
Fund: AB664 EAST						
Federal Agency Disc. -Amortizing	11	143,400,000.00	143,033,852.55	3.83	0.877	88
Mutual Funds - Custodial	1	29,019.04	29,019.04	0.00	0.860	1
MM Funds	1	3,969,324.91	3,969,324.91	0.11	0.780	1
Subtotal	13	147,398,343.95	147,032,196.50	3.94	0.874	85
Fund: AB664 WEST						
Federal Agency Disc. -Amortizing	4	39,540,000.00	39,475,961.28	1.06	0.802	58
Mutual Funds - Custodial	1	46,448.20	46,448.20	0.00	0.860	1
MM Funds	1	11,242,527.10	11,242,527.10	0.30	0.780	1
Subtotal	6	50,828,975.30	50,764,936.58	1.36	0.797	45
Fund: 5% STATE						
MM Funds	1	13,970,452.04	13,970,452.04	0.37	0.780	1
Subtotal	1	13,970,452.04	13,970,452.04	0.37	0.780	1
Fund: 2% TRANSIT RESERVES FERRY						
Federal Agency Disc. -Amortizing	3	13,200,000.00	13,173,858.00	0.35	0.948	70
Mutual Funds - Custodial	1	52,117.46	52,117.46	0.00	0.860	1
MM Funds	1	4,686,290.08	4,686,290.08	0.13	0.780	1
Subtotal	5	17,938,407.54	17,912,265.54	0.48	0.904	52

MTC
Summary by Type
June 30, 2017
Grouped by Fund

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Security Type	Number of Investments	Par Value	Market Value	% of Portfolio	Average YTM 365	Average Days to Maturity
Fund: 2% TRANSIT RESERVES STUDIES						
Federal Agency Disc. -Amortizing	3	20,400,000.00	20,370,627.15	0.55	0.934	53
Mutual Funds - Custodial	1	13,070.78	13,070.78	0.00	0.860	1
MM Funds	1	2,304,182.28	2,304,182.28	0.06	0.780	1
Subtotal	5	22,717,253.06	22,687,880.21	0.61	0.918	47
Fund: 90% RAIL RESERVE EAST						
Federal Agency Disc. -Amortizing	8	55,400,000.00	55,281,803.90	1.48	0.888	75
Mutual Funds - Custodial	1	101,270.52	101,270.52	0.00	0.860	1
MM Funds	1	8,558,950.98	8,558,950.98	0.23	0.780	1
Subtotal	10	64,060,221.50	63,942,025.40	1.71	0.874	65
Fund: 90% RAIL RESERVE WEST						
Federal Agency Disc. -Amortizing	4	19,000,000.00	18,961,651.60	0.51	0.943	72
Mutual Funds - Custodial	1	81,876.13	81,876.13	0.00	0.860	1
MM Funds	1	493,811.19	493,811.19	0.01	0.780	1
Subtotal	6	19,575,687.32	19,537,338.92	0.52	0.938	70
Fund: MTC FEEDER BUS						
MM Funds	1	169,178.43	169,178.43	0.00	0.780	1
Subtotal	1	169,178.43	169,178.43	0.00	0.780	1
Fund: MTC EXCHANGE FUND						
MM Funds	1	28,616,653.99	28,616,653.99	0.77	0.780	1
Subtotal	1	28,616,653.99	28,616,653.99	0.77	0.780	1
Fund: BART CAR EXCHANGE PROGRAM						
Federal Agency Coupon Securities	5	70,200,000.00	69,975,222.65	1.87	1.132	488
Federal Agency Disc. -Amortizing	13	265,080,000.00	264,346,107.91	7.08	0.883	95
Mutual Funds - Custodial	1	47,212,962.95	47,212,962.95	1.26	0.860	1
Subtotal	19	382,492,962.95	381,534,293.51	10.21	0.926	156
Fund: CLIPPER CAPITAL (MTC)						
MM Funds	1	8,669,035.28	8,669,035.28	0.23	0.780	1

MTC
Summary by Type
June 30, 2017
Grouped by Fund

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Security Type	Number of Investments	Par Value	Market Value	% of Portfolio	Average YTM 365	Average Days to Maturity
Subtotal	1	8,669,035.28	8,669,035.28	0.23	0.780	1
Fund: CLIPPER 2.0 (MTC)						
MM Funds	1	-323,329.61	-323,329.61 *	-0.01	0.000	1
Subtotal	1	-323,329.61	-323,329.61	-0.01	0.000	1
Fund: CLIPPER OPERATIONS (MTC)						
MM Funds	1	-673,585.22	-673,585.22 *	-0.02	0.000	1
Subtotal	1	-673,585.22	-673,585.22	-0.02	0.000	1
Fund: MTC CAPITAL PROJECTS						
MM Funds	1	1,326,455.00	1,326,455.00	0.04	0.780	1
Subtotal	1	1,326,455.00	1,326,455.00	0.04	0.780	1
Fund: SAFE						
Local Agency Investment Funds	1	108,072.12	108,072.12	0.00	0.978	1
MM Funds	1	7,471,961.36	7,471,961.36	0.20	0.780	1
Subtotal	2	7,580,033.48	7,580,033.48	0.20	0.783	1
Fund: SAFE CAPITAL PROJECTS						
MM Funds	1	10,446,945.96	10,446,945.96	0.28	0.780	1
Subtotal	1	10,446,945.96	10,446,945.96	0.28	0.780	1
Fund: RM2 OPERATING						
MM Funds	1	8,741,892.45	8,741,892.45	0.23	0.780	1
Subtotal	1	8,741,892.45	8,741,892.45	0.23	0.780	1
Fund: UB DEBT PAYMENT - TRUSTEE						
Mutual Funds - Trustee	1	8,176,607.11	8,176,607.11	0.22	0.670	1
Subtotal	1	8,176,607.11	8,176,607.11	0.22	0.670	1
Fund: DEBT SERVICE RESERVE						
Mutual Funds - Trustee	1	10,114,399.37	10,114,399.37	0.27	0.670	1
Federal Agency Disc. -Amortizing	3	12,530,000.00	12,499,044.12	0.33	1.017	83
Federal Agency Coupon - Actual	1	10,000,000.00	10,002,385.00	0.27	1.029	692

* Pending reimbursement from transit operators

MTC
Summary by Type
June 30, 2017
Grouped by Fund

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Security Type	Number of Investments	Par Value	Market Value	% of Portfolio	Average YTM 365	Average Days to Maturity
Fund: DEBT SERVICE RESERVE						
Federal Agency Coupon Securities	26	304,500,000.00	303,767,887.23	8.14	1.060	383
Municipal Bonds	3	7,750,000.00	7,758,482.33	0.21	0.747	141
Municipal Bonds	2	5,450,000.00	5,450,000.00	0.15	0.692	31
Subtotal	36	350,344,399.37	349,592,198.05	9.37	1.034	359
Fund: BATA 2013 S-4 RESERVE						
Federal Agency Coupon Securities	6	47,520,000.00	47,422,427.68	1.27	0.883	216
Mutual Funds - Trustee	1	111,591.02	111,591.02	0.00	0.860	1
Subtotal	7	47,631,591.02	47,534,018.70	1.27	0.883	215
Fund: BATA 2017 F-1 COI						
Mutual Funds - Trustee	1	3,543.85	3,543.85	0.00	0.670	1
Subtotal	1	3,543.85	3,543.85	0.00	0.670	1
Fund: BATA 2017 A-D COI						
Mutual Funds - Trustee	1	86,442.48	86,442.48	0.00	0.670	1
Subtotal	1	86,442.48	86,442.48	0.00	0.670	1
Fund: BATA SUB 2014 S-5 RESERVE						
Federal Agency Coupon Securities	1	1,400,000.00	1,399,494.60	0.04	0.699	48
Mutual Funds - Trustee	1	40,268.81	40,268.81	0.00	0.860	1
Subtotal	2	1,440,268.81	1,439,763.41	0.04	0.704	47
Fund: BATA SUB 2014 S-6 RESERVE						
Federal Agency Disc. -Amortizing	1	100,000.00	99,640.40	0.00	1.038	123
Federal Agency Coupon Securities	3	13,908,000.00	13,898,395.79	0.37	0.667	80
Mutual Funds - Trustee	1	4,737.62	4,737.62	0.00	0.860	1
Subtotal	5	14,012,737.62	14,002,773.81	0.37	0.669	80
Fund: BATA 2010 S-1 RESERVE						
Mutual Funds - Trustee	2	215,648.29	215,648.29	0.01	0.646	1
Federal Agency Coupon - Actual	1	10,000,000.00	10,011,420.00	0.27	0.902	135
Federal Agency Coupon Securities	8	46,860,000.00	46,744,446.33	1.25	1.089	407

MTC
Summary by Type
June 30, 2017
Grouped by Fund

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Security Type	Number of Investments	Par Value	Market Value	% of Portfolio	Average YTM 365	Average Days to Maturity
Fund: BATA 2010 S-1 RESERVE						
Federal Agency Disc. -Amortizing	2	13,000,000.00	12,949,863.00	0.35	0.833	126
Subtotal	13	70,075,648.29	69,921,377.62	1.88	1.014	315
Fund: BONY DEBT PAYMENT - TRUSTEE						
Mutual Funds - Trustee	1	32,755.78	32,755.78	0.00	0.860	1
Subtotal	1	32,755.78	32,755.78	0.00	0.860	1
Fund: BATA 2010 S-2 RESERVE						
Federal Agency Disc. -Amortizing	1	10,000,000.00	9,951,780.00	0.27	1.084	157
Federal Agency Coupon Securities	2	11,080,000.00	11,072,117.72	0.30	0.887	207
Mutual Funds - Trustee	1	149,602.94	149,602.94	0.00	0.860	1
Subtotal	4	21,229,602.94	21,173,500.66	0.57	0.979	182
Fund: BATA 2010 S-3 RESERVE						
Mutual Funds - Trustee	2	81,680.76	81,680.76	0.00	0.560	1
Federal Agency Disc. -Amortizing	1	6,000,000.00	5,971,068.00	0.16	1.084	157
Federal Agency Coupon Securities	3	16,030,000.00	16,022,112.17	0.43	0.767	90
Subtotal	6	22,111,680.76	22,074,860.93	0.59	0.852	108
Fund: RM2 CAPITAL						
Mutual Funds - Custodial	3	2,663,077.52	2,663,438.37	0.07	1.265	1
Federal Agency Disc. -Amortizing	13	199,600,000.00	199,040,163.75	5.33	0.938	96
MM Funds	1	10,231,189.83	10,231,189.83	0.27	0.780	1
Subtotal	17	212,494,267.35	211,934,791.95	5.67	0.935	90
Fund: BATA REHAB RESERVE						
Mutual Funds - Custodial	2	10,055,163.03	10,056,580.17	0.27	1.278	1
Federal Agency Disc. -Amortizing	5	63,500,000.00	63,310,604.80	1.70	0.963	104
MM Funds	1	890,938.01	890,938.01	0.02	0.780	1
Subtotal	8	74,446,101.04	74,258,122.98	1.99	1.003	88
Fund: BATA REHAB PROJECTS						
Federal Agency Disc. -Amortizing	9	210,780,000.00	210,261,274.52	5.63	0.923	85

MTC
Summary by Type
June 30, 2017
Grouped by Fund

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Security Type	Number of Investments	Par Value	Market Value	% of Portfolio	Average YTM 365	Average Days to Maturity
Fund: BATA REHAB PROJECTS						
Mutual Funds - Custodial	1	33,097.16	33,097.16	0.00	0.860	1
MM Funds	1	7,414,877.11	7,414,877.11	0.20	0.780	1
Subtotal	11	218,227,974.27	217,709,248.79	5.83	0.918	82
Fund: BATA - SEISMIC CAPITAL						
Mutual Funds - Custodial	3	6,665,351.56	6,665,520.88	0.18	0.935	1
Federal Agency Coupon - Actual	1	15,000,000.00	15,022,110.00	0.40	0.783	282
Federal Agency Disc. -Amortizing	12	233,000,000.00	232,514,192.80	6.23	0.914	76
Municipal Bonds	1	3,500,000.00	3,500,000.00	0.09	0.695	31
MM Funds	1	5,653,575.50	5,653,575.50	0.15	0.780	1
Subtotal	18	263,818,927.06	263,355,399.18	7.05	0.901	84
Fund: AB 1171 PROJECTS						
Federal Agency Disc. -Amortizing	4	25,950,000.00	25,905,745.80	0.69	0.951	61
Mutual Funds - Custodial	2	75,483.35	75,483.35	0.00	0.891	1
MM Funds	1	9,319,365.96	9,319,365.96	0.25	0.780	1
Subtotal	7	35,344,849.31	35,300,595.11	0.94	0.906	45
Fund: EXPRESS LANES CAPITAL						
Mutual Funds - Custodial	3	10,304,838.81	10,306,273.81	0.28	1.273	1
Federal Agency Coupon Securities	1	2,250,000.00	2,245,419.00	0.06	1.234	502
Federal Agency Disc. -Amortizing	12	204,800,000.00	204,036,953.80	5.47	0.963	125
MM Funds	1	1,770,118.48	1,770,118.48	0.05	0.780	1
Subtotal	17	219,124,957.29	218,358,765.09	5.86	0.979	122
Fund: RM1 BATA ADMIN - SELF INSURED						
Mutual Funds - Custodial	3	70,140,827.55	70,150,761.72	1.88	1.280	1
Federal Agency Coupon - Actual	2	28,200,000.00	28,282,175.00	0.76	1.046	411
Federal Agency Disc. -Amortizing	8	160,850,000.00	160,464,165.80	4.30	0.846	82
Federal Agency Coupon Securities	7	50,400,000.00	50,360,127.26	1.35	0.853	177
MM Funds	1	73,985.87	73,985.87	0.00	0.780	1

MTC
Summary by Type
June 30, 2017
Grouped by Fund

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Security Type	Number of Investments	Par Value	Market Value	% of Portfolio	Average YTM 365	Average Days to Maturity
Subtotal	21	309,664,813.42	309,331,215.65	8.29	0.963	109
Fund: RM1 BATA ADMIN - O&M RESERVE						
Mutual Funds - Custodial	3	12,196,380.24	12,197,942.15	0.33	1.255	1
Federal Agency Disc. -Amortizing	8	115,670,000.00	115,307,161.63	3.09	0.892	105
Federal Agency Coupon Securities	2	20,000,000.00	19,944,580.00	0.53	0.775	227
Municipal Bonds	1	5,930,000.00	5,930,000.00	0.16	0.695	31
MM Funds	1	76,301.17	76,301.17	0.00	0.780	1
Subtotal	15	153,872,681.41	153,455,984.95	4.11	0.898	110
Fund: RM1 BATA ADMIN						
Municipal Bonds	1	19,300,000.00	19,300,000.00	0.52	2.110	13,272
Mutual Funds - Custodial	3	73,861,672.72	73,871,639.09	1.98	1.260	1
Federal Agency Disc. -Amortizing	17	449,000,000.00	447,590,290.00	11.99	0.913	106
Local Agency Investment Funds	1	235.45	235.45	0.00	0.978	1
Municipal Bonds	1	5,900,000.00	5,900,000.00	0.16	0.687	31
MM Funds	1	29,127,180.31	29,127,180.31	0.78	0.780	1
Subtotal	24	577,189,088.48	575,789,344.85	15.43	0.989	528
Fund: RM2 ADMIN RESERVES						
Federal Agency Disc. -Amortizing	8	126,900,000.00	126,610,186.50	3.39	0.848	80
Mutual Funds - Custodial	1	1,605,908.14	1,605,908.14	0.04	0.860	1
MM Funds	1	17,854,591.20	17,854,591.20	0.48	0.780	1
Subtotal	10	146,360,499.34	146,070,685.84	3.91	0.840	69
Fund: UNDISTRIBUTED FUNDS						
MM Funds	1	1,588,962.53	1,588,962.53	0.04	0.000 *	1
Subtotal	1	1,588,962.53	1,588,962.53	0.04	0.000	1
Fund: SEISMIC ADMIN						
Mutual Funds - Custodial	2	726,058.06	726,058.06	0.02	0.876	1
MM Funds	1	1,990,015.65	1,990,015.65	0.05	0.780	1
Subtotal	3	2,716,073.71	2,716,073.71	0.07	0.806	1

* Earnings Credit Rate of 0.01%

MTC
Summary by Type
June 30, 2017
Grouped by Fund

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Security Type	Number of Investments	Par Value	Market Value	% of Portfolio	Average YTM 365	Average Days to Maturity
Fund: FASTRAK						
MM Funds	5	24,109,774.37	24,109,774.37	0.65	0.000 *	1
Mutual Funds - Custodial	1	79,828,822.98	79,828,822.98	2.14	0.372	1
Subtotal	6	103,938,597.35	103,938,597.35	2.79	0.286	1
Fund: CLIPPER						
MM Funds	4	59,712,083.22	59,712,083.22	1.60	0.000 **	1
Subtotal	4	59,712,083.22	59,712,083.22	1.60	0.000	1
Fund: BAHA OPERATING						
MM Funds	2	782,771.63	782,771.63	0.02	0.105	1
Subtotal	2	782,771.63	782,771.63	0.02	0.105	1
Fund: BAHA OWNER'S						
MM Funds	1	807,008.73	807,008.73	0.02	0.000 ***	1
Subtotal	1	807,008.73	807,008.73	0.02	0.000	1
Fund: BAHA CAPITAL						
Mutual Funds - Custodial	1	42,970.85	42,970.85	0.00	0.860	1
MM Funds	1	8,353,185.83	8,353,185.83	0.22	0.780	1
Subtotal	2	8,396,156.68	8,396,156.68	0.22	0.780	1
Fund: 375 BEALE STREET (BAHA)						
MM Funds	1	453,966.12	453,966.12	0.01	0.780	1
Subtotal	1	453,966.12	453,966.12	0.01	0.780	1
Fund: RAFC						
MM Funds	1	215,717.76	215,717.76	0.01	0.010	1
Subtotal	1	215,717.76	215,717.76	0.01	0.010	1
Total and Average	325	3,739,979,627.83	3,732,291,272.66	100.00	0.903	189 ****

* Earnings Allowance Rate of 0.35%

** Earnings Credit Rate of 0.04%

*** Earnings Credit Rate of 0.01%

**** Average Days to Maturity of the CALTRUST MEDIUM-TERM FUND is 737 days

The adjusted Average Days to Maturity of the MTC Portfolio is 235 days

Portfolio MTC
AC
ST (PRF_ST) 7.2.0
Report Ver. 7.3.6.1



MTC
Summary by Issuer
June 30, 2017

Issuer	Number of Investments	Par Value	Market Value	% of Portfolio	Average YTM 365	Average Days to Maturity
FASTRAK - PREPAID	1	20,072,524.54	20,072,524.54	0.54	0.000	1
BAY AREA AIR QUALITY MGMT DIST	1	19,300,000.00	19,300,000.00	0.52	2.110	13,272
BLK ROCK T-FUND TRUSTEE	4	18,380,992.81	18,380,992.81	0.49	0.670	1
FASTRAK - PARKING FEES	1	70,647.04	70,647.04	0.00	0.000	1
FASTRAK - VIOLATIONS	1	1,514,943.60	1,514,943.60	0.04	0.000	1
FASTRAK - REFUND	1	1,227,207.43	1,227,207.43	0.03	0.000	1
FASTRAK - FEE ACCOUNT	1	1,224,451.76	1,224,451.76	0.03	0.000	1
CALIFORNIA ASSET MANAGEMENT PR	8	1,167,858.56	1,167,858.56	0.03	1.050	1
CASH BALANCE	2	82,250.00	82,250.00	0.00	0.000	1
CALTRUST MEDIUM-TERM FUND	7	175,315,684.53	175,340,529.29	4.70	1.280	1
EAST BAY MUD	1	7,000,000.00	7,008,155.19	0.19	0.746	153
FED FARM CREDIT BANK	5	58,200,000.00	58,314,760.00	1.56	0.922	296
FED HOME LOAN BANK	120	1,819,140,000.00	1,814,187,104.68	48.61	0.914	121
FED HOME LOAN MTG CORP	85	1,020,208,000.00	1,017,520,036.39	27.26	0.956	194
FED NATIONAL MTG ASSN	9	137,500,000.00	137,304,416.67	3.68	0.903	94
LAIF	3	327,345.93	327,345.93	0.01	0.978	1
LOS ANGELES DEPT WTR & PWR	2	7,400,000.00	7,400,000.00	0.20	0.687	31
MORGAN STANLEY GOVT TRUSTEE	7	554,035.22	554,035.22	0.01	0.860	1
MORGAN STANLEY GOVT CUSTODY	19	59,424,050.98	59,424,050.98	1.59	0.860	1
SAN FRANCISCO CA AIRPORT COMM	5	14,130,000.00	14,130,327.14	0.38	0.698	31
FASTRAK BLK ROCK TREAS TR FUND	1	79,828,822.98	79,828,822.98	2.14	0.372	1
UBOC CHECKING	2	1,458,711.61	1,458,711.61	0.04	0.010	1
UBOC DISTRICT 4 AND CHANGE FUN	1	1,588,962.53	1,588,962.53	0.04	0.000	1

MTC
Summary by Issuer
June 30, 2017

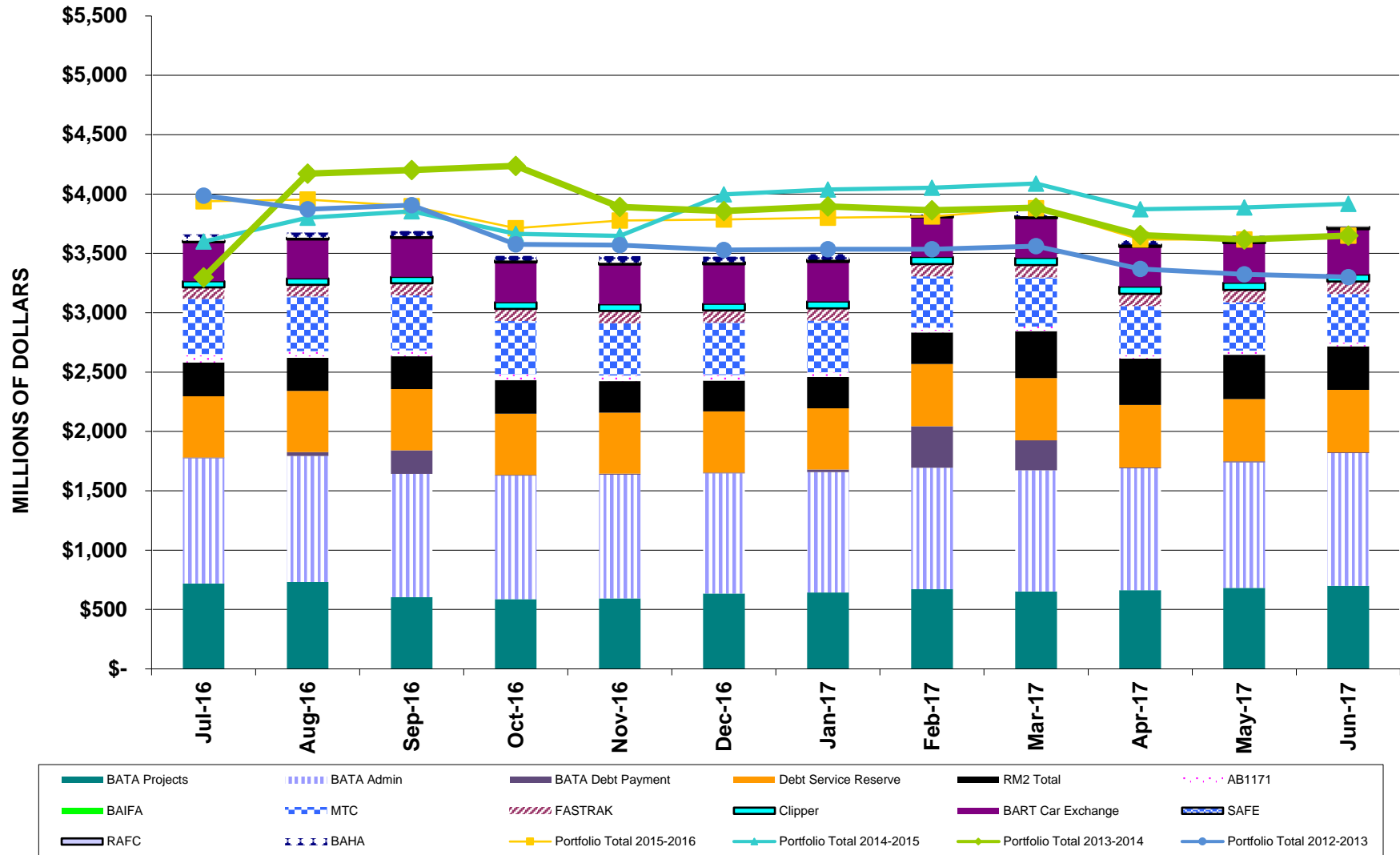
Page 2

Issuer	Number of Investments	Par Value	Market Value	% of Portfolio	Average YTM 365	Average Days to Maturity
UBOC INTEREST ON CHECKING	32	233,666,458.40	233,666,458.40	6.26	0.783	1
CLIPPER SETTLEMENT ACCOUNT	1	459,759.27	459,759.27	0.01	0.000	1
CLIPPER FLOAT ACCOUNT	1	58,698,827.79	58,698,827.79	1.57	0.000	1
CLIPPER PARTICIPANT CLAIM FUND	1	397,895.37	397,895.37	0.01	0.000	1
UBOC BAHA CHECKING	2	1,484,596.69	1,484,596.69	0.04	0.000	1
CLIPPER REFUND ACCOUNT	1	155,600.79	155,600.79	0.00	0.000	1
Total and Average	325	3,739,979,627.83	3,732,291,272.66	100.00	0.903	189 *

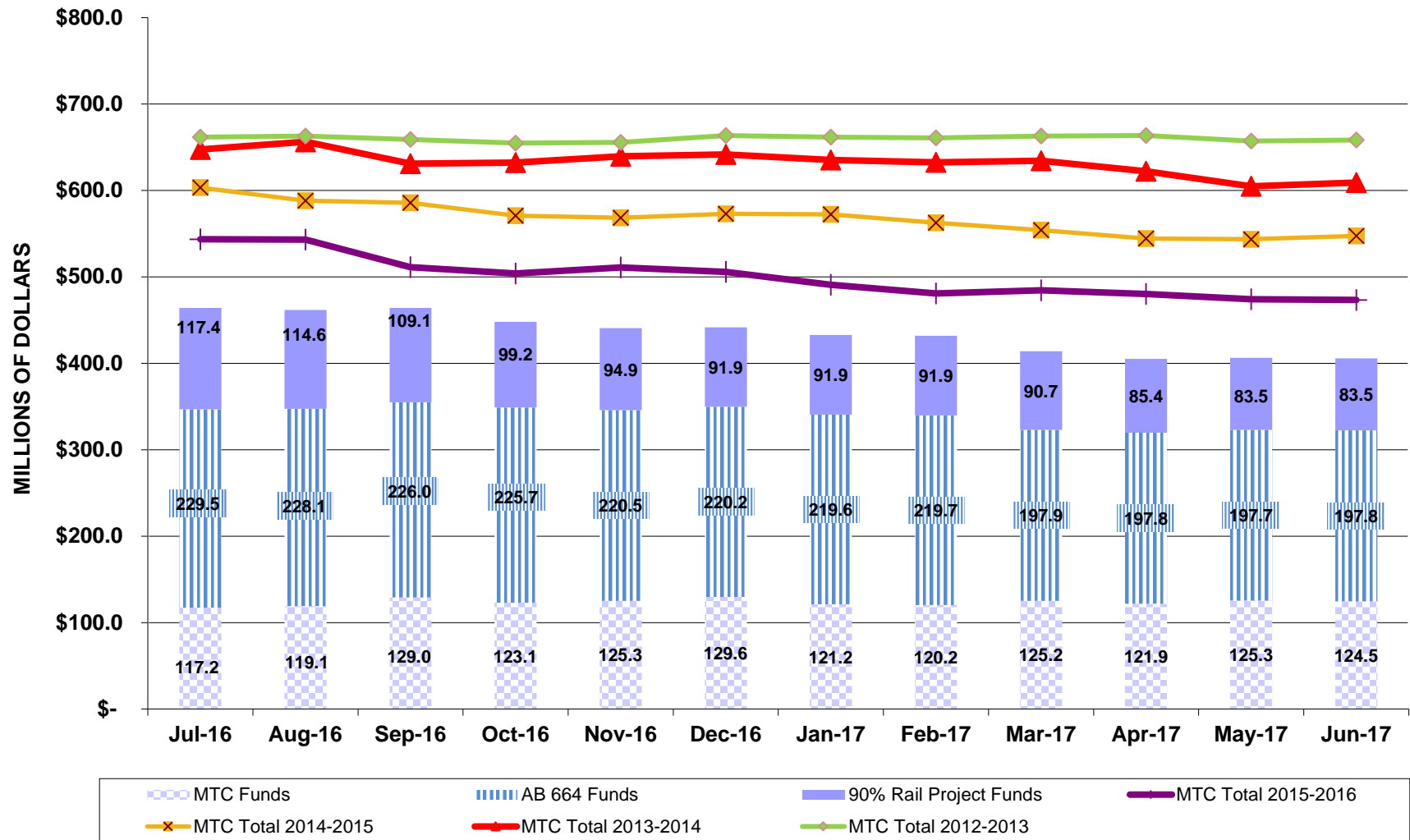
* Average Days to Maturity of the CALTRUST Medium-TERM FUND is 737 days

The adjusted Average Days to Maturity of the MTC Portfolio is 235 days

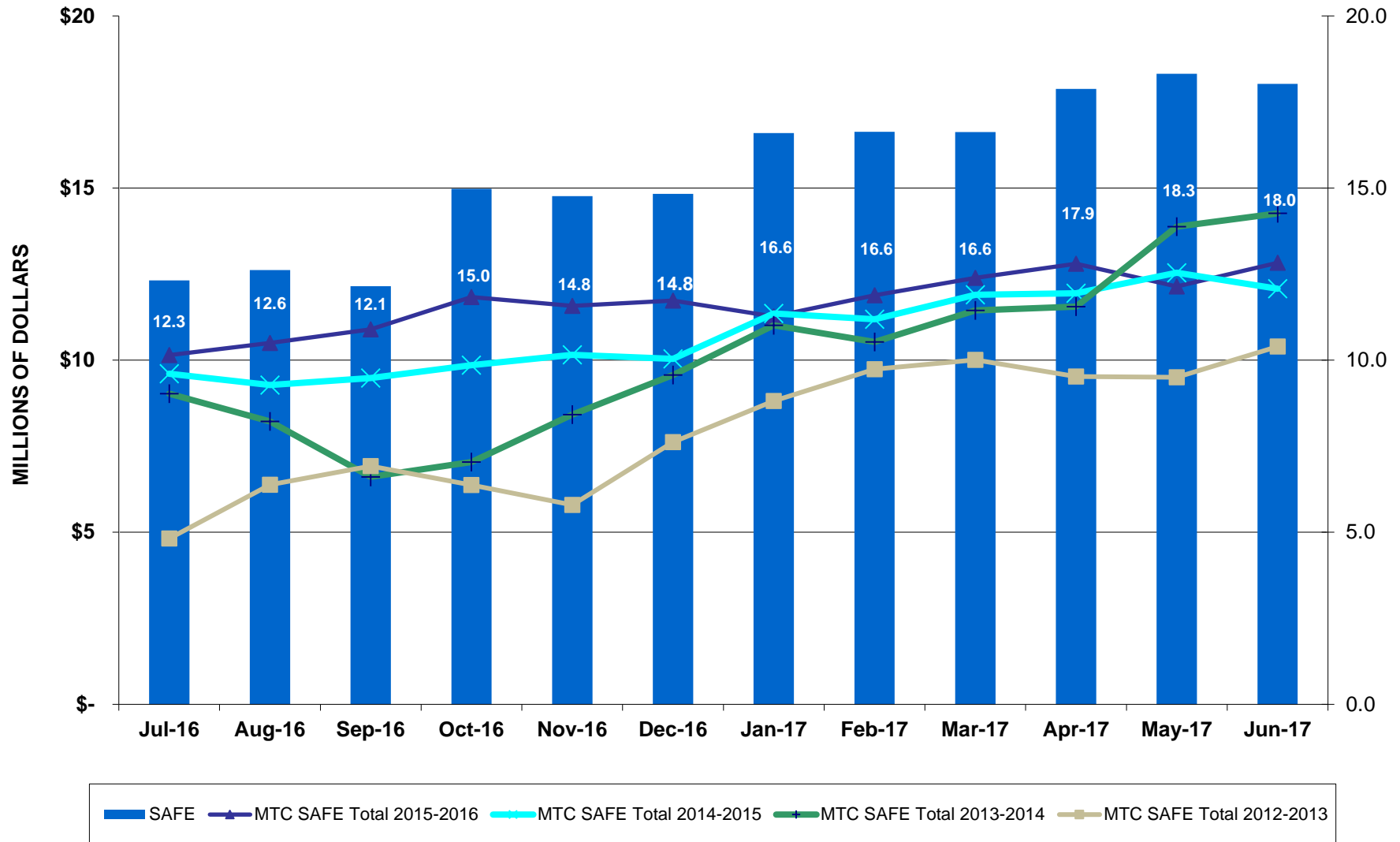
TOTAL PORTFOLIO June 2017



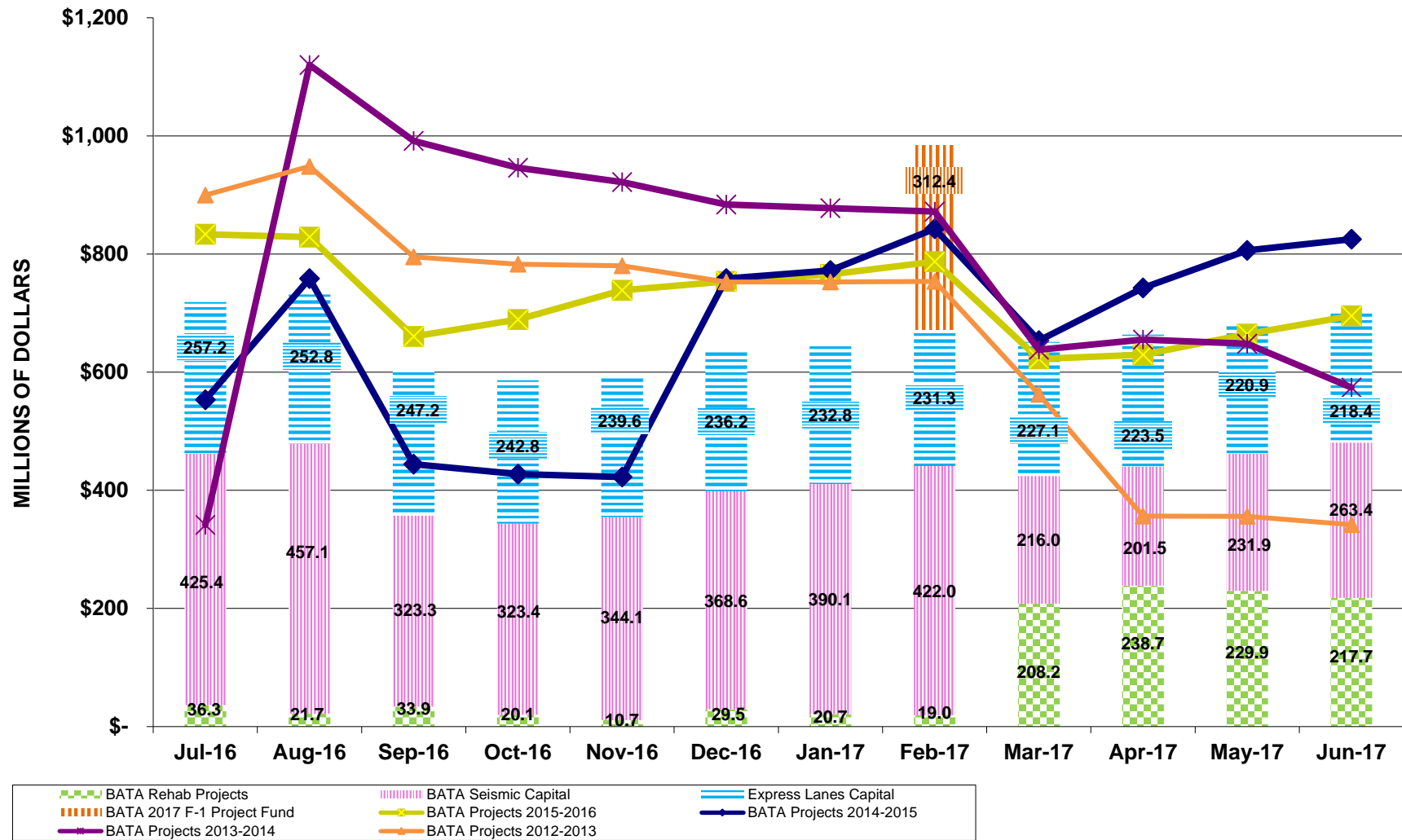
MTC FUNDS June 2017



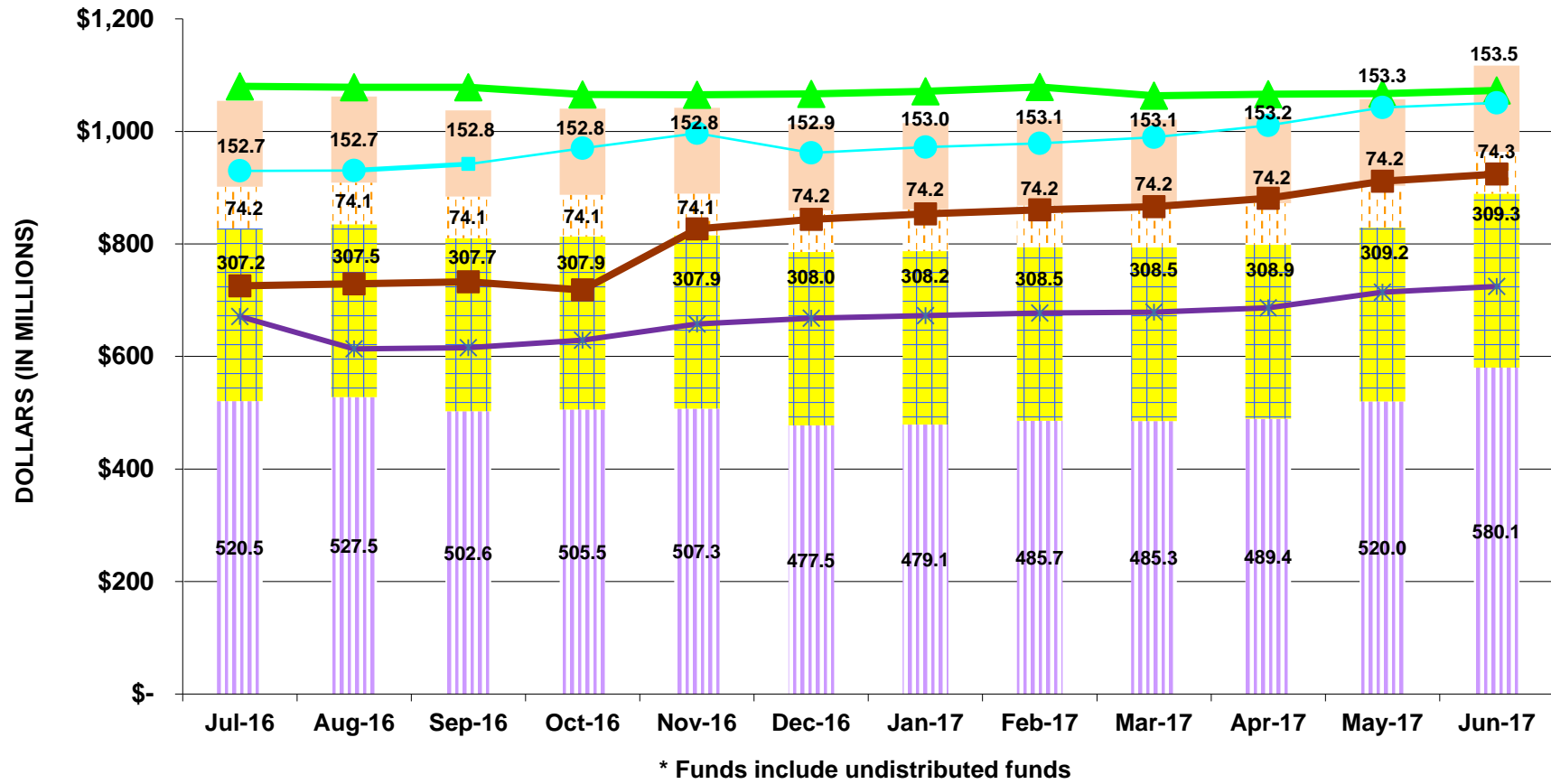
MTC SAFE FUNDS June 2017



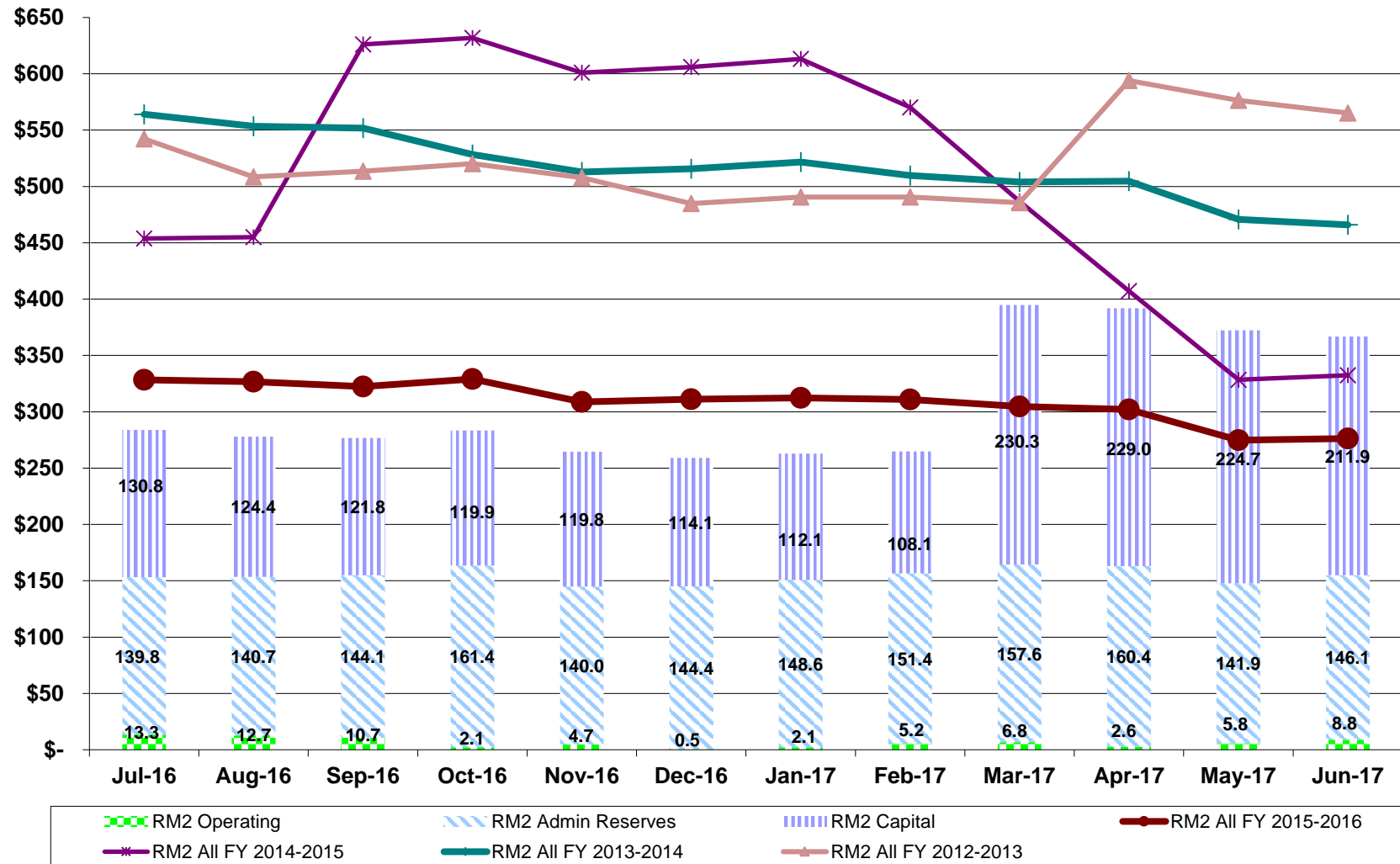
BATA PROJECTS June 2017



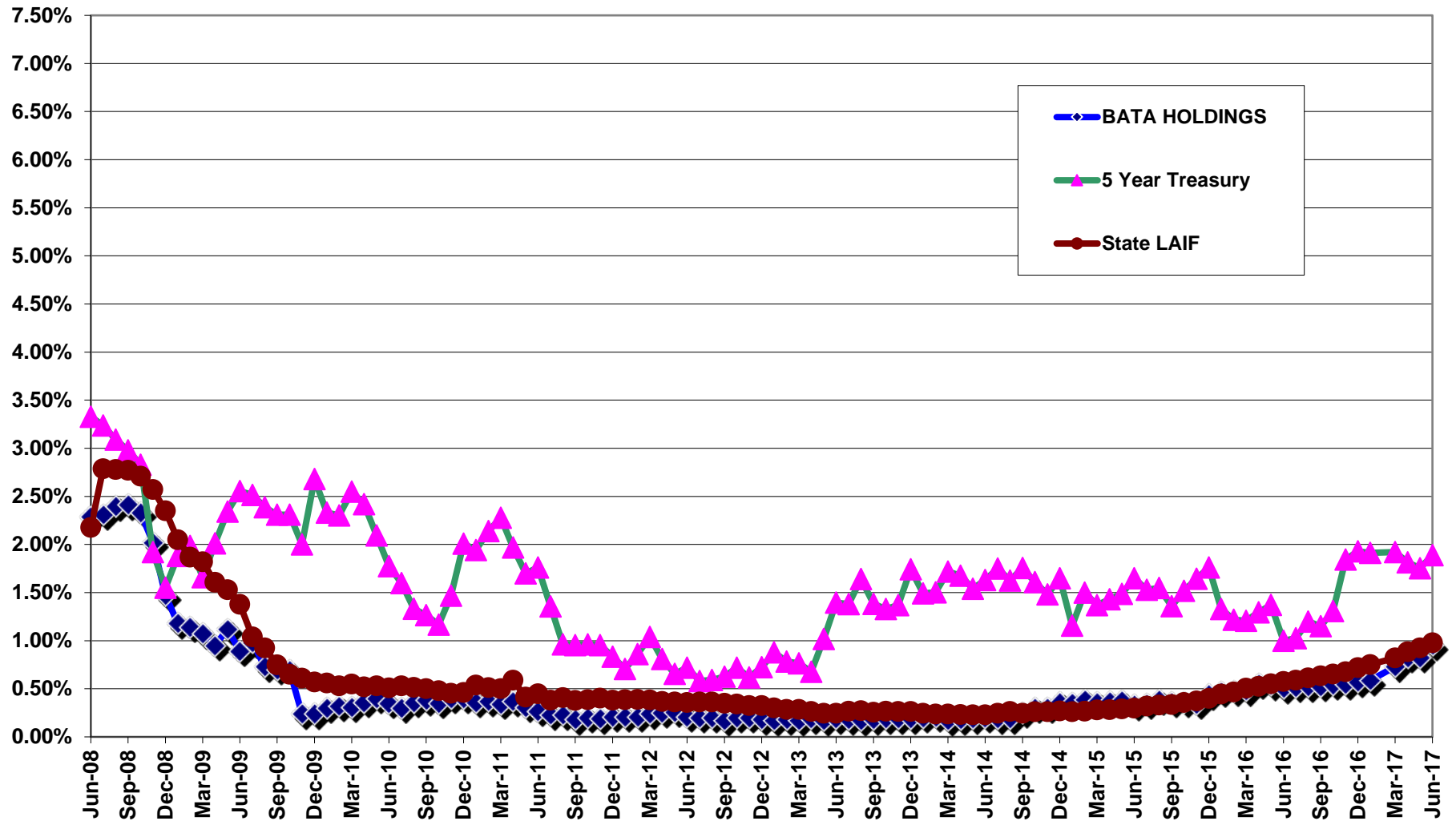
BATA ADMIN June 2017



REGIONAL MEASURE 2 FUNDS June 2017



Investment Rate Benchmarks
June 2017
(BATA)



UNAUDITED Schedule of Investments T-Fund

30-Jun-17

Position Description	CUSIP	Par	% Par	Maturity or Reset	Final Maturity	Yield or Coupon	Amortized Cost	Moody's Rating	S&P Rating	Country
U.S. Treasury Debt		22,981,997,800	47.54%				22,985,873,534			
TREASURY BILL	912796LK3	600,000,000	1.24%	13-Jul-17	13-Jul-17	0.60%	599,873,291	Govt	A-1+	United States
TREASURY BILL	912796LK3	60,935,000	0.13%	13-Jul-17	13-Jul-17	0.61%	60,941,394	Govt	A-1+	United States
TREASURY BILL	912796LK3	30,350,000	0.06%	13-Jul-17	13-Jul-17	0.61%	30,353,185	Govt	A-1+	United States
TREASURY BILL	912796LK3	15,315,000	0.03%	13-Jul-17	13-Jul-17	0.62%	15,316,009	Govt	A-1+	United States
TREASURY BILL	912796K64	9,480,000	0.02%	20-Jul-17	20-Jul-17	0.62%	9,477,292	Govt	A-1+	United States
TREASURY BILL	912796LM9	750,000,000	1.55%	3-Aug-17	3-Aug-17	0.64%	749,596,354	Govt	A-1+	United States
TREASURY BILL	912796LP2	312,880,000	0.65%	10-Aug-17	10-Aug-17	0.63%	312,675,237	Govt	A-1+	United States
TREASURY BILL	912796K65	150,000,000	0.31%	17-Aug-17	17-Aug-17	0.68%	149,835,000	Govt	A-1+	United States
TREASURY BILL	912796LQ0	265,625,000	0.55%	24-Aug-17	24-Aug-17	0.68%	265,367,934	Govt	A-1+	United States
TREASURY BILL	912796LQ0	197,400,000	0.41%	24-Aug-17	24-Aug-17	0.68%	197,208,961	Govt	A-1+	United States
TREASURY BILL	912796L14	519,290,000	1.07%	7-Sep-17	7-Sep-17	0.85%	518,495,053	Govt	A-1+	United States
TREASURY BILL	912796LV9	246,385,000	0.51%	28-Sep-17	28-Sep-17	0.92%	245,684,166	Govt	A-1+	United States
TREASURY BILL	912796LV9	100,000,000	0.21%	28-Sep-17	28-Sep-17	1.02%	99,920,303	Govt	A-1+	United States
TREASURY BILL	912796LV7	100,000,000	0.21%	5-Oct-17	5-Oct-17	0.93%	99,762,389	Govt	A-1+	United States
TREASURY BILL	912796KRV	550,000,000	1.14%	12-Oct-17	12-Oct-17	0.97%	548,534,097	Govt	A-1+	United States
TREASURY BILL	912796KRV	176,900,000	0.37%	12-Oct-17	12-Oct-17	0.97%	176,428,513	Govt	A-1+	United States
TREASURY BILL	912796KRV	143,645,000	0.30%	12-Oct-17	12-Oct-17	0.97%	143,262,146	Govt	A-1+	United States
TREASURY BILL	912796LV3	476,000,000	0.98%	19-Oct-17	19-Oct-17	0.96%	474,650,540	Govt	A-1+	United States
TREASURY BILL	912796LV3	25,000,000	0.05%	19-Oct-17	19-Oct-17	0.96%	24,929,125	Govt	A-1+	United States
TREASURY BILL	912796LZ0	680,000,000	1.41%	26-Oct-17	26-Oct-17	0.97%	677,925,528	Govt	A-1+	United States
TREASURY BILL	912796LZ0	39,000,000	0.08%	26-Oct-17	26-Oct-17	0.97%	38,881,023	Govt	A-1+	United States
TREASURY BILL	912796LZ0	50,000,000	0.10%	26-Oct-17	26-Oct-17	0.97%	49,847,465	Govt	A-1+	United States
TREASURY BILL	912796LZ0	50,000,000	0.10%	26-Oct-17	26-Oct-17	0.97%	49,847,465	Govt	A-1+	United States
TREASURY BILL	912796KX6	238,733,800	0.49%	9-Nov-17	9-Nov-17	1.03%	237,865,505	Govt	A-1+	United States
TREASURY BILL	912796MCO	67,365,000	0.14%	16-Nov-17	16-Nov-17	1.03%	67,097,485	Govt	A-1+	United States
TREASURY BILL	912796MCO	129,900,000	0.27%	16-Nov-17	16-Nov-17	1.04%	129,379,225	Govt	A-1+	United States
TREASURY BILL	912796MCO	30,970,000	0.06%	16-Nov-17	16-Nov-17	1.08%	30,876,053	Govt	A-1+	United States
TREASURY BILL	912796MD8	1,500,000,000	3.10%	24-Nov-17	24-Nov-17	1.07%	1,493,700,000	Govt	A-1+	United States
TREASURY BILL	912796LB3	374,565,000	0.77%	7-Dec-17	7-Dec-17	1.09%	372,817,134	Govt	A-1+	United States
TREASURY BILL	912796MG1	200,910,000	0.42%	14-Dec-17	14-Dec-17	1.12%	199,908,025	Govt	A-1+	United States
TREASURY BILL	912796MG1	60,000,000	0.12%	14-Dec-17	14-Dec-17	1.13%	59,697,736	Govt	A-1+	United States
TREASURY BILL	912828XN5	65,265,000	0.13%	1-Jul-17	31-Jul-17	1.08%	65,261,101	Govt	AA+	United States
TREASURY BILL	912828XN5	28,810,000	0.06%	1-Jul-17	31-Jul-17	1.09%	28,816,465	Govt	AA+	United States
TREASURY BILL	912828XN5	107,395,000	0.22%	1-Jul-17	31-Jul-17	1.09%	107,419,100	Govt	AA+	United States
TREASURY BILL	912828XN5	33,040,000	0.07%	1-Jul-17	31-Jul-17	1.09%	33,046,519	Govt	AA+	United States
TREASURY BILL	912828XN5	50,000,000	0.10%	1-Jul-17	31-Jul-17	1.09%	50,009,486	Govt	AA+	United States
TREASURY BILL	912828XN5	68,865,000	0.14%	1-Jul-17	31-Jul-17	1.09%	68,875,605	Govt	AA+	United States
TREASURY BILL	912828XN5	25,175,000	0.05%	1-Jul-17	31-Jul-17	1.11%	25,172,327	Govt	AA+	United States
TREASURY BILL	912828XN5	96,505,000	0.20%	1-Jul-17	31-Jul-17	1.12%	96,465,888	Govt	AA+	United States
TREASURY BILL	912828XN5	25,000,000	0.05%	1-Jul-17	31-Jul-17	1.12%	24,989,868	Govt	AA+	United States
TREASURY BILL	912828M23	153,000,000	0.32%	1-Jul-17	31-Oct-17	1.11%	153,184,868	Govt	AA+	United States
TREASURY BILL	912828M23	3,680,000	0.01%	1-Jul-17	31-Oct-17	1.17%	3,681,815	Govt	AA+	United States
TREASURY BILL	912828M23	67,365,000	0.14%	1-Jul-17	31-Oct-17	1.17%	67,398,226	Govt	AA+	United States
TREASURY BILL	912828M23	50,515,000	0.10%	1-Jul-17	31-Oct-17	1.17%	50,539,916	Govt	AA+	United States
TREASURY BILL	912828M23	55,250,000	0.11%	1-Jul-17	31-Oct-17	1.17%	55,273,902	Govt	AA+	United States
TREASURY BILL	912828M23	106,440,000	0.22%	1-Jul-17	31-Oct-17	1.17%	106,466,047	Govt	AA+	United States
TREASURY BILL	912828M23	59,380,000	0.12%	1-Jul-17	31-Oct-17	1.22%	59,350,163	Govt	AA+	United States
TREASURY BILL	912828M23	210,000,000	0.43%	1-Jul-17	31-Oct-17	1.22%	209,894,482	Govt	AA+	United States
TREASURY BILL	912828M23	50,000,000	0.10%	1-Jul-17	31-Oct-17	1.24%	49,962,215	Govt	AA+	United States
TREASURY BILL	912828M23	21,325,000	0.04%	1-Jul-17	31-Oct-17	1.31%	21,279,923	Govt	AA+	United States
TREASURY BILL	912828M23	30,000,000	0.06%	1-Jul-17	31-Oct-17	1.33%	29,922,670	Govt	AA+	United States
TREASURY BILL	912828M23	33,492,000	0.07%	1-Jul-17	31-Oct-17	1.33%	33,405,667	Govt	AA+	United States
TREASURY BILL	912828M23	75,000,000	0.16%	1-Jul-17	31-Jan-18	1.13%	75,117,467	Govt	AA+	United States
TREASURY BILL	912828M23	90,000,000	0.19%	1-Jul-17	31-Jan-18	1.14%	90,114,290	Govt	AA+	United States
TREASURY BILL	912828M23	70,000,000	0.14%	1-Jul-17	31-Jan-18	1.14%	70,095,647	Govt	AA+	United States
TREASURY BILL	912828M23	75,000,000	0.16%	1-Jul-17	31-Jan-18	1.14%	75,117,467	Govt	AA+	United States
TREASURY BILL	912828M23	100,610,000	0.21%	1-Jul-17	31-Jan-18	1.24%	100,564,510	Govt	AA+	United States
TREASURY BILL	912828M23	52,090,000	0.11%	1-Jul-17	31-Jan-18	1.24%	52,076,804	Govt	AA+	United States
TREASURY BILL	912828M23	28,025,000	0.06%	1-Jul-17	31-Jan-18	1.24%	28,017,900	Govt	AA+	United States
TREASURY BILL	912828M23	31,000,000	0.08%	1-Jul-17	31-Jan-18	1.27%	30,973,693	Govt	AA+	United States
TREASURY BILL	912828M23	67,165,000	0.14%	1-Jul-17	31-Jan-18	1.30%	67,080,273	Govt	AA+	United States
TREASURY BILL	912828M23	265,240,000	0.55%	3-Jul-17	30-Apr-18	1.08%	265,605,057	Govt	AA+	United States
TREASURY BILL	912828M23	52,000,000	0.11%	3-Jul-17	30-Apr-18	1.18%	52,008,723	Govt	AA+	United States
TREASURY BILL	912828M23	86,790,000	0.18%	3-Jul-17	30-Apr-18	1.18%	86,802,605	Govt	AA+	United States
TREASURY BILL	912828M23	100,185,000	0.21%	3-Jul-17	30-Apr-18	1.18%	100,199,550	Govt	AA+	United States
TREASURY BILL	912828M23	70,000,000	0.14%	3-Jul-17	30-Apr-18	1.18%	70,010,478	Govt	AA+	United States

UNAUDITED Schedule of Investments T-Fund

Position Description	CUSIP	Par	% Par	Maturity or Reset	Final Maturity	Yield or Coupon	Amortized Cost	Moody's Rating	S&P Rating	Country
TREASURY FLOATING RATE NOTE	912828Q86	150,000,000	0.31%	3-Jul-17	30-Apr-18	1.18%	150,016,640	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828Q86	72,000,000	0.15%	3-Jul-17	30-Apr-18	1.18%	72,006,628	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828Q86	140,000,000	0.29%	3-Jul-17	30-Apr-18	1.18%	140,003,292	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828Q86	110,000,000	0.23%	3-Jul-17	30-Apr-18	1.18%	110,002,587	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828Q86	70,000,000	0.14%	3-Jul-17	30-Apr-18	1.18%	70,010,478	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828Q86	44,235,000	0.09%	3-Jul-17	30-Apr-18	1.18%	44,236,040	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828Q86	70,000,000	0.14%	3-Jul-17	30-Apr-18	1.19%	70,010,478	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828Q86	100,730,000	0.21%	3-Jul-17	30-Apr-18	1.19%	100,726,278	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828Q86	82,175,000	0.17%	3-Jul-17	30-Apr-18	1.19%	82,171,963	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828Q86	457,725,000	0.95%	3-Jul-17	30-Apr-18	1.19%	457,692,460	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828Q86	398,500,000	0.82%	3-Jul-17	30-Apr-18	1.19%	398,448,218	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828S84	227,140,000	0.47%	3-Jul-17	31-Jul-18	1.16%	227,207,677	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828S84	63,885,000	0.13%	3-Jul-17	31-Jul-18	1.16%	63,904,034	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828S84	70,980,000	0.15%	3-Jul-17	31-Jul-18	1.16%	71,001,098	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828S84	55,000,000	0.11%	3-Jul-17	31-Jul-18	1.17%	55,001,850	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828S84	360,000,000	0.74%	3-Jul-17	31-Jul-18	1.18%	359,983,115	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828S84	92,980,000	0.19%	3-Jul-17	31-Oct-18	1.19%	92,948,092	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828T75	165,990,000	0.34%	1-Jul-17	31-Oct-18	1.17%	166,000,346	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828T75	100,000,000	0.21%	1-Jul-17	31-Oct-18	1.17%	100,006,233	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828T75	452,000,000	0.93%	1-Jul-17	31-Oct-18	1.17%	452,013,934	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828T75	49,895,000	0.10%	1-Jul-17	31-Oct-18	1.17%	49,895,569	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828T75	67,500,000	0.14%	1-Jul-17	31-Oct-18	1.18%	67,490,783	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828T75	100,000,000	0.21%	1-Jul-17	31-Oct-18	1.18%	100,006,233	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828T75	68,000,000	0.14%	1-Jul-17	31-Oct-18	1.18%	67,988,202	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828T75	67,000,000	0.14%	1-Jul-17	31-Oct-18	1.18%	66,998,376	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828T75	45,000,000	0.09%	1-Jul-17	31-Oct-18	1.18%	44,992,193	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828T75	44,000,000	0.09%	1-Jul-17	31-Oct-18	1.18%	43,992,367	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828T75	71,000,000	0.15%	3-Jul-17	31-Jan-19	1.04%	71,124,256	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828V64	125,000,000	0.26%	3-Jul-17	31-Jan-19	1.04%	125,214,615	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828V64	250,000,000	0.52%	3-Jul-17	31-Jan-19	1.14%	249,994,947	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828V64	163,795,000	0.34%	3-Jul-17	31-Jan-19	1.14%	163,791,689	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828V64	94,531,000	0.20%	3-Jul-17	31-Jan-19	1.14%	94,529,089	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828V73	234,380,000	0.48%	15-Jul-17	15-Jul-17	0.53%	234,406,788	Govt	AA+	United States
TREASURY NOTE	912828T65	384,045,000	0.79%	31-Jul-17	31-Jul-17	0.53%	384,035,692	Govt	AA+	United States
TREASURY NOTE	912828NR7	100,000,000	0.21%	31-Jul-17	31-Jul-17	0.85%	100,383,381	Govt	AA+	United States
TREASURY NOTE	912828NR7	125,000,000	0.26%	31-Jul-17	31-Jul-17	0.91%	124,894,796	Govt	AA+	United States
TREASURY NOTE	912828D49	250,000,000	0.52%	15-Aug-17	15-Aug-17	0.65%	250,086,199	Govt	AA+	United States
TREASURY NOTE	912828D49	250,000,000	0.52%	15-Aug-17	15-Aug-17	0.65%	250,086,199	Govt	AA+	United States
TREASURY NOTE	912828D49	81,240,000	0.17%	15-Aug-17	15-Aug-17	0.73%	81,627,611	Govt	AA+	United States
TREASURY NOTE	912828D49	14,495,000	0.03%	15-Aug-17	15-Aug-17	0.74%	14,495,982	Govt	AA+	United States
TREASURY NOTE	912828HA1	13,540,000	0.03%	15-Aug-17	15-Aug-17	0.74%	13,603,463	Govt	AA+	United States
TREASURY NOTE	912828TM2	189,630,000	0.39%	31-Aug-17	31-Aug-17	0.65%	189,628,444	Govt	AA+	United States
TREASURY NOTE	912828TM2	594,975,000	1.23%	31-Aug-17	31-Aug-17	0.66%	594,984,672	Govt	AA+	United States
TREASURY NOTE	912828TM2	105,000,000	0.22%	31-Aug-17	31-Aug-17	0.68%	104,991,411	Govt	AA+	United States
TREASURY NOTE	912828TM2	150,000,000	0.31%	31-Aug-17	31-Aug-17	0.70%	149,929,152	Govt	AA+	United States
TREASURY NOTE	912828WV6	422,190,000	0.87%	31-Aug-17	31-Aug-17	0.74%	422,956,399	Govt	AA+	United States
TREASURY NOTE	912828D98	151,310,000	0.31%	15-Sep-17	15-Sep-17	0.70%	151,408,098	Govt	AA+	United States
TREASURY NOTE	912828D98	489,000,000	1.01%	15-Sep-17	15-Sep-17	0.81%	489,190,996	Govt	AA+	United States
TREASURY NOTE	912828D98	300,000,000	0.62%	15-Sep-17	15-Sep-17	0.81%	300,117,175	Govt	AA+	United States
TREASURY NOTE	912828D98	200,000,000	0.41%	15-Sep-17	15-Sep-17	0.81%	200,055,237	Govt	AA+	United States
TREASURY NOTE	912828F54	231,000,000	0.48%	15-Oct-17	15-Oct-17	0.74%	231,095,788	Govt	AA+	United States
TREASURY NOTE	912828H46	61,000,000	0.13%	15-Nov-17	15-Nov-17	0.81%	61,682,113	Govt	AA+	United States
TREASURY NOTE	912828H46	200,000,000	0.41%	15-Nov-17	15-Nov-17	0.91%	202,522,629	Govt	AA+	United States
TREASURY NOTE	912828G20	125,000,000	0.26%	15-Nov-17	15-Nov-17	1.11%	124,890,407	Govt	AA+	United States
TREASURY NOTE	912828M72	36,585,000	0.08%	30-Nov-17	30-Nov-17	0.81%	36,594,676	Govt	AA+	United States
TREASURY NOTE	912828M55	325,157,000	0.67%	31-Dec-17	31-Dec-17	1.17%	324,866,666	Govt	AA+	United States
TREASURY NOTE	912828UE8	285,774,000	0.59%	31-Dec-17	31-Dec-17	1.17%	285,186,567	Govt	AA+	United States
TREASURY NOTE	912828B37	160,000,000	0.33%	15-Jan-18	15-Jan-18	0.97%	159,916,189	Govt	AA+	United States
TREASURY NOTE	912828P71	362,000,000	0.75%	31-Jan-18	31-Jan-18	0.91%	365,578,805	Govt	AA+	United States
TREASURY NOTE	912828HR4	89,645,000	0.19%	28-Feb-18	15-Feb-18	0.94%	91,057,644	Govt	AA+	United States
TREASURY NOTE	912828UR9	238,575,000	0.49%	28-Feb-18	28-Feb-18	0.91%	238,382,861	Govt	AA+	United States
TREASURY NOTE	912828UR9	180,965,000	0.37%	28-Feb-18	28-Feb-18	1.11%	180,477,162	Govt	AA+	United States
TREASURY NOTE	912828J68	500,000,000	1.03%	15-Mar-18	15-Mar-18	0.92%	500,261,290	Govt	AA+	United States
TREASURY NOTE	912828Q89	380,000,000	0.79%	31-Mar-18	31-Mar-18	1.10%	384,978,314	Govt	AA+	United States
WI TREASURY FLOATING RATE NOTE	912828S54	114,945,000	0.24%	3-Jul-17	30-Apr-19	1.05%	114,989,339	Govt	AA+	United States
WI TREASURY FLOATING RATE NOTE	912828S54	100,000,000	0.21%	3-Jul-17	30-Apr-19	1.05%	100,018,818	Govt	AA+	United States
WI TREASURY FLOATING RATE NOTE	912828S54	67,830,000	0.14%	3-Jul-17	30-Apr-19	1.08%	67,823,661	Govt	AA+	United States
WI TREASURY FLOATING RATE NOTE	912828S54	158,000,000	0.33%	3-Jul-17	30-Apr-19	1.08%	157,970,719	Govt	AA+	United States
WI TREASURY FLOATING RATE NOTE	912828S54	137,000,000	0.28%	3-Jul-17	30-Apr-19	1.08%	136,974,611	Govt	AA+	United States

UNAUDITED Schedule of Investments T-Fund

30-Jun-17

Position Description	CUSIP	Par	% Par	Maturity or Reset	Final Maturity	Yield or Coupon	Amortized Cost	Moody's Rating	S&P Rating	Country
U.S. Treasury Repurchase Agreement		25,372,811,250	52.46%				25,372,811,250			
BNP PARIBAS SA	BRTB28784	500,000,000	1.03%	3-Jul-17	3-Jul-17	1.12%	500,000,000	P-1	A-1	United States
NATIONAL AUSTRALIA BANK LIMITED	BRTB28256	498,125,000	1.03%	3-Jul-17	3-Jul-17	1.13%	498,125,000	P-1	A-1+	United States
NATIONAL AUSTRALIA BANK LIMITED	BRTB28262	400,050,000	0.83%	3-Jul-17	3-Jul-17	1.13%	400,050,000	P-1	A-1+	United States
NATIONAL AUSTRALIA BANK LIMITED	BRTB28282	102,600,000	0.21%	3-Jul-17	3-Jul-17	1.13%	102,600,000	P-1	A-1+	United States
PRUDENTIAL INSURANCE COMPANY OF AMERICA	BRTB28792	250,312,500	0.52%	3-Jul-17	3-Jul-17	1.16%	250,312,500	P-1	A-1+	United States
PRUDENTIAL INSURANCE COMPANY OF AMERICA	BRTB28793	70,750,000	0.15%	3-Jul-17	3-Jul-17	1.16%	70,750,000	P-1	A-1+	United States
PRUDENTIAL INSURANCE COMPANY OF AMERICA	BRTB287A9	35,875,000	0.07%	3-Jul-17	3-Jul-17	1.16%	35,875,000	P-1	A-1+	United States
PRUDENTIAL INSURANCE COMPANY OF AMERICA	BRTB287Y9	35,700,000	0.07%	3-Jul-17	3-Jul-17	1.16%	35,700,000	P-1	A-1+	United States
PRUDENTIAL INSURANCE COMPANY OF AMERICA	BRTB28768	27,168,750	0.06%	3-Jul-17	3-Jul-17	1.16%	27,168,750	P-1	A-1+	United States
SOCIETE GENERALE SA	BRTA28ZV6	784,000,000	1.62%	3-Jul-17	7-Jul-17	1.08%	784,000,000	P-1	A-1	United States
TRI-PARTY BANK OF MONTREAL	BRTB28283	10,000,000	0.02%	3-Jul-17	3-Jul-17	1.06%	10,000,000	P-1	A-1	United States
TRI-PARTY BANK OF MONTREAL	BRT9NLE29	500,000,000	1.03%	7-Jul-17	7-Jul-17	0.84%	500,000,000	P-1	A-1	United States
TRI-PARTY BANK OF MONTREAL	BRT9YK8P5	157,000,000	0.32%	7-Jul-17	7-Jul-17	0.88%	157,000,000	P-1	A-1	United States
TRI-PARTY BANK OF MONTREAL	BRT9QAHZ4	187,500,000	0.39%	7-Jul-17	7-Jul-17	0.85%	187,500,000	P-1	A-1	United States
TRI-PARTY BNP PARIBAS	BRTAQ2R6	580,000,000	1.20%	3-Jul-17	3-Jul-17	1.10%	580,000,000	P-1	A-1	United States
TRI-PARTY BNP PARIBAS	BRTB2828X	155,000,000	0.32%	3-Jul-17	3-Jul-17	1.10%	155,000,000	P-1	A-1	United States
TRI-PARTY BNP PARIBAS	BRTASDHNO	837,000,000	1.73%	5-Jul-17	5-Jul-17	0.94%	837,000,000	P-1	A-1	United States
TRI-PARTY BNP PARIBAS	BRTB08N14	456,755,000	0.94%	7-Jul-17	7-Jul-17	1.08%	456,755,000	P-1	A-1	United States
TRI-PARTY CITIGROUP GLOBAL MARKETS	BRTB07TCL5	70,000,000	0.14%	3-Jul-17	3-Jul-17	1.04%	70,000,000	P-1	A-1	United States
TRI-PARTY CITIGROUP GLOBAL MARKETS	BRTB2828U4	185,000,000	0.38%	3-Jul-17	3-Jul-17	1.08%	185,000,000	P-1	A-1	United States
TRI-PARTY CITIGROUP GLOBAL MARKETS	BRTB2828W0	50,000,000	0.10%	3-Jul-17	3-Jul-17	1.08%	50,000,000	P-1	A-1	United States
TRI-PARTY CREDIT AGRICOLE CORPORAT	BRTB28234	250,000,000	0.52%	6-Jul-17	6-Jul-17	1.05%	250,000,000	P-1	A-1	United States
TRI-PARTY CREDIT AGRICOLE CORPORAT	BRTB28340	250,000,000	0.52%	7-Jul-17	7-Jul-17	1.06%	250,000,000	P-1	A-1	United States
TRI-PARTY DEUTSCHE BANK SECURITIES	BRTB28941	250,000,000	0.52%	3-Jul-17	3-Jul-17	1.15%	250,000,000	NR	A-2	United States
TRI-PARTY FEDERAL RESERVE BANK OF	BRTB28M376	8,500,000,000	17.57%	3-Jul-17	3-Jul-17	1.00%	8,500,000,000	NR	A-1+	United States
TRI-PARTY GOLDMAN SACHS & CO. LLC	BRTB2829F6	23,000,000	0.05%	3-Jul-17	3-Jul-17	1.00%	23,000,000	NR	A-1	United States
TRI-PARTY HSBC SECURITIES (USA) IN	BRSN2MLW3	731,000,000	1.51%	3-Jul-17	3-Jul-17	1.07%	731,000,000	NR	A-1+	United States
TRI-PARTY HSBC SECURITIES (USA) IN	BRSN2MLW3	500,000,000	0.04%	3-Jul-17	3-Jul-17	1.07%	500,000,000	NR	A-1+	United States
TRI-PARTY HSBC SECURITIES (USA) IN	BRSN2MLW3	20,000,000	0.04%	3-Jul-17	3-Jul-17	1.07%	20,000,000	NR	A-1+	United States
TRI-PARTY HSBC SECURITIES (USA) IN	BRTB282974	230,000,000	0.48%	3-Jul-17	3-Jul-17	1.04%	230,000,000	NR	A-1+	United States
TRI-PARTY HSBC SECURITIES (USA) IN	BRTB282982	18,000,000	0.04%	3-Jul-17	3-Jul-17	1.07%	18,000,000	NR	A-1+	United States
TRI-PARTY HSBC SECURITIES (USA) IN	BRTB8U067	808,000,000	1.67%	5-Jul-17	5-Jul-17	1.04%	808,000,000	NR	A-1+	United States
TRI-PARTY HSBC SECURITIES (USA) IN	BRTB8U113	469,500,000	0.97%	3-Jul-17	3-Jul-17	1.04%	469,500,000	NR	A-1+	United States
TRI-PARTY J.P. MORGAN SECURITIES L	BRTB282966	468,000,000	0.97%	3-Jul-17	3-Jul-17	1.12%	468,000,000	P-1	A-1	United States
TRI-PARTY J.P. MORGAN SECURITIES LLC	BRSJ5R10	250,000,000	0.52%	3-Jul-17	3-Jul-17	1.12%	250,000,000	P-1	A-1	United States
TRI-PARTY MERRILL LYNCH, PIERCE, F	BRTB2828Y2	550,000,000	1.14%	3-Jul-17	3-Jul-17	1.08%	550,000,000	NR	A-1	United States
TRI-PARTY MERRILL LYNCH, PIERCE, F	BRTB282877	10,000,000	0.02%	3-Jul-17	3-Jul-17	1.08%	10,000,000	NR	A-1	United States
TRI-PARTY MORGAN STANLEY & CO LLC	BRTB2828F7	10,000,000	0.02%	3-Jul-17	3-Jul-17	1.00%	10,000,000	NR	A-1	United States
TRI-PARTY MUFJ SECURITIES AMERICAS	BRT7G6R9	150,000,000	0.31%	3-Jul-17	7-Jul-17	1.06%	150,000,000	NR	A-1	United States
TRI-PARTY MUFJ SECURITIES AMERICAS	BRT7G6R9	100,000,000	0.21%	3-Jul-17	7-Jul-17	1.06%	100,000,000	NR	A-1	United States
TRI-PARTY MUFJ SECURITIES AMERICAS	BRTB282959	595,000,000	1.23%	3-Jul-17	3-Jul-17	1.05%	595,000,000	NR	A-1	United States
TRI-PARTY NATIXIS S.A.	BRTA28258	750,000,000	1.55%	3-Jul-17	3-Jul-17	1.08%	750,000,000	P-1	A-1	United States
TRI-PARTY NOMURA SECURITIES INTERN	BRTB282909	1,700,000,000	3.51%	3-Jul-17	3-Jul-17	1.11%	1,700,000,000	NR	NR	United States
TRI-PARTY RBC CAPITAL MARKETS, LLC	BRTB2828V6	20,000,000	0.04%	3-Jul-17	3-Jul-17	1.06%	20,000,000	P-2	A-1+	United States
TRI-PARTY SOCIETE GENERALE	BRTAATY71	1,100,000,000	2.27%	5-Jul-17	5-Jul-17	0.88%	1,100,000,000	P-1	A-1	United States
TRI-PARTY SOCIETE GENERALE	BRTAVG8P0	170,475,000	0.35%	7-Jul-17	7-Jul-17	1.03%	170,475,000	P-1	A-1	United States
TRI-PARTY SOCIETE GENERALE SA	BRT81KDN2	200,000,000	0.41%	3-Jul-17	7-Jul-17	1.06%	200,000,000	P-1	A-1	United States
TRI-PARTY TD SECURITIES (USA) LLC	BRTB2829G4	250,000,000	0.52%	3-Jul-17	3-Jul-17	1.13%	250,000,000	NR	A-1+	United States
TRI-PARTY THE BANK OF NOVA SCOTIA	BRTB2829C3	6,000,000	0.01%	3-Jul-17	3-Jul-17	1.10%	6,000,000	P-1	A-1	United States
TRI-PARTY WELLS FARGO SECURITIES L	BRTB282990	505,000,000	1.04%	3-Jul-17	3-Jul-17	1.09%	505,000,000	NR	A-1+	United States
TRI-PARTY WELLS FARGO SECURITIES L	BRTB282985	346,000,000	0.72%	3-Jul-17	3-Jul-17	1.09%	346,000,000	NR	A-1+	United States
TOTAL		43,364,409,050	100.00%				43,364,409,050			

P = Put

Holdings shown are unaudited and are based on the Fund's unofficial books and records, and may not be representative of current or future investments. Fund holdings should not be relied on in making investment decisions and should not be construed as research or investment advice regarding particular securities.

WAM, Dollar-Weighted Average Maturity. The average maturity of a Fund is the average amount of time until the organizations that issued the debt securities in the Fund's portfolio must pay off the principal amount of the debt. "Dollar-weighted" means the larger the dollar value of a debt security it gets in calculating this average. To calculate the dollar-weighted average maturity, the Fund may treat a variable or floating rate security as having a maturity equal to the time remaining to the security's next interest rate reset data rather than the security's actual maturity.

WAL, Dollar-Weighted Average Life. The dollar-weighted average maturity of a Fund's portfolio calculated without reference to the exceptions used for variable or floating rate securities regarding the use of the interest rate reset dates in lieu of the security's actual maturity data. "Dollar-weighted" means the larger of the dollar value of a debt security in the Fund, the more weight it gets in calculating this average.

The "Country" data point within this SOI represents BlackRock's view of each security's country risk.

The Fund's current prospectus contains more complete information about the Fund, including its fees and expenses. For a current prospectus of the Fund which contains more complete information, please call 1-800-786-2836 or visit www.blackrock.com/cash. Before investing, consider the investment objectives, risks, charges and expenses of the fund. This and other information can be found in the fund's prospectus and if available the summary prospectus. Read the prospectus carefully before you invest or send money.

UNAUDITED Schedule of Investments T-Fund

30-Jun-17

Position Description	CUSIP	Par	% Par	Maturity or Reset	Final Maturity	Yield or Coupon	Amortized Cost	Moody's Rating	S&P Rating	Country
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You could lose money by investing in the Fund. Although the Fund seeks to preserve the value of your investment at \$1.00 per share, it cannot guarantee it will do so. An investment in the Fund is not insured or guaranteed by the Federal Deposit Insurance Corporation or any other government agency. The Fund's sponsor has no legal obligation to provide financial support to the Fund, and you should not expect that the sponsor will provide financial support to the Fund at any time.

The schedule of investments (SOI) represents certain information regarding the traded positions held within the portfolio as of the specified date. It does not include cash, accrued income and/or payables/receivables. The total assets reflected on the SOI will not match to the net asset value of the fund as these items are excluded.

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Morgan Stanley Institutional Liquidity Funds

Portfolio Holdings

www.morganstanley.com/liquidity

Fund Name	Morgan Stanley Institutional Liquidity Funds - Government Portfolio
Statement Date	Unaudited Holdings as of June 30, 2017
WAM (Days)	26 Days
WAL (Days)	81 Days
Net Assets	46,379,739,718

INVESTMENT CATEGORY	ISSUER	CUSIP	PRINCIPAL AMOUNT	COUPON RATE ⁽¹⁾	EFFECTIVE MATURITY DATE ⁽²⁾	FINAL MATURITY DATE ⁽³⁾	AMORTIZED COST ⁽⁴⁾ /VALUE	% of AMORTIZED COST
U.S. Government Agency Debt	Federal Farm Credit Bank	3133EGSE6	\$ 140,000,000	1.334%	07/29/17	08/29/18	\$ 140,000,000	0.30%
U.S. Government Agency Debt	Federal Farm Credit Bank	3133EGP90	180,000,000	1.254	07/29/17	05/29/18	180,000,000	0.39%
U.S. Government Agency Debt	Federal Farm Credit Bank	3133EFLT2	140,000,000	1.247	07/28/17	08/28/17	139,997,808	0.30%
U.S. Government Agency Debt	Federal Farm Credit Bank	3133EFLK1	299,000,000	1.241	07/26/17	07/26/17	298,998,075	0.64%
U.S. Government Agency Debt	Federal Farm Credit Bank	3133EGK61	56,000,000	1.222	07/20/17	02/20/18	56,000,000	0.12%
U.S. Government Agency Debt	Federal Farm Credit Bank	3133EEZX1	175,000,000	1.216	07/24/17	07/24/17	175,001,062	0.38%
U.S. Government Agency Debt	Federal Farm Credit Bank	3133EFRR0	200,000,000	1.206	07/04/17	12/04/17	200,000,000	0.43%
U.S. Government Agency Debt	Federal Farm Credit Bank	3133EGVD4	175,000,000	1.206	07/22/17	11/22/17	175,000,000	0.38%
U.S. Government Agency Debt	Federal Farm Credit Bank	3133EGYY5	98,000,000	1.192	07/20/17	04/20/18	97,996,090	0.21%
U.S. Government Agency Debt	Federal Farm Credit Bank	3133EFNV5	21,000,000	1.177	07/10/17	08/10/17	20,999,672	0.04%
U.S. Government Agency Debt	Federal Farm Credit Bank	3133EHU4	250,000,000	1.174	07/29/17	03/29/19	249,988,836	0.54%
U.S. Government Agency Debt	Federal Farm Credit Bank	3133EHAC7	150,000,000	1.126	07/22/17	10/22/18	150,011,142	0.32%
U.S. Government Agency Debt	Federal Farm Credit Bank	3133EGR80	145,000,000	1.106	07/05/17	07/05/18	144,999,710	0.31%
U.S. Government Agency Debt	Federal Farm Credit Bank	3133EHDV2	50,000,000	1.086	07/28/17	06/28/18	50,000,000	0.11%
U.S. Government Agency Debt	Federal Farm Credit Bank	3133EG6H3	100,000,000	1.016	07/09/17	11/09/18	99,987,386	0.22%
U.S. Government Agency Debt	Federal Farm Credit Bank	3133EG6G5	78,000,000	0.989	07/08/17	08/08/18	78,000,860	0.17%
U.S. Government Agency Debt	Federal Farm Credit Bank	3133EHBS1	100,000,000	0.971	07/04/17	09/04/18	100,000,000	0.22%
U.S. Government Agency Debt	Federal Farm Credit Bank	313313JG4	32,355,000	0.710	07/18/17	07/18/17	32,345,496	0.07%
U.S. Government Agency Debt	Federal Home Loan Bank	3130A7DS1	53,000,000	1.211	09/13/17	09/13/17	52,999,463	0.11%
U.S. Government Agency Debt	Federal Home Loan Bank	3130A7DD4	200,000,000	1.203	09/11/17	09/11/17	199,998,070	0.43%
U.S. Government Agency Debt	Federal Home Loan Bank	3130A9BE0	220,000,000	1.202	07/28/17	08/28/17	220,000,000	0.47%
U.S. Government Agency Debt	Federal Home Loan Bank	3130A7FS9	75,000,000	1.200	09/07/17	09/07/17	75,000,000	0.16%
U.S. Government Agency Debt	Federal Home Loan Bank	3130A7F83	204,000,000	1.182	09/01/17	09/01/17	204,000,000	0.44%
U.S. Government Agency Debt	Federal Home Loan Bank	3130A8XX6	250,000,000	1.176	07/05/17	02/05/18	250,000,000	0.54%
U.S. Government Agency Debt	Federal Home Loan Bank	3130AABF4	250,000,000	1.172	07/28/17	11/28/17	250,000,000	0.54%
U.S. Government Agency Debt	Federal Home Loan Bank	3130AA6L7	164,000,000	1.171	07/22/17	08/22/17	164,000,000	0.35%

U.S. Government Agency Debt	Federal Home Loan Bank	3130A7EC5	100,000,000	1.169	08/25/17	08/25/17	99,999,933	0.22%
U.S. Government Agency Debt	Federal Home Loan Bank	3130AA7D4	585,000,000	1.164	07/21/17	08/21/17	585,000,000	1.26%
U.S. Government Agency Debt	Federal Home Loan Bank	3130A7EE1	57,250,000	1.161	08/23/17	08/23/17	57,249,732	0.12%
U.S. Government Agency Debt	Federal Home Loan Bank	3130A7BZ7	179,000,000	1.142	08/21/17	08/21/17	178,997,578	0.39%
U.S. Government Agency Debt	Federal Home Loan Bank	313385QN9	250,000,000	1.140	12/15/17	12/15/17	248,705,207	0.54%
U.S. Government Agency Debt	Federal Home Loan Bank	3130ABNL6	445,000,000	1.120	07/27/17	12/27/18	444,965,902	0.96%
U.S. Government Agency Debt	Federal Home Loan Bank	3130ABNG7	125,000,000	1.116	07/21/17	12/21/18	124,990,993	0.27%
U.S. Government Agency Debt	Federal Home Loan Bank	3130A8FK4	78,000,000	1.114	07/07/17	07/07/17	78,000,000	0.17%
U.S. Government Agency Debt	Federal Home Loan Bank	3130A8XE8	160,000,000	1.106	07/03/17	08/03/17	160,000,000	0.34%
U.S. Government Agency Debt	Federal Home Loan Bank	3130A7XD2	85,000,000	1.090	08/01/17	11/01/17	85,000,000	0.18%
U.S. Government Agency Debt	Federal Home Loan Bank	3130A9HG9	155,000,000	1.080	09/16/17	03/16/18	154,994,549	0.33%
U.S. Government Agency Debt	Federal Home Loan Bank	3130A9J85	155,000,000	1.080	09/16/17	03/16/18	155,000,000	0.33%
U.S. Government Agency Debt	Federal Home Loan Bank	3130ABH82	515,000,000	1.076	07/24/17	07/24/18	515,000,000	1.11%
U.S. Government Agency Debt	Federal Home Loan Bank	3130A9M73	200,000,000	1.076	09/26/17	03/26/18	200,001,875	0.43%
U.S. Government Agency Debt	Federal Home Loan Bank	3130A9MQ1	325,000,000	1.075	09/29/17	03/29/18	325,000,000	0.70%
U.S. Government Agency Debt	Federal Home Loan Bank	3130ABA63	40,000,000	1.074	07/19/17	10/19/18	39,992,523	0.09%
U.S. Government Agency Debt	Federal Home Loan Bank	3130ABHQ2	106,000,000	1.071	07/25/17	05/25/18	106,000,000	0.23%
U.S. Government Agency Debt	Federal Home Loan Bank	3130A8XV0	425,000,000	1.066	08/05/17	02/05/18	425,000,000	0.92%
U.S. Government Agency Debt	Federal Home Loan Bank	3130ABFN1	200,000,000	1.066	07/23/17	03/23/18	200,000,000	0.43%
U.S. Government Agency Debt	Federal Home Loan Bank	3130AAE61	220,000,000	1.064	07/08/17	03/08/18	219,998,034	0.47%
U.S. Government Agency Debt	Federal Home Loan Bank	3130ABAS5	150,000,000	1.054	07/25/17	04/25/18	149,990,828	0.32%
U.S. Government Agency Debt	Federal Home Loan Bank	3130ABAT3	100,000,000	1.054	07/25/17	04/25/18	99,993,824	0.22%
U.S. Government Agency Debt	Federal Home Loan Bank	3130ABC38	150,000,000	1.054	07/29/17	01/29/18	149,992,257	0.32%
U.S. Government Agency Debt	Federal Home Loan Bank	3130AACLO	225,000,000	1.053	09/05/17	06/05/18	224,989,549	0.48%
U.S. Government Agency Debt	Federal Home Loan Bank	3130AAD70	165,000,000	1.053	09/05/17	06/05/18	164,992,420	0.36%
U.S. Government Agency Debt	Federal Home Loan Bank	3130A9E23	55,000,000	1.051	09/09/17	03/09/18	54,998,119	0.12%
U.S. Government Agency Debt	Federal Home Loan Bank	3130A9BV2	100,000,000	1.050	08/02/17	10/02/17	100,000,000	0.22%
U.S. Government Agency Debt	Federal Home Loan Bank	3130A9CG4	100,000,000	1.050	08/02/17	10/02/17	100,000,000	0.22%
U.S. Government Agency Debt	Federal Home Loan Bank	3130A9DZ1	100,000,000	1.050	09/07/17	03/07/18	99,996,607	0.22%
U.S. Government Agency Debt	Federal Home Loan Bank	3130A9MB4	150,000,000	1.047	09/19/17	03/19/18	149,997,323	0.32%
U.S. Government Agency Debt	Federal Home Loan Bank	313385LR5	492,000,000	1.040	09/13/17	09/13/17	490,977,624	1.06%
U.S. Government Agency Debt	Federal Home Loan Bank	313385LT1	138,000,000	1.040	09/15/17	09/15/17	137,704,987	0.30%
U.S. Government Agency Debt	Federal Home Loan Bank	313385LX2	125,000,000	1.040	09/19/17	09/19/17	124,718,333	0.27%
U.S. Government Agency Debt	Federal Home Loan Bank	313385LZ7	242,000,000	1.030	09/21/17	09/21/17	241,449,644	0.52%
U.S. Government Agency Debt	Federal Home Loan Bank	3130A93Y5	105,000,000	1.030	08/16/17	02/16/18	105,000,000	0.23%
U.S. Government Agency Debt	Federal Home Loan Bank	3130ABAB2	30,000,000	1.022	07/20/17	10/20/17	29,999,695	0.06%
U.S. Government Agency Debt	Federal Home Loan Bank	3130A94Y4	100,000,000	1.022	08/22/17	02/22/18	100,000,000	0.22%
U.S. Government Agency Debt	Federal Home Loan Bank	3130A94Z1	250,000,000	1.022	08/22/17	02/22/18	250,000,000	0.54%
U.S. Government Agency Debt	Federal Home Loan Bank	313385LY0	735,000,000	1.020	09/20/17	09/20/17	733,367,827	1.58%
U.S. Government Agency Debt	Federal Home Loan Bank	313385LJ3	54,000,000	1.010	09/06/17	09/06/17	53,901,623	0.12%
U.S. Government Agency Debt	Federal Home Loan Bank	3130A96H9	100,000,000	1.007	08/24/17	11/24/17	100,000,000	0.22%
U.S. Government Agency Debt	Federal Home Loan Bank	3130AAB64	720,000,000	0.995	08/28/17	02/28/18	720,000,000	1.55%
U.S. Government Agency Debt	Federal Home Loan Bank	3130AB5C6	50,000,000	0.987	07/10/17	10/10/18	49,993,883	0.11%
U.S. Government Agency Debt	Federal Home Loan Bank	3130AAUD8	100,000,000	0.984	07/21/17	08/21/17	99,999,049	0.22%

U.S. Government Agency Debt	Federal Home Loan Bank	3130AAAV0	165,000,000	0.984	08/25/17	02/23/18	165,000,000	0.36%
U.S. Government Agency Debt	Federal Home Loan Bank	313385LS3	400,000,000	0.980	09/14/17	09/14/17	399,205,111	0.86%
U.S. Government Agency Debt	Federal Home Loan Bank	3130AAAX6	164,000,000	0.979	08/23/17	02/23/18	164,000,000	0.35%
U.S. Government Agency Debt	Federal Home Loan Bank	3130A9E31	100,000,000	0.960	09/07/17	09/07/17	100,000,000	0.22%
U.S. Government Agency Debt	Federal Home Loan Bank	3130A96T3	75,000,000	0.952	08/24/17	08/24/17	75,000,000	0.16%
U.S. Government Agency Debt	Federal Home Loan Bank	3130A9A43	95,000,000	0.949	08/25/17	08/25/17	95,000,000	0.20%
U.S. Government Agency Debt	Federal Home Loan Bank	3130AATJ7	95,000,000	0.909	07/14/17	08/14/17	94,999,279	0.20%
U.S. Government Agency Debt	Federal Home Loan Bank	3130A9MC2	175,000,000	0.868	10/02/17	10/02/17	175,000,000	0.38%
U.S. Government Agency Debt	Federal Home Loan Bank	3130A9PP0	200,000,000	0.840	07/06/17	10/06/17	200,000,000	0.43%
U.S. Government Agency Debt	Federal Home Loan Bank	313385KU9	125,000,000	0.700	08/23/17	08/23/17	124,876,927	0.27%
U.S. Government Agency Debt	Federal Home Loan Bank	313385KT2	200,000,000	0.680	08/22/17	08/22/17	199,811,111	0.43%
U.S. Government Agency Debt	Federal Home Loan Bank	313385KM7	200,000,000	0.670	08/16/17	08/16/17	199,836,222	0.43%
U.S. Government Agency Debt	Federal Home Loan Bank	313385JW7	170,000,000	0.650	08/01/17	08/01/17	169,911,792	0.37%
U.S. Government Agency Debt	Federal Home Loan Bank	313385KG0	272,000,000	0.650	08/11/17	08/11/17	271,810,235	0.59%
U.S. Government Agency Debt	Federal Home Loan Bank	313385JQ0	200,000,000	0.640	07/26/17	07/26/17	199,918,350	0.43%
U.S. Government Agency Debt	Federal Home Loan Bank	313385JV9	320,000,000	0.640	07/31/17	07/31/17	319,841,956	0.69%
U.S. Government Agency Debt	Federal Home Loan Mortgage Corp.	3134G8HY8	400,000,000	1.344	07/21/17	07/21/17	399,997,970	0.86%
U.S. Government Agency Debt	Federal Home Loan Mortgage Corp.	3134G8PF0	95,000,000	1.239	09/08/17	03/08/18	95,000,000	0.20%
U.S. Government Agency Debt	Federal Home Loan Mortgage Corp.	3134G9WE3	200,000,000	1.200	09/21/17	12/21/17	200,000,000	0.43%
U.S. Government Agency Debt	Federal Home Loan Mortgage Corp.	3134G9K71	225,000,000	1.125	07/08/17	01/08/18	225,000,000	0.49%
U.S. Government Agency Debt	Federal National Mortgage Association	3135G0M34	260,000,000	1.128	07/11/17	01/11/18	260,000,000	0.56%
U.S. Government Agency Debt	Federal National Mortgage Association	3135G0E66	123,000,000	1.099	07/08/17	09/08/17	122,997,719	0.26%
U.S. Government Agency Debt	Federal National Mortgage Association	3135G0F57	200,000,000	1.086	07/05/17	10/05/17	199,992,136	0.43%
U.S. Government Agency Repurchase Agreement, collateralized only by U.S. Government Agency securities, U.S. Treasuries, and cash	ABN Amro Securities LLC		938,565,000	1.100	07/03/17	07/03/17	938,565,000	2.02%
U.S. Government Agency Repurchase Agreement, collateralized only by U.S. Government Agency securities, U.S. Treasuries, and cash	Bank of Montreal		100,000,000	1.070	07/05/17	07/05/17	100,000,000	0.22%
U.S. Government Agency Repurchase Agreement, collateralized only by U.S. Government Agency securities, U.S. Treasuries, and cash	Bank of Montreal		300,000,000	1.030	07/07/17	07/07/17	300,000,000	0.65%

U.S. Government Agency Repurchase Agreement, collateralized only by U.S. Government Agency securities, U.S. Treasuries, and cash	Bank of Montreal	250,000,000	1.030	07/07/17	07/07/17	250,000,000	0.54%
U.S. Government Agency Repurchase Agreement, collateralized only by U.S. Government Agency securities, U.S. Treasuries, and cash	Bank of Nova Scotia	850,000,000	1.050	07/07/17	07/07/17	850,000,000	1.83%
U.S. Government Agency Repurchase Agreement, collateralized only by U.S. Government Agency securities, U.S. Treasuries, and cash	Bank of Nova Scotia	500,000,000	1.022	07/07/17	07/07/17	500,000,000	1.08%
U.S. Government Agency Repurchase Agreement, collateralized only by U.S. Government Agency securities, U.S. Treasuries, and cash	Bank of Nova Scotia	840,000,000	0.899	07/06/17	07/06/17	840,000,000	1.81%
U.S. Government Agency Repurchase Agreement, collateralized only by U.S. Government Agency securities, U.S. Treasuries, and cash	Bank of Nova Scotia	375,000,000	0.850	07/07/17	07/07/17	375,000,000	0.81%
U.S. Government Agency Repurchase Agreement, collateralized only by U.S. Government Agency securities, U.S. Treasuries, and cash	BNP Paribas Securities Corp.	250,000,000	1.110	09/21/17	09/21/17	250,000,000	0.54%
U.S. Government Agency Repurchase Agreement, collateralized only by U.S. Government Agency securities, U.S. Treasuries, and cash	BNP Paribas Securities Corp.	449,565,000	1.100	07/03/17	07/03/17	449,565,000	0.97%
U.S. Government Agency Repurchase Agreement, collateralized only by U.S. Government Agency securities, U.S. Treasuries, and cash	BNP Paribas Securities Corp.	125,000,000	1.090	07/07/17	07/07/17	125,000,000	0.27%
U.S. Government Agency Repurchase Agreement, collateralized only by U.S. Government Agency securities, U.S. Treasuries, and cash	BNP Paribas Securities Corp.	235,000,000	1.010	07/07/17	07/07/17	235,000,000	0.51%
U.S. Government Agency Repurchase Agreement, collateralized only by U.S. Government Agency securities, U.S. Treasuries, and cash	Citibank NA	500,000,000	1.070	07/05/17	07/05/17	500,000,000	1.08%

U.S. Government Agency Repurchase Agreement, collateralized only by U.S. Government Agency securities, U.S. Treasuries, and cash	Credit Agricole Corp.	138,565,000	1.090	07/03/17	07/03/17	138,565,000	0.30%
U.S. Government Agency Repurchase Agreement, collateralized only by U.S. Government Agency securities, U.S. Treasuries, and cash	Deutsche Bank Securities, Inc.	150,000,000	1.160	07/03/17	07/03/17	150,000,000	0.32%
U.S. Government Agency Repurchase Agreement, collateralized only by U.S. Government Agency securities, U.S. Treasuries, and cash	Goldman Sachs & Co.	200,000,000	1.070	07/03/17	07/03/17	200,000,000	0.43%
U.S. Government Agency Repurchase Agreement, collateralized only by U.S. Government Agency securities, U.S. Treasuries, and cash	HSBC Securities USA, Inc.	1,000,000,000	1.060	07/03/17	07/03/17	1,000,000,000	2.16%
U.S. Government Agency Repurchase Agreement, collateralized only by U.S. Government Agency securities, U.S. Treasuries, and cash	ING Financial Markets LLC	250,000,000	1.070	07/06/17	07/06/17	250,000,000	0.54%
U.S. Government Agency Repurchase Agreement, collateralized only by U.S. Government Agency securities, U.S. Treasuries, and cash	ING Financial Markets LLC	200,000,000	1.070	07/03/17	07/03/17	200,000,000	0.43%
U.S. Government Agency Repurchase Agreement, collateralized only by U.S. Government Agency securities, U.S. Treasuries, and cash	ING Financial Markets LLC	225,000,000	0.780	07/24/17	07/24/17	225,000,000	0.48%
U.S. Government Agency Repurchase Agreement, collateralized only by U.S. Government Agency securities, U.S. Treasuries, and cash	ING Financial Markets LLC	50,000,000	0.780	07/24/17	07/24/17	50,000,000	0.11%
U.S. Government Agency Repurchase Agreement, collateralized only by U.S. Government Agency securities, U.S. Treasuries, and cash	Merrill Lynch Pierce Fenner & Smith	399,625,000	1.100	07/03/17	07/03/17	399,625,000	0.86%
U.S. Government Agency Repurchase Agreement, collateralized only by U.S. Government Agency securities, U.S. Treasuries, and cash	Merrill Lynch Pierce Fenner & Smith	500,000,000	1.090	07/07/17	07/07/17	500,000,000	1.08%

U.S. Government Agency Repurchase Agreement, collateralized only by U.S. Government Agency securities, U.S. Treasuries, and cash	Merrill Lynch Pierce Fenner & Smith	200,000,000	1.090	07/03/17	07/03/17	200,000,000	0.43%
U.S. Government Agency Repurchase Agreement, collateralized only by U.S. Government Agency securities, U.S. Treasuries, and cash	Mizuho Securities USA, Inc.	475,000,000	1.120	07/06/17	07/06/17	475,000,000	1.02%
U.S. Government Agency Repurchase Agreement, collateralized only by U.S. Government Agency securities, U.S. Treasuries, and cash	Nomura Securities	1,541,000,000	1.130	07/03/17	07/03/17	1,541,000,000	3.32%
U.S. Government Agency Repurchase Agreement, collateralized only by U.S. Government Agency securities, U.S. Treasuries, and cash	RBC Capital Markets LLC	995,000,000	1.110	09/21/17	09/21/17	995,000,000	2.15%
U.S. Government Agency Repurchase Agreement, collateralized only by U.S. Government Agency securities, U.S. Treasuries, and cash	RBC Capital Markets LLC	50,000,000	1.100	09/05/17	09/05/17	50,000,000	0.11%
U.S. Government Agency Repurchase Agreement, collateralized only by U.S. Government Agency securities, U.S. Treasuries, and cash	RBC Capital Markets LLC	500,000,000	1.090	07/07/17	07/07/17	500,000,000	1.08%
U.S. Government Agency Repurchase Agreement, collateralized only by U.S. Government Agency securities, U.S. Treasuries, and cash	RBC Capital Markets LLC	500,000,000	1.080	07/07/17	07/07/17	500,000,000	1.08%
U.S. Government Agency Repurchase Agreement, collateralized only by U.S. Government Agency securities, U.S. Treasuries, and cash	RBC Capital Markets LLC	100,000,000	1.070	07/07/17	07/07/17	100,000,000	0.22%
U.S. Government Agency Repurchase Agreement, collateralized only by U.S. Government Agency securities, U.S. Treasuries, and cash	RBC Capital Markets LLC	250,000,000	1.030	07/07/17	07/07/17	250,000,000	0.54%
U.S. Government Agency Repurchase Agreement, collateralized only by U.S. Government Agency securities, U.S. Treasuries, and cash	Societe Generale	200,000,000	1.120	07/03/17	07/03/17	200,000,000	0.43%

U.S. Government Agency Repurchase Agreement, collateralized only by U.S. Government Agency securities, U.S. Treasuries, and cash	TD Securities USA LLC		500,000,000	1.120	07/03/17	07/03/17	500,000,000	1.08%
U.S. Government Agency Repurchase Agreement, collateralized only by U.S. Government Agency securities, U.S. Treasuries, and cash	TD Securities USA LLC		150,000,000	1.080	07/06/17	07/06/17	150,000,000	0.32%
U.S. Government Agency Repurchase Agreement, collateralized only by U.S. Government Agency securities, U.S. Treasuries, and cash	Wells Fargo Securities LLC		600,000,000	1.130	09/21/17	09/21/17	600,000,000	1.29%
U.S. Government Agency Repurchase Agreement, collateralized only by U.S. Government Agency securities, U.S. Treasuries, and cash	Wells Fargo Securities LLC		1,089,891,500	1.100	07/03/17	07/03/17	1,089,891,500	2.35%
U.S. Treasury Debt	U.S. Treasury Note	912828NR7	673,000,000	2.375	07/31/17	07/31/17	673,853,945	1.45%
U.S. Treasury Debt	U.S. Treasury Note	912828NW6	1,156,000,000	1.875	08/31/17	08/31/17	1,158,132,845	2.50%
U.S. Treasury Debt	U.S. Treasury Note	912828N97	185,000,000	1.275	07/03/17	01/31/18	185,352,896	0.40%
U.S. Treasury Debt	U.S. Treasury Note	912828Q86	400,000,000	1.193	07/03/17	04/30/18	400,549,581	0.86%
U.S. Treasury Debt	U.S. Treasury Note	912828S84	50,000,000	1.177	07/03/17	07/31/18	50,104,622	0.11%
U.S. Treasury Debt	U.S. Treasury Note	912828D49	200,000,000	0.875	08/15/17	08/15/17	200,033,649	0.43%
U.S. Treasury Debt	U.S. Treasury Note	912828TM2	856,000,000	0.625	08/31/17	08/31/17	855,870,278	1.84%
U.S. Treasury Debt	U.S. Treasury Note	912828XP0	904,000,000	0.625	07/31/17	07/31/17	903,945,321	1.95%
U.S. Treasury Debt	U.S. Treasury Note	912828TG5	375,000,000	0.500	07/31/17	07/31/17	374,941,417	0.81%
U.S. Treasury Repurchase Agreement, if collateralized only by U.S. Treasuries (including Strips) and cash	ABN Amro Securities LLC		150,000,000	1.080	07/03/17	07/03/17	150,000,000	0.32%
U.S. Treasury Repurchase Agreement, if collateralized only by U.S. Treasuries (including Strips) and cash	Bank of Montreal		400,000,000	1.000	07/07/17	07/07/17	400,000,000	0.86%
U.S. Treasury Repurchase Agreement, if collateralized only by U.S. Treasuries (including Strips) and cash	Bank of Montreal		250,000,000	1.000	07/07/17	07/07/17	250,000,000	0.54%
U.S. Treasury Repurchase Agreement, if collateralized only by U.S. Treasuries (including Strips) and cash	BNP Paribas Securities Corp.		240,000,000	1.080	07/03/17	07/03/17	240,000,000	0.52%
U.S. Treasury Repurchase Agreement, if collateralized only by U.S. Treasuries (including Strips) and cash	BNP Paribas Securities Corp.		250,000,000	1.010	07/03/17	07/03/17	250,000,000	0.54%

U.S. Treasury Repurchase Agreement, if collateralized only by U.S. Treasuries (including Strips) and cash	BNP Paribas Securities Corp.	315,000,000	1.010	07/03/17	07/03/17	315,000,000	0.68%
U.S. Treasury Repurchase Agreement, if collateralized only by U.S. Treasuries (including Strips) and cash	Citigroup Global Markets, Inc.	50,000,000	1.050	07/05/17	07/05/17	50,000,000	0.11%
U.S. Treasury Repurchase Agreement, if collateralized only by U.S. Treasuries (including Strips) and cash	Citigroup Global Markets, Inc.	250,000,000	1.010	07/03/17	07/03/17	250,000,000	0.54%
U.S. Treasury Repurchase Agreement, if collateralized only by U.S. Treasuries (including Strips) and cash	Credit Agricole Corp.	190,000,000	1.070	07/03/17	07/03/17	190,000,000	0.41%
U.S. Treasury Repurchase Agreement, if collateralized only by U.S. Treasuries (including Strips) and cash	Deutsche Bank Securities, Inc.	300,000,000	1.050	07/03/17	07/03/17	300,000,000	0.65%
U.S. Treasury Repurchase Agreement, if collateralized only by U.S. Treasuries (including Strips) and cash	Federal Reserve Bank of New York	2,485,000,000	1.000	07/03/17	07/03/17	2,485,000,000	5.36%
U.S. Treasury Repurchase Agreement, if collateralized only by U.S. Treasuries (including Strips) and cash	HSBC Securities USA, Inc.	150,000,000	1.040	07/03/17	07/03/17	150,000,000	0.32%
U.S. Treasury Repurchase Agreement, if collateralized only by U.S. Treasuries (including Strips) and cash	ING Financial Markets LLC	250,153,575	1.090	07/03/17	07/03/17	250,153,575	0.54%
U.S. Treasury Repurchase Agreement, if collateralized only by U.S. Treasuries (including Strips) and cash	ING Financial Markets LLC	250,088,650	1.020	07/03/17	07/03/17	250,088,650	0.54%
U.S. Treasury Repurchase Agreement, if collateralized only by U.S. Treasuries (including Strips) and cash	ING Financial Markets LLC	100,000,000	1.020	07/03/17	07/03/17	100,000,000	0.22%
U.S. Treasury Repurchase Agreement, if collateralized only by U.S. Treasuries (including Strips) and cash	Merrill Lynch Pierce Fenner & Smith	296,625,000	1.110	07/03/17	07/03/17	296,625,000	0.64%
U.S. Treasury Repurchase Agreement, if collateralized only by U.S. Treasuries (including Strips) and cash	Metlife Insurance Company	300,004,700	1.150	07/03/17	07/03/17	300,004,700	0.65%

U.S. Treasury Repurchase Agreement, if collateralized only by U.S. Treasuries (including Strips) and cash	Natixis	950,000,000	1.080	07/03/17	07/03/17	950,000,000	2.05%
U.S. Treasury Repurchase Agreement, if collateralized only by U.S. Treasuries (including Strips) and cash	Nomura Securities	250,000,000	1.110	07/03/17	07/03/17	250,000,000	0.54%
U.S. Treasury Repurchase Agreement, if collateralized only by U.S. Treasuries (including Strips) and cash	Prudential Legacy Insurance Company of New Jersey	716,731,250	1.160	07/03/17	07/03/17	716,731,250	1.54%
U.S. Treasury Repurchase Agreement, if collateralized only by U.S. Treasuries (including Strips) and cash	RBC Capital Markets LLC	150,000,000	1.060	07/03/17	07/03/17	150,000,000	0.32%
U.S. Treasury Repurchase Agreement, if collateralized only by U.S. Treasuries (including Strips) and cash	Wells Fargo Securities LLC	100,000,000	1.090	07/03/17	07/03/17	100,000,000	0.22%
Total Amortized Cost						\$ 46,372,081,625	100.00%
Net Assets ⁽⁵⁾						\$ 46,379,739,718	

Institutional Funds Contact Details:

Telephone Number: 1.800.236.0992
Email: msilfinternalsales@morganstanley.com
Website: www.morganstanley.com/liquidity

(1) The coupon rate shown reflects the effective rate as of the date on this report.

(2) The date shown reflects the lower of the stated maturity date or the next interest rate reset date, which are used to calculate the portfolio's weighted average maturity (WAM).

(3) The date shown reflects the lower of the stated final maturity date or the next demand feature date, which are used to calculate the portfolio's weighted average life (WAL).

(4) **Amortized Cost** - A method of valuation, discussed in rule 2a-7 of the Investment Company Act of 1940, in which a portfolio security is carried at cost and any discount or premium from par is amortized to income on a daily basis over the life of the instrument.

(5) **Net Assets** - The term used by an investment company to designate the excess of the fair value of securities owned, cash, receivables, and other assets over the liabilities of the company.

WAM (Weighted Average Maturity): The weighted dollar average maturities of all securities held within a 2a-7 fund. WAM is used as a measure of sensitivity to interest rate risk (the longer the maturity the greater the sensitivity). WAM is calculated by using the asset weighted days until maturity of securities in the portfolio calculated by using the lower of the stated maturity date or the next interest rate reset date.

WAL (Weighted Average Life): The weighted dollar average of the life of all securities held within a 2a-7 fund. WAL is used as a measure of sensitivity to liquidity and/or credit risk (the longer the maturity the greater the sensitivity). WAL is calculated by using the asset weighted days until maturity of securities in the portfolio calculated by using the lower of the stated maturity date or the next demand feature date.

Subject to change daily. Provided for informational purposes only and should not be deemed as a recommendation to buy or sell the securities mentioned or securities in the industries shown above.

STABLE NAV FUNDS

You could lose money by investing in the Fund. Although the Fund seeks to preserve the value of your investment at \$1.00 per share, it cannot guarantee it will do so. An investment in the Fund is not insured or guaranteed by the Federal Deposit Insurance Corporation or any other government agency. The Funds' sponsor has no legal obligation to provide financial support to the Fund, and you should not expect that the sponsor will provide financial support to the Fund at any time.

Please consider the investment objectives, risks, charges and expenses of the fund carefully before investing. The prospectus contains this and other information about the fund. To obtain a prospectus, contact your financial advisor or download a copy at morganstanley.com/liquidity. Please read the prospectus carefully before investing.

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1575266 Exp: 08/23/2017

UNAUDITED Schedule of Investments Treasury Trust Fund

Position Description	CUSIP	Par	% Par	Maturity or Reset	Final Maturity	Yield or Coupon	Amortized Cost	Moody's Rating	S&P Rating	Country
U.S. Treasury Debt		24,134,550,000	100.00%				24,117,702,076			
TREASURY BILL	912796LG2	125,000,000	0.52%	6-Jul-17	6-Jul-17	0.66%	125,029,103	Govt	A-1+	United States
TREASURY BILL	912796LG2	50,000,000	0.21%	6-Jul-17	6-Jul-17	0.67%	50,011,533	Govt	A-1+	United States
TREASURY BILL	912796LG2	75,000,000	0.31%	6-Jul-17	6-Jul-17	0.70%	75,016,905	Govt	A-1+	United States
TREASURY BILL	912796LG2	100,000,000	0.41%	6-Jul-17	6-Jul-17	0.71%	100,022,448	Govt	A-1+	United States
TREASURY BILL	912796LG2	150,000,000	0.62%	6-Jul-17	6-Jul-17	0.71%	150,010,340	Govt	A-1+	United States
TREASURY BILL	912796LG2	97,000,000	0.40%	6-Jul-17	6-Jul-17	0.71%	97,019,795	Govt	A-1+	United States
TREASURY BILL	912796LG2	180,000,000	0.75%	6-Jul-17	6-Jul-17	0.76%	180,009,257	Govt	A-1+	United States
TREASURY BILL	912796LG2	115,000,000	0.48%	6-Jul-17	6-Jul-17	0.76%	115,008,066	Govt	A-1+	United States
TREASURY BILL	912796LG2	52,000,000	0.22%	6-Jul-17	6-Jul-17	0.76%	52,002,573	Govt	A-1+	United States
TREASURY BILL	912796LG2	158,000,000	0.65%	6-Jul-17	6-Jul-17	0.77%	158,020,546	Govt	A-1+	United States
TREASURY BILL	912796LG2	31,000,000	0.13%	6-Jul-17	6-Jul-17	0.77%	31,001,414	Govt	A-1+	United States
TREASURY BILL	912796LG2	100,000,000	0.41%	6-Jul-17	6-Jul-17	0.78%	100,022,448	Govt	A-1+	United States
TREASURY BILL	912796LG2	250,000,000	1.04%	6-Jul-17	6-Jul-17	0.80%	250,036,194	Govt	A-1+	United States
TREASURY BILL	912796LG2	225,000,000	0.93%	6-Jul-17	6-Jul-17	0.80%	224,992,821	Govt	A-1+	United States
TREASURY BILL	912796LG2	200,000,000	0.83%	6-Jul-17	6-Jul-17	0.81%	199,992,674	Govt	A-1+	United States
TREASURY BILL	912796LG2	130,000,000	0.54%	6-Jul-17	6-Jul-17	0.82%	129,994,625	Govt	A-1+	United States
TREASURY BILL	912796LG2	1,253,000,000	5.19%	6-Jul-17	6-Jul-17	0.85%	1,252,608,836	Govt	A-1+	United States
TREASURY BILL	912796LK3	19,430,000	0.08%	6-Jul-17	13-Jul-17	0.62%	19,385,989	Govt	A-1+	United States
TREASURY BILL	912796LK3	78,000,000	0.32%	13-Jul-17	13-Jul-17	0.71%	78,002,515	Govt	A-1+	United States
TREASURY BILL	912796LK3	120,000,000	0.50%	13-Jul-17	13-Jul-17	0.82%	119,996,520	Govt	A-1+	United States
TREASURY BILL	912796LK3	1,337,095,000	5.54%	13-Jul-17	13-Jul-17	0.90%	1,336,763,733	Govt	A-1+	United States
TREASURY BILL	912796KB4	170,385,000	0.71%	20-Jul-17	20-Jul-17	0.61%	169,928,754	Govt	A-1+	United States
TREASURY BILL	912796KB4	1,597,000,000	6.62%	20-Jul-17	20-Jul-17	0.86%	1,596,524,206	Govt	A-1+	United States
TREASURY BILL	912796KB4	1,200,000,000	4.97%	20-Jul-17	20-Jul-17	0.86%	1,199,642,484	Govt	A-1+	United States
TREASURY BILL	912796KB4	100,000,000	0.41%	20-Jul-17	20-Jul-17	0.88%	99,969,040	Govt	A-1+	United States
TREASURY BILL	912796KB4	250,000,000	1.04%	20-Jul-17	20-Jul-17	0.88%	249,922,114	Govt	A-1+	United States
TREASURY BILL	912796KB4	300,000,000	1.24%	20-Jul-17	20-Jul-17	0.88%	299,905,954	Govt	A-1+	United States
TREASURY BILL	912796KB4	400,000,000	1.66%	20-Jul-17	20-Jul-17	0.88%	399,874,604	Govt	A-1+	United States
TREASURY BILL	912796KB4	232,000,000	0.96%	20-Jul-17	20-Jul-17	0.89%	231,927,271	Govt	A-1+	United States
TREASURY BILL	912796LL1	2,085,000	0.01%	20-Jul-17	20-Jul-17	0.89%	2,084,338	Govt	A-1+	United States
TREASURY BILL	912796LL1	130,000,000	0.54%	27-Jul-17	27-Jul-17	0.89%	129,924,855	Govt	A-1+	United States
TREASURY BILL	912796LL1	991,000,000	4.11%	27-Jul-17	27-Jul-17	0.90%	990,411,752	Govt	A-1+	United States
TREASURY BILL	912796LM9	400,000,000	1.66%	3-Aug-17	3-Aug-17	0.84%	399,085,037	Govt	A-1+	United States
TREASURY BILL	912796LM9	250,000,000	1.04%	3-Aug-17	3-Aug-17	0.88%	249,965,766	Govt	A-1+	United States
TREASURY BILL	912796LM9	250,000,000	1.04%	3-Aug-17	3-Aug-17	0.89%	249,965,766	Govt	A-1+	United States
TREASURY BILL	912796LM9	250,000,000	1.04%	3-Aug-17	3-Aug-17	0.90%	249,965,766	Govt	A-1+	United States
TREASURY BILL	912796LM9	250,000,000	1.04%	3-Aug-17	3-Aug-17	0.91%	249,965,766	Govt	A-1+	United States
TREASURY BILL	912796LM9	161,000,000	0.67%	3-Aug-17	3-Aug-17	0.91%	160,972,332	Govt	A-1+	United States
TREASURY BILL	912796LP2	700,000,000	2.90%	10-Aug-17	10-Aug-17	0.63%	699,202,667	Govt	A-1+	United States
TREASURY BILL	912796LP2	196,290,000	0.81%	10-Aug-17	10-Aug-17	0.89%	196,447,906	Govt	A-1+	United States
TREASURY BILL	912796LC0	60,000,000	0.25%	24-Aug-17	24-Aug-17	0.68%	59,839,483	Govt	A-1+	United States
TREASURY BILL	912796LC0	500,000,000	2.07%	24-Aug-17	24-Aug-17	0.98%	499,408,137	Govt	A-1+	United States
TREASURY BILL	912796LT4	300,000	0.00%	7-Sep-17	7-Sep-17	0.85%	298,840	Govt	A-1+	United States
TREASURY BILL	912796LT4	125,000,000	0.52%	7-Sep-17	7-Sep-17	0.99%	124,774,663	Govt	A-1+	United States
TREASURY BILL	912796LT4	75,000,000	0.31%	7-Sep-17	7-Sep-17	1.00%	74,889,256	Govt	A-1+	United States
TREASURY BILL	912796LT4	250,000,000	1.04%	7-Sep-17	7-Sep-17	1.00%	249,550,574	Govt	A-1+	United States
TREASURY BILL	912796KL2	2,067,000,000	8.56%	14-Sep-17	14-Sep-17	1.01%	2,062,850,458	Govt	A-1+	United States
TREASURY BILL	912796LV9	587,700,000	2.44%	28-Sep-17	28-Sep-17	0.92%	586,414,651	Govt	A-1+	United States
TREASURY BILL	912796KR9	264,835,000	1.10%	12-Oct-17	12-Oct-17	0.97%	264,129,141	Govt	A-1+	United States
TREASURY BILL	912796LY3	200,000,000	0.83%	19-Oct-17	19-Oct-17	0.96%	199,433,000	Govt	A-1+	United States
TREASURY BILL	912796LZ0	312,000,000	1.29%	26-Oct-17	26-Oct-17	0.97%	311,048,183	Govt	A-1+	United States
TREASURY BILL	912796MA4	165,000,000	0.68%	2-Nov-17	2-Nov-17	0.99%	164,454,813	Govt	A-1+	United States
TREASURY BILL	912796MX6	119,000,000	0.49%	9-Nov-17	9-Nov-17	1.03%	118,567,187	Govt	A-1+	United States
TREASURY BILL	912796MCO	5,630,000	0.02%	16-Nov-17	16-Nov-17	1.04%	5,602,157	Govt	A-1+	United States
TREASURY BILL	912796MCO	174,000,000	0.72%	16-Nov-17	16-Nov-17	1.07%	173,312,662	Govt	A-1+	United States
TREASURY BILL	912796MD8	75,000,000	0.31%	24-Nov-17	24-Nov-17	1.06%	74,687,834	Govt	A-1+	United States
TREASURY BILL	912796MD8	75,000,000	0.31%	24-Nov-17	24-Nov-17	1.06%	74,687,834	Govt	A-1+	United States
TREASURY BILL	912796MD8	300,000,000	1.24%	24-Nov-17	24-Nov-17	1.07%	299,739,133	Govt	A-1+	United States
TREASURY BILL	912796LB3	80,000	0.00%	7-Dec-17	7-Dec-17	1.09%	80,000	Govt	A-1+	United States
TREASURY BILL	912796MH9	413,400,000	1.71%	21-Dec-17	21-Dec-17	1.14%	411,200,713	Govt	A-1+	United States
TREASURY BILL	912796ML5	170,000,000	0.70%	28-Dec-17	28-Dec-17	1.13%	169,066,983	Govt	A-1+	United States
TREASURY FLOATING RATE NOTE	912828XN5	64,720,000	0.27%	1-Jul-17	31-Jul-17	1.09%	64,744,137	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828XN5	23,685,000	0.10%	1-Jul-17	31-Jul-17	1.09%	23,693,180	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828XN5	65,000,000	0.27%	1-Jul-17	31-Jul-17	1.12%	64,983,231	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828XN5	30,000,000	0.12%	1-Jul-17	31-Jul-17	1.12%	29,982,298	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828XN5	50,000,000	0.21%	1-Jul-17	31-Jul-17	1.12%	49,986,536	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828M23	23,570,000	0.10%	1-Jul-17	31-Oct-17	1.17%	23,584,706	Govt	AA+	United States

UNAUDITED Schedule of Investments Treasury Trust Fund

Position Description	CUSIP	Par	% Par	Maturity or Reset	Final Maturity	Yield or Coupon	Amortized Cost	Moody's Rating	S&P Rating	Country
TREASURY FLOATING RATE NOTE	912828M23	47,140,000	0.20%	1-Jul-17	31-Oct-17	1.17%	47,169,411	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828M23	35,355,000	0.15%	1-Jul-17	31-Oct-17	1.17%	35,377,058	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828M23	43,935,000	0.18%	1-Jul-17	31-Oct-17	1.17%	43,959,748	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828M23	140,000,000	0.58%	1-Jul-17	31-Oct-17	1.22%	139,947,949	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828M23	13,350,000	0.06%	1-Jul-17	31-Oct-17	1.31%	13,323,525	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828M23	20,790,000	0.09%	1-Jul-17	31-Oct-17	1.33%	20,739,126	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828N97	175,830,000	0.73%	1-Jul-17	31-Jan-18	1.24%	175,862,919	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828N97	85,985,000	0.36%	1-Jul-17	31-Jan-18	1.24%	86,001,099	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828N97	23,950,000	0.10%	1-Jul-17	31-Jan-18	1.24%	23,954,484	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828Q86	31,000,000	0.13%	3-Jul-17	30-Apr-18	1.18%	31,000,000	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828Q86	49,730,000	0.21%	3-Jul-17	30-Apr-18	1.19%	49,730,000	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828Q86	40,565,000	0.17%	3-Jul-17	30-Apr-18	1.19%	40,565,000	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828Q86	50,000,000	0.21%	3-Jul-17	30-Apr-18	1.19%	50,000,000	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828Q86	50,000,000	0.21%	3-Jul-17	30-Apr-18	1.19%	50,000,000	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828Q86	90,000,000	0.37%	3-Jul-17	30-Apr-18	1.19%	90,000,000	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828Q86	100,000,000	0.41%	3-Jul-17	30-Apr-18	1.19%	100,000,000	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828Q86	67,000,000	0.28%	3-Jul-17	30-Apr-18	1.20%	67,000,000	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828S84	92,860,000	0.38%	3-Jul-17	31-Jul-18	1.16%	92,860,000	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828S84	26,115,000	0.11%	3-Jul-17	31-Jul-18	1.16%	26,115,000	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828S84	29,020,000	0.12%	3-Jul-17	31-Jul-18	1.16%	29,020,000	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828S84	50,000,000	0.21%	3-Jul-17	31-Jul-18	1.17%	50,000,000	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828S84	40,000,000	0.17%	3-Jul-17	31-Jul-18	1.18%	40,000,000	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828S84	150,075,000	0.62%	3-Jul-17	31-Jul-18	1.18%	150,075,000	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828S84	25,000,000	0.10%	3-Jul-17	31-Jul-18	1.18%	25,000,000	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828S84	25,000,000	0.10%	3-Jul-17	31-Jul-18	1.18%	25,000,000	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828S84	60,000,000	0.25%	3-Jul-17	31-Jul-18	1.20%	60,000,000	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828S84	75,000,000	0.31%	3-Jul-17	31-Jul-18	1.20%	75,000,000	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828T75	66,055,000	0.27%	1-Jul-17	31-Oct-18	1.17%	66,055,000	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828T75	229,000,000	0.95%	1-Jul-17	31-Oct-18	1.17%	229,000,000	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828T75	18,400,000	0.08%	1-Jul-17	31-Oct-18	1.17%	18,400,000	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828T75	21,800,000	0.09%	1-Jul-17	31-Oct-18	1.17%	21,800,000	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828T75	30,500,000	0.13%	1-Jul-17	31-Oct-18	1.18%	30,500,000	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828T75	30,500,000	0.13%	1-Jul-17	31-Oct-18	1.18%	30,500,000	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828T75	30,000,000	0.12%	1-Jul-17	31-Oct-18	1.18%	30,000,000	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828T75	19,500,000	0.08%	1-Jul-17	31-Oct-18	1.18%	19,500,000	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828T75	19,500,000	0.08%	1-Jul-17	31-Oct-18	1.18%	19,500,000	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828V64	83,000,000	0.34%	3-Jul-17	31-Jan-19	1.04%	83,000,000	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828V64	165,000,000	0.68%	3-Jul-17	31-Jan-19	1.14%	165,000,000	Govt	AA+	United States
TREASURY FLOATING RATE NOTE	912828V64	50,000,000	0.21%	3-Jul-17	31-Jan-19	1.14%	50,000,000	Govt	AA+	United States
TREASURY NOTE	912828D49	250,000,000	1.04%	15-Aug-17	15-Aug-17	0.97%	249,972,366	Govt	AA+	United States
TREASURY NOTE	912828Tm2	97,890,000	0.41%	31-Aug-17	31-Aug-17	0.70%	97,841,401	Govt	AA+	United States
TREASURY NOTE	912828Tm2	1,000,000,000	4.14%	31-Aug-17	31-Aug-17	1.00%	999,404,250	Govt	AA+	United States
TREASURY NOTE	912828Tm2	137,000,000	0.57%	31-Aug-17	31-Aug-17	1.02%	136,921,301	Govt	AA+	United States
TREASURY NOTE	912828Tm2	200,000,000	0.83%	31-Aug-17	31-Aug-17	1.02%	199,893,420	Govt	AA+	United States
TREASURY NOTE	912828D98	70,670,000	0.29%	15-Sep-17	15-Sep-17	0.70%	70,713,264	Govt	AA+	United States
TREASURY NOTE	912828D98	60,000,000	0.25%	15-Sep-17	15-Sep-17	0.81%	60,021,271	Govt	AA+	United States
TREASURY NOTE	912828H46	28,000,000	0.12%	15-Nov-17	15-Nov-17	0.81%	28,298,025	Govt	AA+	United States
TREASURY NOTE	912828H46	175,500,000	0.73%	15-Nov-17	15-Nov-17	0.90%	177,700,067	Govt	AA+	United States
TREASURY NOTE	912828W72	16,690,000	0.07%	30-Nov-17	30-Nov-17	0.81%	16,690,000	Govt	AA+	United States
TREASURY NOTE	912828UE8	190,000,000	0.79%	31-Dec-17	31-Dec-17	1.17%	189,612,423	Govt	AA+	United States
TREASURY NOTE	912828HR4	77,750,000	0.32%	15-Feb-18	15-Feb-18	1.01%	78,940,809	Govt	AA+	United States
TREASURY NOTE	912828UR9	12,000,000	0.05%	28-Feb-18	28-Feb-18	1.11%	11,971,649	Govt	AA+	United States
TREASURY NOTE	912828UR9	137,985,000	0.57%	28-Feb-18	28-Feb-18	1.11%	137,667,628	Govt	AA+	United States
TREASURY NOTE	912828Q89	120,000,000	0.50%	31-Mar-18	31-Mar-18	1.10%	121,572,100	Govt	AA+	United States
WI TREASURY FLOATING RATE NOTE	912828X54	49,725,000	0.21%	3-Jul-17	30-Apr-19	1.05%	49,725,000	Govt	AA+	United States
WI TREASURY FLOATING RATE NOTE	912828X54	46,000,000	0.19%	3-Jul-17	30-Apr-19	1.06%	46,000,000	Govt	AA+	United States
WI TREASURY FLOATING RATE NOTE	912828X54	32,170,000	0.13%	3-Jul-17	30-Apr-19	1.08%	32,170,000	Govt	AA+	United States
WI TREASURY FLOATING RATE NOTE	912828X54	85,000,000	0.35%	3-Jul-17	30-Apr-19	1.08%	85,000,000	Govt	AA+	United States
WI TREASURY FLOATING RATE NOTE	912828X54	76,000,000	0.31%	3-Jul-17	30-Apr-19	1.08%	76,000,000	Govt	AA+	United States
TOTAL		24,134,550,000	100.00%				24,117,702,076			

Holdings shown are unaudited and are based on the fund's unofficial books and records, and may not be representative of current or future investments. Fund holdings should not be relied on in making investment decisions and should not be construed as research or investment advice regarding particular securities.

WAM, Dollar-Weighted Average Maturity: The average maturity of a Fund is the average amount of time until the organizations that issued the debt securities in the Fund's portfolio must pay off the principal amount of the debt. "Dollar-weighted" means the larger the dollar value of a debt security it gets in calculating this average. To calculate the dollar-weighted average maturity, the Fund may treat a variable or floating rate security as having a maturity equal to the time remaining to the security's next interest rate reset date rather than the security's actual maturity.

WAL, Dollar-Weighted Average Life: The dollar-weighted average maturity of a Fund's portfolio calculated without reference to the exceptions used for variable or floating rate securities regarding the use of the interest rate reset dates in lieu of the security's actual maturity data. "Dollar-weighted" means the larger of the dollar value of a debt security in the Fund, the more weight it gets in calculating this average.

UNAUDITED Schedule of Investments Treasury Trust Fund

30-Jun-17

Position Description	CUSIP	Par	% Par	Maturity or Reset	Final Maturity	Yield or Coupon	Amortized Cost	Moody's Rating	S&P Rating	Country
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The "Country" data point within this SOI represents BlackRock's view of each security's country risk.

The Fund's current prospectus contains more complete information about the Fund, including its fees and expenses. For a current prospectus of the fund which contains more complete information, please call 1-800-768-2836 or visit www.blackrock.com/cash. Before investing, consider the investment objectives, risks, charges and expenses of the fund. This and other information can be found in the fund's prospectus and if available the summary prospectus. Read the prospectus carefully before you invest or send money.

You could lose money by investing in the Fund. Although the Fund seeks to preserve the value of your investment at \$1.00 per share, it cannot guarantee it will do so. An investment in the Fund is not insured or guaranteed by the Federal Deposit Insurance Corporation or any other government agency. The Fund's sponsor has no legal obligation to provide financial support to the Fund, and you should not expect that the sponsor will provide financial support to the Fund at any time.

The schedule of investments (SOI) represents certain information regarding the traded positions held within the portfolio as of the specified date. It does not include cash, accrued income and/or payables/receivables. The total assets reflected on the SOI will not match to the net asset value of the fund as these items are excluded.

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Portfolio Holdings

CalTrust Medium Term Fund

Portfolio Holdings as of 6/30/2017

CUSIP	Description	S&P Rating (6/30/2017)	Mat.Date	Years	Shares	Price	Value
00817YAS7	Aetna, Inc. 06/07/18	A	6/7/2018	1	4,500,000	100.1162	4,505,228.55
010775AM6	ALAMEDA CALIF CMNTY IMPT COMMN 09/01/17	AA-	9/1/2017	0.2	1,000,000	100.1070	1,001,070.00
0258MDEK1	American Express Credit 5/3/19	A-	5/3/2019	1.9	8,200,000	100.0744	8,206,102.44
02665WBA8	American Honda Finance Corporat 02/22/19	A+	2/22/2019	1.7	3,500,000	100.0180	3,500,629.65
032556BY7	ANAHEIM CALIF HSG & PUB IMPT AU 10/01/18	AA-	10/1/2018	1.3	1,605,000	99.0020	1,588,982.10
032556BZ4	ANAHEIM CALIF HSG & PUB IMPT AU 10/01/19	AA-	10/1/2019	2.3	2,420,000	98.0880	2,373,729.60
037833CK4	Apple Inc. 2/7/2020	AA+	2/7/2020	2.7	4,595,000	100.2407	4,606,061.08
06406HCP2	BANK NEW YORK 1/15/19	A	1/15/2019	1.6	1,050,000	100.6225	1,056,535.94
06406HCR8	BANK NEW YORK 3/4/19	A	3/4/2019	1.8	6,900,000	100.6575	6,945,364.74
06051GEX3	Bank of America Corporation 1/15/19	A	1/15/2019	1.6	2,335,000	101.0161	2,358,724.77
06050TME9	Bank of America N.A. 12/07/18	A+	12/7/2018	1.5	3,100,000	100.4444	3,113,775.47
06050TLY6	Bank of America, N.A. 03/26/18	A+	3/26/2018	0.8	3,160,000	100.1277	3,164,035.32
06050TMC3	Bank of America, N.A. 06/05/18	A+	6/5/2018	1	6,410,000	100.1842	6,421,809.78
06406HCU1	Bank of New York Mellon Corpora 05/15/19	A	5/15/2019	1.9	3,000,000	100.7693	3,023,079.90
06406HDB2	Bank of New York Mellon Corpora 05/22/18	A	5/22/2018	0.9	3,000,000	100.0242	3,000,725.40
06406HCW7	Bank of New York Mellon Corpora 09/11/19	A	9/11/2019	2.2	2,600,000	100.9836	2,625,573.34
05531FAQ6	BB&T CORP 2/1/19	A-	2/1/2019	1.7	3,500,000	100.7289	3,525,512.90
07330NAL9	BB&T Corporation 05/10/19	A	5/10/2019	1.9	13,385,000	99.2865	13,289,502.04
084664CG4	Berkshire Hathaway Finance Corp 03/15/19	AA	3/15/2019	1.8	4,690,000	100.2759	4,702,937.83
05581RAD8	BMW Veh Lease 01/22/19	AAA	1/22/2019	1.6	4,150,000	99.9166	4,146,540.56
05582XAD4	BMW Veh Lease 09/20/19	AAA	9/20/2019	2.2	2,000,000	99.7522	1,995,044.60
055657AC4	Bmw Vehicle Lease Trust 5/20/20	AAA	5/20/2020	2.9	5,370,000	100.3759	5,390,187.44
05582QAD9	Bmw Vehicle Owner Trust 2016-A 11/25/20	AAA	11/25/2020	3.4	4,920,000	99.3327	4,887,170.81
097023AZ8	BOEING CO 2/15/2020	A	2/15/2020	2.7	10,000,000	107.6987	10,769,875.00
13063BFU1	CALIFORNIA ST 03/01/19	AA-	3/1/2019	1.8	5,000,000	107.4070	5,370,350.00
13063DAB4	CALIFORNIA ST TAXABLE 4/1/19	AA-	4/1/2019	1.8	7,050,000	99.9130	7,043,866.50
14041NEU1	Capital One Multi Asset Execut 01/15/21	AAA	1/15/2021	3.6	13,000,000	99.9516	12,993,704.10
161571GY4	Chase Insurance Trust 04/15/20	AAA	4/15/2020	2.8	13,600,000	99.9140	13,588,301.28
161571HA5	Chase Insurance Trust 7/15/20	AAA	7/15/2020	3.1	3,000,000	100.0979	3,002,935.80
166764AV2	Chevron Corporation 03/02/18	AA-	3/2/2018	0.8	7,313,000	99.9899	7,312,257.73
166764BH2	Chevron Corporation 05/16/19	AA-	5/16/2019	1.9	6,000,000	99.7365	5,984,188.80
17275RAU6	Cisco Systems, Inc. 06/15/18	AA-	6/15/2018	1	4,000,000	100.2088	4,008,352.00
17325FAE8	CITIBANK 06/12/20	A+	6/12/2020	3	1,700,000	99.9009	1,698,314.62
17325FAA6	CITIBANK 3/20/19	A+	3/20/2019	1.8	6,715,000	100.4110	6,742,597.98
17305EFW0	Citibank Cr 11/19/19	AAA	11/19/2021	4.4	13,800,000	99.9169	13,788,533.58
17305EGB5	Citibank Credit Card Issuance T 04/07/20	AAA	4/7/2020	2.8	3,000,000	100.1783	3,005,349.60
172967KE0	Citigroup Inc. 12/07/18	A	12/7/2018	1.5	7,940,000	100.1135	7,949,011.11
190335JD2	Coast Comm College Dist Calif 8/1/19	AA+	8/1/2019	2.2	2,000,000	100.2560	2,005,120.00
22546QAV9	Credit Suisse AG New York Branc 04/27/18	A	4/27/2018	0.8	2,700,000	100.0273	2,700,738.18
24422ETJ8	DEERE JOHN CAP CORP 10/9/19	A	10/9/2019	2.3	3,500,000	98.8322	3,459,125.25
263534CL1	E.I. Du Pont de Nemours and Com 01/15/20	A-	5/1/2020	2.9	4,000,000	100.4719	4,018,874.40
30231GAD4	EXXON MOBIL CORP 3/15/19	AA+	3/15/2019	1.8	2,868,000	100.5139	2,882,738.94
30231GAP7	Exxon Mobil Corporation 03/01/19	AA+	3/1/2019	1.8	8,750,000	100.2699	8,773,619.75
3135GON33	FANNIE MAE .875 08/02/19	AA+	8/2/2019	2.2	29,000,000	98.8595	28,669,260.80
3133EH1A2	Federal Farm Credit Banks 05/08/20	AA+	5/8/2020	2.9	3,000,000	99.8720	2,996,161.20
3133EGH48	Federal Farm Credit Banks 11/16/18	AA+	11/16/2018	1.4	15,410,000	99.3536	15,310,386.68
313378J77	Federal Farm Credit Banks 3/13/2020	AA+	3/13/2020	2.8	10,000,000	100.8187	10,081,874.00
3133EHEZ2	Federal Farm Credit Banks 4/6/2020	AA+	4/6/2020	2.8	16,185,000	100.0523	16,193,456.66
3130AAEF46	Federal Home Loan Banks 01/16/19	AA+	1/16/2019	1.6	17,000,000	99.8013	16,966,227.80
313378QK0	Federal Home Loan Banks 03/08/19	AA+	3/8/2019	1.8	805,000	100.7924	811,378.74
3133782M2	Federal Home Loan Banks 03/08/19	AA+	3/8/2019	1.8	44,245,000	100.1718	44,321,012.91
313383HU8	Federal Home Loan Banks 06/12/20	AA+	6/12/2020	3	19,600,000	100.3964	19,677,686.56
313379EE5	Federal Home Loan Banks 06/14/19	AA+	6/14/2019	2	7,000,000	100.3839	7,026,873.00
3130AA3R7	Federal Home Loan Banks 11/15/19	AA+	11/15/2019	2.4	4,250,000	99.7096	4,237,659.28
313376BR5	Federal Home Loan Banks 12/14/18	AA+	12/14/2018	1.5	47,400,000	100.5403	47,656,092.72

3130ABF92	Federal Home Loan Banks 5/28/19	AA+	5/28/2019	1.9	10,000,000	99.9164	9,991,635.00
3137EAE5	Federal Home Loan MTG 1/17/2020	AA+	1/17/2020	2.6	37,500,000	99.9432	37,478,707.50
3135G0M67	Federal National Mortgage Assoc 1/25/19	AA+	1/25/2019	1.6	16,250,000	99.4275	16,156,965.50
3135G0R39	Federal National Mortgage Assoc 10/24/19	AA+	10/24/2019	2.3	9,284,000	98.9126	9,183,049.50
3135G0T29	FEDERAL NATL MTG ASSN 2/28/2020	AA+	2/28/2020	2.7	9,515,000	99.8537	9,501,081.46
31680GAD8	Fifth Third Auto Trust 03/16/20	AAA	3/16/2020	2.8	3,888,820	99.9587	3,887,215.88
31677QBF5	Fifth Third Bank of Cincinnati 03/15/19	A-	3/15/2019	1.8	7,750,000	100.6678	7,801,751.40
31677QBD0	Fifth Third Bank of Cincinnati 08/20/18	A-	8/20/2018	1.2	2,116,000	100.5006	2,126,592.91
31677QBH1	Fifth Third Bank of Cincinnati 09/27/19	A-	9/27/2019	2.2	2,250,000	99.0962	2,229,665.18
36962G7M0	GENERAL ELEC CAP CORP 1/9/2020	AA-	1/9/2020	2.6	16,583,000	101.0202	16,752,176.45
373334KG5	GEORGIA PWR CO 3/30/2020	A-	3/30/2020	2.8	6,025,000	99.8143	6,013,809.77
38148FAB5	Goldman Sachs Group 10/23/19	A	10/23/2019	2.3	8,091,000	101.0044	8,172,265.19
38145XAA1	Goldman Sachs Group, Inc. 01/31/19	A	1/31/2019	1.6	500,000	101.0373	505,186.25
41284DAC6	Harley-Davidson Motorcycle Trus 01/15/21	AAA	1/15/2021	3.6	2,100,000	99.7253	2,094,231.30
41284CAD6	Harley-Davidson Motorcycle Trus 03/16/20	AAA	3/16/2020	2.8	1,831,560	99.9410	1,830,479.51
41284AAD0	HARLEY-DAVIDSON MOTORCYCLE TRUS 09/15/1	AAA	9/15/2019	2.2	2,692,952	99.9630	2,691,955.93
4197915F1	HAWAII ST 08/01/17	AA+	8/1/2017	0.2	4,145,000	100.0490	4,147,031.05
419792NE2	HAWAII ST 10/01/19	AA+	10/1/2019	2.3	1,755,000	99.0760	1,738,783.80
43813NAC0	HONDA AUTO RECEIVABLES 2015-1 O 02/21/19	AAA	2/21/2019	1.7	1,239,275	99.8593	1,237,530.59
438124AC3	Honda Auto Receivables Owner Tr-06/18/19	AAA	6/18/2019	2	7,000,000	99.5191	6,966,336.30
43814TAC6	Honda Auto Receivables Owner Tr-7/21/21	AAA	7/21/2021	4.1	5,900,000	100.0367	5,902,167.07
40428HPJ5	HSBC USA Inc. 09/24/18	A	9/24/2018	1.2	1,600,000	101.1119	1,617,789.76
40434CAC9	HSBC USA Inc. 6/23/19	A	6/23/2019	2	2,400,000	100.6615	2,415,875.52
40428HPH0	HSBC USA, Inc. 01/16/18	A	1/16/2018	0.6	1,701,000	100.0558	1,701,948.48
40428HPU0	HSBC USA, Inc. 08/07/18	A	8/7/2018	1.2	4,900,000	100.2982	4,914,610.82
45656TBK3	INDUSTRY CALIF PUB FACS AUTH 01/01/18	AA	1/1/2018	0.6	5,940,000	100.6000	5,975,640.00
45656TAR9	INDUSTRY CALIF PUB FACS AUTH 01/01/18	AA	1/1/2018	0.6	8,000,000	100.4740	8,037,920.00
458140AQ3	Intel Corporation 07/29/20	A+	7/29/2020	3.1	6,000,000	101.6900	6,101,400.00
458182DX7	Inter-American Development Bank 05/13/19	AAA	5/13/2019	1.9	8,000,000	99.1007	7,928,054.40
4581XOCX4	Inter-American Development Bank 5/12/20	AAA	5/12/2020	2.9	8,500,000	99.8142	8,484,207.00
459058ER0	International Bank for Reconstr 10/05/18	AAA	10/5/2018	1.3	10,000,000	99.5287	9,952,874.00
459058SF7	International Bank for Reconstr 11/27/19	AAA	11/27/2019	2.4	5,000,000	98.9342	4,946,708.00
459058DL4	International Bank for Reconstr 3/15/19	AAA	3/15/2019	1.8	10,000,000	100.7397	10,073,967.00
459058FZ1	International Bank for Reconstr 4/21/20	AAA	4/21/2020	2.8	7,000,000	100.5195	7,036,364.30
45905VHE9	International Finance Corporati 11/27/18	AAA	11/27/2018	1.4	18,300,000	99.7538	18,254,949.06
24422ETEF9	John Deere Capital Corporation 01/08/19	A	1/8/2019	1.6	5,100,000	100.4548	5,123,194.29
24422ETQ2	John Deere Capital Corporation 3/13/20	A	3/13/2020	2.8	2,250,000	100.8215	2,268,483.75
47787UAD5	JOHN DEERE OWNER TRUST 2015 06/17/19	AAA	6/17/2019	2	3,337,376	99.9408	3,335,401.43
47787WAC3	John Deere Owner Trust 2015-B 10/15/19	AAA	10/15/2019	2.3	2,742,793	99.9686	2,741,931.26
46625HKA7	JPMorgan Chase & Co. 01/23/20	A-	1/23/2020	2.6	12,000,000	100.3003	12,036,031.20
46625HJR2	JPMorgan Chase & Co. 01/28/19	A-	1/28/2019	1.6	500,000	100.8220	504,109.75
46625HQU7	JPMorgan Chase & Co. 03/22/19	A-	3/22/2019	1.8	4,000,000	99.9948	3,999,790.80
49327M2H6	KeyBank National Association 06/01/18	A-	6/1/2018	1	4,095,000	100.0611	4,097,502.45
544587B80	LOS ANGELES CALIF MUN IMPT CORP 11/01/17	AA-	11/1/2017	0.4	2,600,000	100.1930	2,605,018.00
544587B98	LOS ANGELES CALIF MUN IMPT CORP 11/01/18	AA-	11/1/2018	1.4	4,250,000	101.2630	4,303,677.50
54465AFI1	LOS ANGELES CNTY CALIF REDEV AU 08/01/17	AA-	8/1/2017	0.2	1,965,000	100.0660	1,968,296.90
55279HAE0	Manufacturers and Traders Trust 01/30/17	A	1/30/2019	1.6	2,500,000	100.7581	2,518,953.00
55279HAG5	Manufacturers and Traders Trust 7/25/19	A	7/25/2019	2.1	5,470,000	100.6626	5,506,243.13
56781RGL5	MARIN CALIF CMNTY COLLEGE 8/1/19	AA+	8/1/2019	2.2	1,745,000	100.1430	1,747,495.35
58769BAD6	Merc-Benz Auto Recv Tr 2016-1 02/16/21	AAA	2/16/2021	3.7	6,000,000	99.4895	5,969,368.20
58768FAD8	Mercedes-Benz Auto Lease Trust 03/15/19	AAA	3/15/2019	1.8	2,200,000	100.0245	2,200,539.22
58769AAD8	Mercedes-Benz Auto Lease Trust 07/16/18	AAA	7/16/2018	1.1	2,263,193	99.9849	2,262,850.83
58769DAD2	Mercedes-Benz Auto Lease Trust 4/15/20	AAA	4/15/2020	2.8	5,500,000	100.1064	5,505,849.80
59156RBK3	MetLife Inc. 12/15/17	A-	12/15/2017	0.5	4,470,000	100.1530	4,476,838.65
617403EH9	MORGAN HILL CALIF UNI SCH DIST 08/01/17	AA-	8/1/2017	0.2	1,500,000	100.0480	1,500,720.00
617403EJ5	MORGAN HILL CALIF UNI SCH DIST 08/01/18	AA-	8/1/2018	1.2	1,000,000	100.4030	1,004,030.00
61746BDX1	Morgan Stanley 02/01/19	A	2/1/2019	1.7	10,790,000	100.8177	10,878,226.59
63743HEN8	National Rural Utilities Cooper 11/01/19	A	11/1/2019	2.4	2,000,000	99.0626	1,981,251.20
65477XAD6	Nissan Auto Lease Trust 07/15/19	AAA	7/15/2019	2.1	9,500,000	99.8359	9,484,407.65
65478TAD4	Nissan Auto Lease Trust 2015-B 04/16/18	AAA	4/16/2018	0.8	1,222,116	100.0194	1,222,353.81
65478VAD9	Nissan Auto Receivables 2016-B 01/15/21	AAA	1/15/2021	3.6	1,700,000	99.5906	1,693,040.37
654747AD6	Nissan Auto Receivables Owner Tr 8/16/21	AAA	8/16/2021	4.2	4,100,000	100.1268	4,105,198.39

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67232TAN5	OAKLAND CALIF REDEV AGY 09/01/17	AA	9/1/2017	0.2	4,000,000	100.1260	4,005,040.00
67232TAP0	OAKLAND CALIF REDEV AGY 09/01/18	AA	9/1/2018	1.2	1,790,000	100.6680	1,801,957.20
675371AT5	OCEANSIDE CALIF PENSION OBLIG 08/15/17	AA	8/15/2017	0.2	500,000	100.1080	500,540.00
683042AB1	ONTARIO CALIF 05/15/18	A-	5/15/2018	0.9	3,305,000	99.1720	3,277,634.60
683042AC9	ONTARIO CALIF 05/15/19	A-	5/15/2019	1.9	2,500,000	99.8870	2,497,175.00
690353VZ7	Oversas Private Investment Cor 02/19/18	AA+	2/19/2018	0.7	998,980	106.3092	1,062,007.53
69371RN28	PACCAR FINL CORP 5/10/19	A+	5/10/2019	1.9	9,215,000	99.2123	9,142,415.29
69353RDD7	PNC BANK 7/2/19	A	7/2/2019	2.1	1,500,000	100.6776	1,510,163.40
69353RFC7	PNC Bank, National Asso S/A 5/19/20	A	5/19/2020	2.9	9,000,000	99.8664	8,987,978.70
69353REV6	PNC Bank, National Association 03/04/19	A	3/4/2019	1.8	6,250,000	100.1967	6,262,290.63
732098EE4	POMONA CALIF UNI SCH DIST 08/01/17	A	8/1/2017	0.2	2,000,000	100.1520	2,003,040.00
738798BF3	POWAY CALIF REDEV AGY 12/15/17	AA-	12/15/2017	0.5	3,090,000	100.1420	3,094,387.80
747525AP8	QUALCOMM Incorporated 05/20/20	A	5/20/2020	2.9	2,225,000	100.5463	2,237,156.07
762494QW5	QUALCOMM INCORPORATED 08/01/17	AA	8/1/2017	0.2	1,380,000	100.0620	1,380,855.60
797398DH4	SAN DIEGO C 8/15/19	AA+	8/15/2019	2.2	9,000,000	108.4740	9,762,660.00
79876CAW8	SAN MARCOS CALIF REDEV AGY 10/01/17	AA-	10/1/2017	0.3	3,635,000	99.9050	3,631,546.75
80168FLX2	SANTA CLARA VY CALIF WTR DIST 06/01/18	AA+	6/1/2018	1	1,205,000	100.2350	1,207,831.75
80168FLY0	SANTA CLARA VY CALIF WTR DIST 06/01/19	AA+	6/1/2019	2	1,665,000	100.7370	1,677,271.05
83191GAD1	Smart Abs Us Trust 2016-2us 03/15/21	AAA	3/15/2021	3.8	13,000,000	98.7766	12,840,958.00
89238MAD0	TOYOTA AUTO RECEIVABLES OWNER 2/16/21	AAA	2/16/2021	3.7	1,450,000	100.0849	1,451,230.33
89237WAD9	Toyota Auto Receivables Owner T 08/17/20	AAA	8/17/2020	3.2	5,100,000	99.4105	5,069,937.54
89231ILD9	Toyota Auto Receivables Owner T 10/15/20	AAA	10/15/2020	3.3	1,275,000	99.3909	1,267,234.36
89236TDM4	Toyota Motor Credit Corporation 1/9/19	AA-	1/9/2019	1.6	6,000,000	100.0748	6,004,485.60
89236TDH5	Toyota Motor Credit Corporation 10/18/19	AA-	10/18/2019	2.3	3,750,000	99.5976	3,734,910.75
91159HHE3	U.S. Bancorp 11/15/18	A+	11/15/2018	1.4	628,000	100.4803	631,016.16
90331HMY6	U.S. Bank National Association 04/26/19	AA-	4/26/2019	1.8	8,800,000	99.4505	8,751,644.00
90331HML4	U.S. Bank National Association 10/28/19	AA-	10/28/2019	2.3	6,400,000	100.6659	6,442,615.68
90520EAF8	Union Bank California 5/6/19	A+	5/6/2019	1.9	2,000,000	100.4675	2,009,349.20
90521APJ1	Union Bank of California, Natio 09/26/18	A+	9/26/2018	1.2	4,250,000	100.8521	4,286,213.40
912828B33	United States Treasury Notes 01/31/19	AA+	1/31/2019	1.6	28,200,000	100.2109	28,259,485.08
912828SN1	United States Treasury Notes 03/31/19	AA+	3/31/2019	1.8	2,500,000	100.2422	2,506,054.75
912828ST8	United States Treasury Notes 04/30/19	AA+	4/30/2019	1.8	11,000,000	99.7734	10,975,078.40
912828M64	United States Treasury Notes 11/15/18	AA+	11/15/2018	1.4	17,100,000	99.8828	17,079,960.51
912828A34	United States Treasury Notes 11/30/18	AA+	11/30/2018	1.4	12,200,000	99.8750	12,184,750.00
912828U73	United States Treasury Notes 12/15/19	AA+	12/15/2019	2.5	21,100,000	99.7891	21,055,491.66
912828W97	United States Treasury Notes 3/31/19	AA+	3/31/2019	1.8	27,250,000	99.7969	27,194,647.08
912828X21	United States Treasury Notes 4/15/2020	AA+	4/15/2020	2.8	14,000,000	99.9375	13,991,250.00
912828K58	United States Treasury Notes 4/30/20	AA+	4/30/2020	2.8	8,300,000	99.5625	8,263,687.50
913017CM9	UNITED TECHNOLOGIES CORP 5/4/20	A-	5/4/2020	2.9	13,300,000	100.2499	13,333,238.03
913366HT0	UNIV OF CALIFORNIA RGTS MED CENTER	AA-	5/15/2019	1.9	2,630,000	99.0780	2,605,751.40
91412GSB2	UNIVERSITY CALIF 7/1/19	AA	7/1/2019	2.1	10,000,000	100.2780	10,027,800.00
90331HNB5	US BANK NA CINCINNATI 1/24/20	AA-	1/24/2020	2.6	2,000,000	100.4140	2,008,279.40
912828W22	US TREASURY NOTE 2/15/2020	AA+	2/15/2020	2.7	16,000,000	99.6875	15,950,000.00
90290XAC1	USAA Auto Owner Trust 06/17/19	AAA	6/17/2019	2	991,780	99.9473	991,257.60
92867VAD2	VOLKSWAGEN AUTO LEASE TR 2015-A 12/20/17	AAA	12/20/2017	0.5	133,300	99.9921	133,289.40
VP4560000	WELLS FARGO ADVANTAGE GOVERNMENT	AAA	0	0	8,842,347	100.0000	8,842,347.32
					1,105,238,492		1,107,297,891

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U.S. Treasury Repurchase Agreement							
CREDIT AGRICOLE CIB/US	RP9F28JZ8	0.78%	05/03/2017	05/03/2017	05/03/2017	75,000,000.00	75,000,000.00
Category of Investment Sub-Total						75,000,000.00	75,000,000.00
U.S. Treasury Debt							
UNITED STATES TREASURY	912828TS9	0.75%	10/02/2017	10/02/2017	10/02/2017	7,700,000.00	7,696,014.05
UNITED STATES TREASURY	912828PF1	0.86%	10/31/2017	10/31/2017	10/31/2017	19,000,000.00	19,095,710.36
Category of Investment Sub-Total						26,700,000.00	26,791,724.41
U.S. Government Agency Repurchase Agreement							
CREDIT AGRICOLE CIB/US	RP9F293L4	0.81%	05/01/2017	05/01/2017	05/01/2017	190,500,000.00	190,500,000.00
GOLDMAN SACHS & CO	RP9F295K4	0.80%	05/01/2017	05/01/2017	05/01/2017	100,000,000.00	100,000,000.00
GOLDMAN SACHS & CO	RP9J0VIV1	0.78%	05/04/2017	05/04/2017	05/04/2017	165,000,000.00	165,000,000.00
Category of Investment Sub-Total						455,500,000.00	455,500,000.00
U.S. Government Agency Debt							
FEDERAL FARM CREDIT BANKS	3133EE4X5	1.01% ⁽⁵⁾	05/27/2017	12/27/2017	12/27/2017	12,500,000.00	12,488,045.46
FEDERAL HOME LOAN BANKS	3130AAZC5	0.79%	05/01/2017	05/01/2017	05/01/2017	150,000,000.00	150,000,000.00
FEDERAL HOME LOAN BANKS	313385GW0	0.79%	06/14/2017	06/14/2017	06/14/2017	50,000,000.00	49,951,722.22
FEDERAL HOME LOAN BANKS	313385GX8	0.78%	06/15/2017	06/15/2017	06/15/2017	75,000,000.00	74,926,875.00
FEDERAL HOME LOAN BANKS	313385GY6	0.80%	06/16/2017	06/16/2017	06/16/2017	36,000,000.00	35,963,496.52
FEDERAL HOME LOAN BANKS	313385HF6	0.79%	06/23/2017	06/23/2017	06/23/2017	25,000,000.00	24,971,107.68
FEDERAL HOME LOAN BANKS	3130A9LK5	1.01% ⁽⁵⁾	05/23/2017	03/23/2018	03/23/2018	5,000,000.00	5,000,073.18
FREDDIE MAC	3134G8HY8	1.12% ⁽⁵⁾	05/21/2017	07/21/2017	07/21/2017	10,000,000.00	9,999,772.29
Category of Investment Sub-Total						363,500,000.00	363,301,092.35
Financial Company Commercial Paper							
BANK OF TOKYO MITSUBISHI UFJ LTD	06538BS46	0.92%	05/04/2017	05/04/2017	05/04/2017	25,000,000.00	24,998,083.34
BANK OF TOKYO MITSUBISHI UFJ LTD	06538BT86	1.28%	06/08/2017	06/08/2017	06/08/2017	15,000,000.00	14,979,891.92

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Financial Company Commercial Paper							
BANK OF TOKYO MITSUBISHI UFJ LTD	06538BUA9	1.12%	07/10/2017	07/10/2017	07/10/2017	17,300,000.00	17,262,324.44
BANK OF TOKYO MITSUBISHI UFJ LTD	06538BWJ8	1.42%	09/18/2017	09/18/2017	09/18/2017	25,000,000.00	24,862,916.74
BNP PARIBAS NY BRANCH	09659BV15	1.22%	08/01/2017	08/01/2017	08/01/2017	20,000,000.00	19,938,155.52
BNP PARIBAS NY BRANCH	09659BX21	1.35%	10/02/2017	10/02/2017	10/02/2017	50,000,000.00	49,713,388.97
CANADIAN IMPERIAL HOLDING	13607JB72	1.43% ^(S)	05/03/2017	08/03/2017	08/03/2017	30,000,000.00	30,000,000.00
CANADIAN IMPERIAL HOLDING	13607EXD6	1.40%	10/13/2017	10/13/2017	10/13/2017	10,000,000.00	9,936,520.74
CREDIT AGRICOLE CIB NY	22533TTC0	1.23%	06/12/2017	06/12/2017	06/12/2017	15,000,000.00	14,978,649.79
CREDIT AGRICOLE CIB NY	22533TX27	1.34%	10/02/2017	10/02/2017	10/02/2017	38,000,000.00	37,783,801.13
CREDIT SUISSE NEW YORK	2254EAYL1	1.47%	11/20/2017	11/20/2017	11/20/2017	45,000,000.00	44,629,525.00
CREDIT SUISSE NEW YORK	22533HBY7	1.40% ^(S)	07/12/2017	01/12/2018	01/12/2018	20,000,000.00	20,000,000.00
ING (US) FUNDING LLC	44988KBC2	1.45% ^(S)	05/12/2017	06/12/2017	06/12/2017	15,000,000.00	15,000,000.00
ING (US) FUNDING LLC	44988KAM1	1.71% ^(S)	05/23/2017	06/23/2017	06/23/2017	30,000,000.00	30,000,000.00
ING (US) FUNDING LLC	4497W0U71	1.28%	07/07/2017	07/07/2017	07/07/2017	15,000,000.00	14,964,546.06
JP MORGAN SECURITIES LLC	46640EDZ8	1.37% ^(S)	05/08/2017	06/08/2017	06/08/2017	17,000,000.00	17,000,000.00
JP MORGAN SECURITIES LLC	46640EDR6	1.48% ^(S)	07/10/2017	07/10/2017	07/10/2017	25,000,000.00	25,000,000.00
JP MORGAN SECURITIES LLC	46640PWB5	1.41%	09/11/2017	09/11/2017	09/11/2017	15,000,000.00	14,922,416.42
METLIFE SHORT TERM FUNDING	59157TTD5	1.16%	06/13/2017	06/13/2017	06/13/2017	25,000,000.00	24,965,361.25
METLIFE SHORT TERM FUNDING	59157TTU7	1.18%	06/28/2017	06/28/2017	06/28/2017	18,000,000.00	17,965,780.00
METLIFE SHORT TERM FUNDING	59157TVM2	1.25%	08/21/2017	08/21/2017	08/21/2017	20,000,000.00	19,922,844.48
MIZUHO BANK LTD/NY	60689FX37	1.36%	10/03/2017	10/03/2017	10/03/2017	35,000,000.00	34,795,809.00
NATIXIS NY BRANCH	63873LAC9	1.61% ^(S)	05/01/2017	05/01/2017	05/01/2017	10,100,000.00	10,100,000.00
PRICOA SHORT TERM FUNDING LLC	74154ES17	1.16%	05/01/2017	05/01/2017	05/01/2017	30,000,000.00	29,999,999.67
TORONTO DOMINION HOLDING USA	89116EU50	1.15%	07/05/2017	07/05/2017	07/05/2017	50,000,000.00	49,896,180.52
Category of Investment Sub-Total						615,400,000.00	613,616,194.99
Certificate of Deposit							
BANK OF AMERICA NA	06050FBY7	1.39% ^(S)	05/17/2017	08/17/2017	08/17/2017	20,000,000.00	20,000,000.00
BANK OF AMERICA NA	06052TWE6	1.30%	10/10/2017	10/10/2017	10/10/2017	35,000,000.00	35,000,000.00
BANK OF MONTREAL	06427KCU9	1.57% ^(S)	07/05/2017	10/04/2017	10/04/2017	20,000,000.00	20,033,626.30

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Certificate of Deposit							
BANK OF MONTREAL	06427KJS7	1.49% ⁽⁵⁾	07/12/2017	01/12/2018	01/12/2018	15,000,000.00	15,024,845.73
BANK OF NOVA SCOTIA	06417GMW5	1.48% ⁽⁵⁾	05/16/2017	05/16/2017	05/16/2017	20,000,000.00	20,000,000.00
BANK OF NOVA SCOTIA	06417GRK6	1.44% ⁽⁵⁾	06/08/2017	12/08/2017	12/08/2017	30,000,000.00	30,000,000.00
CANADIAN IMP BK COMM NY	13606BET9	1.31% ⁽⁵⁾	06/27/2017	03/27/2018	03/27/2018	25,000,000.00	25,000,000.00
CITIBANK NA	17305THV7	1.21%	06/01/2017	06/01/2017	06/01/2017	15,000,000.00	15,000,000.00
CITIBANK NA	17305TJV5	1.32%	08/14/2017	08/14/2017	08/14/2017	25,000,000.00	25,000,000.00
CITIBANK NA	17305TLR1	1.18%	09/12/2017	09/12/2017	09/12/2017	15,000,000.00	15,000,000.00
COMMONWEALTH BANK OF AUSTRALIA NY	20271ELV9	1.44% ⁽⁵⁾	06/13/2017	12/13/2017	12/13/2017	20,000,000.00	20,000,000.00
COMMONWEALTH BANK OF AUSTRALIA NY	20271EMC0	1.29% ⁽⁵⁾	05/02/2017	02/02/2018	02/02/2018	20,000,000.00	20,000,000.00
COOPERATIEVE RABOBANK U.A.	21684BK86	1.20%	08/01/2017	08/01/2017	08/01/2017	30,000,000.00	30,007,253.23
CREDIT AGRICOLE CIB NY	22534HMG3	1.17%	07/14/2017	07/14/2017	07/14/2017	20,000,000.00	20,004,866.71
CREDIT SUISSE NEW YORK	22549VGZ0	1.92% ⁽⁵⁾	06/12/2017	09/12/2017	09/12/2017	8,225,000.00	8,240,933.71
MIZUHO BANK LTD/NY	60689DY49	1.61% ⁽⁵⁾	05/19/2017	06/19/2017	06/19/2017	10,000,000.00	10,000,000.00
MIZUHO BANK LTD/NY	60689D2F9	1.60% ⁽⁵⁾	05/08/2017	07/06/2017	07/06/2017	10,000,000.00	10,000,000.00
MIZUHO BANK LTD/NY	60689D4L4	1.44% ⁽⁵⁾	05/17/2017	08/17/2017	08/17/2017	10,000,000.00	10,000,000.00
NATIONAL AUSTRALIA BANK NY	63253TE87	1.53% ⁽⁵⁾	05/08/2017	06/08/2017	06/08/2017	25,000,000.00	25,000,000.00
NORDEA BANK FINLAND NY	65558LFA5	1.09%	05/26/2017	05/26/2017	05/26/2017	20,000,000.00	20,000,684.86
NORINCHUKIN BANK NY	65602UQS0	1.10%	07/07/2017	07/07/2017	07/07/2017	20,000,000.00	20,000,348.74
ROYAL BANK OF CANADA NY	78009NS56	1.25% ⁽⁵⁾	05/22/2017	12/20/2017	12/20/2017	15,000,000.00	15,000,000.00
SOCIETE GENERALE NY	83369YNT9	1.24%	08/01/2017	08/01/2017	08/01/2017	30,000,000.00	30,000,000.00
SOCIETE GENERALE NY	83369YPB6	1.24%	08/01/2017	08/01/2017	08/01/2017	30,000,000.00	30,000,000.00
STATE STREET BANK & TR	8574P1KL9	1.25%	05/23/2017	05/23/2017	05/23/2017	10,000,000.00	10,000,000.00
SUMITOMO MITSUI BANK NY	86563YMK6	1.59% ⁽⁵⁾	05/19/2017	06/19/2017	06/19/2017	15,000,000.00	15,000,000.00
SUMITOMO MITSUI BANK NY	86563Q6R6	1.25%	07/19/2017	07/19/2017	07/19/2017	3,500,000.00	3,501,433.10
SUMITOMO MITSUI BANK NY	86563YED1	1.83% ⁽⁵⁾	06/15/2017	09/15/2017	09/15/2017	13,000,000.00	13,027,024.32
SVENSKA HANDELSBANKEN NY	86958JBY4	1.47% ⁽⁵⁾	05/30/2017	05/30/2017	05/30/2017	25,000,000.00	25,000,000.00
UBS AG STAMFORD CT	90275DDB3	1.67% ⁽⁵⁾	06/21/2017	06/21/2017	06/21/2017	36,000,000.00	36,003,995.75
UBS AG STAMFORD CT	90275DCY4	1.80% ⁽⁵⁾	06/20/2017	09/20/2017	09/20/2017	9,550,000.00	9,570,617.77
UBS AG STAMFORD CT	90275DFC9	1.42%	11/13/2017	11/13/2017	11/13/2017	25,000,000.00	25,000,000.00

California Asset Management Trust Cash Reserve Portfolio

Schedule of Investments

For the Month Ending

April 30, 2017

Category of Investment / Issuer	CUSIP	Yield to Maturity	Maturity Date for WAM ⁽¹⁾	Maturity Date for WAL ⁽²⁾	Final Maturity Date ⁽³⁾	Principal	Value ⁽⁴⁾
Certificate of Deposit							
WELLS FARGO BANK NA	94989RDP0	1.45% ⁽⁵⁾	06/08/2017	12/07/2017	12/07/2017	30,000,000.00	30,000,000.00
WELLS FARGO BANK NA	94989RJC3	1.30% ⁽⁵⁾	06/30/2017	03/29/2018	03/29/2018	15,000,000.00	15,000,000.00
WESTPAC BANKING CORP NY	96121T2T4	1.54%	01/19/2018	01/19/2018	01/19/2018	25,000,000.00	25,000,000.00
WESTPAC BANKING CORP NY	96121T2Z0	1.49%	02/23/2018	02/23/2018	02/23/2018	10,000,000.00	9,999,995.08
WESTPAC BANKING CORP NY	96121T3G1	1.29% ⁽⁵⁾	07/12/2017	04/12/2018	04/12/2018	28,000,000.00	28,000,000.00
Category of Investment Sub-Total						733,275,000.00	733,415,625.30
Asset Backed Commercial Paper							
MANHATTAN ASSET FUNDING CO	56274LTS3	1.16%	06/26/2017	06/26/2017	06/26/2017	25,000,000.00	24,954,888.97
OLD LINE FUNDING LLC	67984RCX5	1.39% ⁽⁵⁾	05/11/2017	07/11/2017	07/11/2017	10,000,000.00	10,000,000.00
Category of Investment Sub-Total						35,000,000.00	34,954,888.97
Portfolio Totals						2,304,375,000.00	2,302,579,526.02

California Asset Management Trust Cash Reserve Portfolio

Schedule of Investments

For the Month Ending

April 30, 2017

The Fund's Weighted Average Maturity and Weighted Average Life Maturity as of the reporting date are **49** and **76** days, respectively.

- (1) The maturity date used to calculate weighted-average maturity (WAM) under GASB 79. This takes into account the maturity shortening provisions of GASB 79 regarding demand features and interest rate adjustments.
- (2) The maturity date used to calculate weighted-average life (WAL) under GASB 79. This takes into account the maturity shortening provisions of GASB 79 regarding demand features without reference to interest rate adjustments.
- (3) The ultimate legal maturity date on which, in accordance with the terms of the security, and without reference to the maturity shortening provisions of GASB 79, the principal amount must unconditionally be paid.
- (4) The value in accordance with GASB 79. Unless otherwise noted, the fund utilizes the amortized cost method to value portfolio securities.
- (5) Adjustable rate instrument. Rate shown is that which is in effect as of reporting date.

*This information is for institutional investor use only, not for further distribution to retail investors, and does not represent an offer to sell or a solicitation of an offer to buy or sell any fund or other security. Investors should consider the Trust's investment objectives, risks, charges and expenses before investing in the Trust. This and other information about the Trust is available in the Trust's current Information Statement, which should be read carefully before investing. A copy of the Trust's Information Statement may be obtained by calling 1-800-729-7665 or is available on the Trust's website at www.camponline.com. While the Trust seeks to maintain a stable net asset value of \$1.00 per share, it is possible to lose money investing in the Trust. An investment in the Trust is not insured or guaranteed by the Federal Deposit Insurance Corporation or any other government agency. Shares of the Trust are distributed by **PFM Fund Distributors, Inc.**, member Financial Industry Regulatory Authority (FINRA) (www.finra.org) and Securities Investor Protection Corporation (SIPC) (www.sipc.org). PFM Fund Distributors, Inc. is a wholly owned subsidiary of PFM Asset Management LLC.*



State of California
Pooled Money Investment Account
Market Valuation
6/30/2017

Description	Carrying Cost Plus		Amortized Cost		Fair Value		Accrued Interest
	Accrued Interest	Purch.					
1* United States Treasury:							
Bills	\$ 13,692,767,254.60		\$ 13,728,751,205.31		\$ 13,719,815,500.00		NA
Notes	\$ 19,630,327,075.06		\$ 19,625,299,421.83		\$ 19,577,358,000.00		\$ 41,280,649.00
1* Federal Agency:							
SBA	\$ 882,589,733.26		\$ 882,570,192.18		\$ 872,312,288.85		\$ 926,565.11
MBS-REMICs	\$ 38,996,383.12		\$ 38,996,383.12		\$ 40,714,810.85		\$ 182,997.66
Debentures	\$ 1,239,486,796.46		\$ 1,239,125,268.67		\$ 1,235,188,600.00		\$ 2,639,104.30
Debentures FR	\$ -		\$ -		\$ -		\$ -
Debentures CL	\$ 150,000,000.00		\$ 150,000,000.00		\$ 149,687,000.00		\$ 77,152.50
Discount Notes	\$ 11,150,617,374.66		\$ 11,169,310,958.04		\$ 11,165,630,000.00		NA
GNMA	\$ -		\$ -		\$ -		\$ -
1* Supranational Debentures	\$ 349,845,968.23		\$ 349,845,968.23		\$ 348,153,000.00		\$ 891,562.00
1* Supranational Debentures FR	\$ 50,000,000.00		\$ 50,000,000.00		\$ 50,080,000.00		\$ 137,713.46
2* CDs and YCDs FR	\$ 625,000,000.00		\$ 625,000,000.00		\$ 625,000,000.00		\$ 1,178,642.35
2* Bank Notes	\$ 600,000,000.00		\$ 600,000,000.00		\$ 599,802,348.48		\$ 1,899,500.00
2* CDs and YCDs	\$ 14,675,000,000.00		\$ 14,675,000,000.00		\$ 14,669,085,986.46		\$ 28,253,569.48
2* Commercial Paper	\$ 8,224,098,486.16		\$ 8,237,153,416.71		\$ 8,235,998,611.13		NA
1* Corporate:							
Bonds FR	\$ -		\$ -		\$ -		\$ -
Bonds	\$ -		\$ -		\$ -		\$ -
1* Repurchase Agreements	\$ -		\$ -		\$ -		\$ -
1* Reverse Repurchase	\$ -		\$ -		\$ -		\$ -
Time Deposits	\$ 5,604,740,000.00		\$ 5,604,740,000.00		\$ 5,604,740,000.00		NA
AB 55 & GF Loans	\$ 645,650,000.00		\$ 645,650,000.00		\$ 645,650,000.00		NA
TOTAL	\$ 77,559,119,071.55		\$ 77,621,442,814.09		\$ 77,539,216,145.77		\$ 77,467,455.86

Fair Value Including Accrued Interest

\$ 77,616,683,601.63

* Governmental Accounting Standards Board (GASB) Statement #72

Repurchase Agreements, Time Deposits, AB 55 & General Fund loans, and Reverse Repurchase agreements are carried at portfolio book value (carrying cost).

The value of each participating dollar equals the fair value divided by the amortized cost (0.998940671). As an example: if an agency has an account balance of \$20,000,000.00, then the agency would report its participation in the LAIF valued at \$19,978,813.41 or \$20,000,000.00 x 0.998940671.



METROPOLITAN
TRANSPORTATION
COMMISSION

Bay Area Metro Center
375 Beale Street
San Francisco, CA 94105
TEL 415.778.6700
WEB www.mtc.ca.gov

Memorandum

TO: Administration Committee

DATE: September 6, 2017

FR: Executive Director

RE: Investment Report for July 2017

In accordance with the adopted investment policy, attached are the comprehensive investment holdings for MTC and all operating units.

Total funds under MTC management are just over \$3.8 billion. A breakdown by fund is as follows:

<u>Fund</u>	<u>Market Value (\$ million)</u>	<u>% of Total</u>
BATA Admin	\$ 1,143.9	29.9%
BATA Projects	729.5	19.0%
BATA Debt Payment	38.9	1.0%
BATA Debt Service Reserve	526.4	13.8%
BATA RM2	370.3	9.7%
MTC	400.2	10.5%
BART Car Exchange Program	381.8	10.0%
AB 1171	34.7	0.9%
FasTrak® (Customer Deposits)	108.9	2.8%
Clipper®	61.8	1.6%
BAHA	11.3	0.3%
SAFE	18.6	0.5%
RAFC	0.2	Less than 0.1%
Portfolio Total	<u>\$ 3,826.5</u>	<u>100.0%</u>

The BART Car Exchange fund is held in trust for future replacement of BART cars.

The portfolio consists mainly of Government Sponsored Enterprises (GSEs). The portfolio breakdown is as follows:

<u>Security Holding</u>	<u>Portfolio Composite</u>	<u>Policy Limits</u>
Fed Home Loan Bank	50.2%	No limit
Fed Home Loan Mortgage	27.1%	No limit
Fed National Mortgage Association	1.6%	No limit
Fed Farm Credit Bank	1.4%	No limit
Cash	9.6%	No limit
Gov't Pools	Less than 0.1%	No limit
CalTrust Medium-Term Fund	4.6%	No limit
CA Asset Mgmt Program (CAMP)	Less than 0.1%	No limit
Municipal Bonds	1.3%	No limit
Mutual Funds	3.1%	20% Portfolio/10% One Fund
Blackrock (BATA Trustee)	0.6%	Trustee Funds – No limit
Morgan Stanley (BATA Trustee)	0.5%	Trustee Funds – No limit
Portfolio Total	100.0%	

Funds held by trustee are subject to permitted investments authorized in the approved issuing documents and are not subject to mutual fund limits as defined by California law and the MTC Investment Policy.

Funds for Clipper 2.0 and Clipper Operations show as negative balances pending receipt of reimbursements from transit operators.

Credit ratings of corporate medium-term notes, mutual funds, and certificates of deposit held in the MTC portfolio are within the limits required by the MTC Investment Policy.

Liquidity Summary of MTC Portfolio

Maturity	Market Value (\$ million)	% of Total Portfolio	Cumulative Minimum Level per MTC Investment Policy
30 days or less	\$ 940.6	25%	10%
90 days or less	1,889.6 cumulative	49% cumulative	15%
1 year or less	3,407.2 cumulative	89% cumulative	30%
1-5 years	400.0	10%	
*greater than 5 years	19.3	1%	

* BAAQMD Certificate of Participation matures November 2053

The weighted maturity of the MTC portfolio is 222 days, and the maximum weighted maturity cannot exceed 5 years.

The MTC portfolio holds \$29 million (1%) in variable rate demand obligations (VRDOs) issued by various California local agencies. The VRDOs are recognized as short term investment bonds for accounting classification purposes even though the various securities have maturities up to 30 years. The classification as short term investments is possible because VRDOs have “liquidity instruments” that allow the bonds to be “put” to the liquidity support bank at any time with seven days’ notice.

If there are any questions, please contact Brian Mayhew at (415) 778-6730.



Steve Heminger

SH:sw
Attachment



MTC
Summary by Type
July 31, 2017
Grouped by Fund

Security Type	Number of Investments	Par Value	Market Value	% of Portfolio	Average YTM 365	Average Days to Maturity
Fund: MTC CASH AND CASH EQUIVALENT						
Local Agency Investment Funds	1	219,542.78	219,542.78	0.01	1.051	1
MM Funds	2	31,697,544.27	31,697,544.27	0.83	0.996	1
Subtotal	3	31,917,087.05	31,917,087.05	0.84	0.997	1
Fund: NON TRANSPORTATION PLNG						
MM Funds	1	250,127.75	250,127.75	0.01	1.070	1
Subtotal	1	250,127.75	250,127.75	0.01	1.070	1
Fund: AB664 EAST						
Federal Agency Disc. -Amortizing	10	133,550,000.00	133,131,703.30	3.48	1.014	104
Mutual Funds - Custodial	1	49,817.29	49,817.29	0.00	0.880	1
MM Funds	1	11,123,883.18	11,123,883.18	0.29	1.070	1
Subtotal	12	144,723,700.47	144,305,403.77	3.77	1.018	96
Fund: AB664 WEST						
Federal Agency Disc. -Amortizing	4	39,540,000.00	39,466,091.08	1.03	0.948	63
Mutual Funds - Custodial	1	89,070.91	89,070.91	0.00	0.880	1
MM Funds	1	10,405,085.37	10,405,085.37	0.27	1.070	1
Subtotal	6	50,034,156.28	49,960,247.36	1.30	0.974	50
Fund: 5% STATE						
MM Funds	1	11,539,745.07	11,539,745.07	0.30	1.070	1
Subtotal	1	11,539,745.07	11,539,745.07	0.30	1.070	1
Fund: 2% TRANSIT RESERVES FERRY						
Federal Agency Disc. -Amortizing	3	13,200,000.00	13,180,658.40	0.34	0.984	51
Mutual Funds - Custodial	1	56,647.44	56,647.44	0.00	0.880	1
MM Funds	1	4,372,735.72	4,372,735.72	0.11	1.070	1
Subtotal	5	17,629,383.16	17,610,041.56	0.45	1.005	38

MTC
Summary by Type
July 31, 2017
Grouped by Fund

Page 2

Security Type	Number of Investments	Par Value	Market Value	% of Portfolio	Average YTM 365	Average Days to Maturity
Fund: 2% TRANSIT RESERVES STUDIES						
Federal Agency Disc. -Amortizing	3	20,350,000.00	20,318,005.05	0.53	0.972	55
Mutual Funds - Custodial	1	82,820.37	82,820.37	0.00	0.880	1
MM Funds	1	2,215,535.86	2,215,535.86	0.06	1.070	1
Subtotal	5	22,648,356.23	22,616,361.28	0.59	0.981	49
Fund: 90% RAIL RESERVE EAST						
Federal Agency Disc. -Amortizing	7	55,500,000.00	55,383,137.20	1.45	0.927	71
Mutual Funds - Custodial	1	50,114.53	50,114.53	0.00	0.880	1
MM Funds	1	8,558,950.98	8,558,950.98	0.22	1.070	1
Subtotal	9	64,109,065.51	63,992,202.71	1.67	0.946	62
Fund: 90% RAIL RESERVE WEST						
Federal Agency Disc. -Amortizing	4	19,000,000.00	18,965,334.80	0.50	1.001	63
Mutual Funds - Custodial	1	96,711.83	96,711.83	0.00	0.880	1
MM Funds	1	493,811.19	493,811.19	0.01	1.070	1
Subtotal	6	19,590,523.02	19,555,857.82	0.51	1.002	61
Fund: MTC FEEDER BUS						
MM Funds	1	169,178.43	169,178.43	0.00	1.070	1
Subtotal	1	169,178.43	169,178.43	0.00	1.070	1
Fund: MTC EXCHANGE FUND						
MM Funds	1	29,716,653.99	29,716,653.99	0.78	1.070	1
Subtotal	1	29,716,653.99	29,716,653.99	0.78	1.070	1
Fund: BART CAR EXCHANGE PROGRAM						
Federal Agency Disc. -Amortizing	14	302,580,000.00	301,704,158.29	7.88	0.979	96
Federal Agency Coupon Securities	6	80,200,000.00	80,018,480.25	2.09	1.190	491
Mutual Funds - Custodial	1	115,499.71	115,499.71	0.00	0.880	1
Subtotal	21	382,895,499.71	381,838,138.25	9.97	1.023	179
Fund: CLIPPER CAPITAL (MTC)						
MM Funds	1	9,251,339.55	9,251,339.55	0.24	1.070	1

MTC
Summary by Type
July 31, 2017
Grouped by Fund

Page 3

Security Type	Number of Investments	Par Value	Market Value	% of Portfolio	Average YTM 365	Average Days to Maturity
Subtotal	1	9,251,339.55	9,251,339.55	0.24	1.070	1
Fund: CLIPPER 2.0 (MTC)						
MM Funds	1	-240,881.86	-240,881.86 *	-0.01	0.000	1
Subtotal	1	-240,881.86	-240,881.86	-0.01	0.000	1
Fund: CLIPPER OPERATIONS (MTC)						
MM Funds	1	-1,836,986.95	-1,836,986.95 *	-0.05	0.000	1
Subtotal	1	-1,836,986.95	-1,836,986.95	-0.05	0.000	1
Fund: MTC CAPITAL PROJECTS						
MM Funds	1	1,326,455.00	1,326,455.00	0.03	1.070	1
Subtotal	1	1,326,455.00	1,326,455.00	0.03	1.070	1
Fund: SAFE						
Local Agency Investment Funds	1	108,321.00	108,321.00	0.00	1.051	1
MM Funds	1	7,285,746.95	7,285,746.95	0.19	1.070	1
Subtotal	2	7,394,067.95	7,394,067.95	0.19	1.070	1
Fund: SAFE CAPITAL PROJECTS						
MM Funds	1	11,234,723.50	11,234,723.50	0.29	1.070	1
Subtotal	1	11,234,723.50	11,234,723.50	0.29	1.070	1
Fund: RM2 OPERATING						
MM Funds	1	7,034,206.45	7,034,206.45	0.18	1.070	1
Subtotal	1	7,034,206.45	7,034,206.45	0.18	1.070	1
Fund: UB DEBT PAYMENT - TRUSTEE						
Mutual Funds - Trustee	1	21,880,406.85	21,880,406.85	0.57	0.840	1
Subtotal	1	21,880,406.85	21,880,406.85	0.57	0.840	1
Fund: DEBT SERVICE RESERVE						
Mutual Funds - Trustee	1	71,274.92	71,274.92	0.00	0.840	1
Federal Agency Disc. -Amortizing	3	12,830,000.00	12,769,094.26	0.33	1.127	154
Federal Agency Coupon - Actual	1	10,000,000.00	10,002,355.00	0.26	1.029	661

* Pending reimbursement from transit operators

MTC
Summary by Type
July 31, 2017
Grouped by Fund

Page 4

Security Type	Number of Investments	Par Value	Market Value	% of Portfolio	Average YTM 365	Average Days to Maturity
Fund: DEBT SERVICE RESERVE						
Federal Agency Coupon Securities	27	314,600,000.00	314,027,963.73	8.21	1.077	364
Municipal Bonds	3	7,750,000.00	7,758,482.33	0.20	0.670	113
Municipal Bonds	2	5,450,000.00	5,450,000.00	0.14	0.696	31
Subtotal	37	350,701,274.92	350,079,170.24	9.14	1.063	354
Fund: BATA 2013 S-4 RESERVE						
Federal Agency Disc. -Amortizing	1	100,000.00	99,545.80	0.00	1.116	150
Federal Agency Coupon Securities	6	47,520,000.00	47,441,209.00	1.24	0.883	185
Mutual Funds - Trustee	1	12,136.05	12,136.05	0.00	0.880	1
Subtotal	8	47,632,136.05	47,552,890.85	1.24	0.883	185
Fund: BATA SUB 2014 S-5 RESERVE						
Federal Agency Coupon Securities	1	1,400,000.00	1,399,785.80	0.04	0.699	17
Mutual Funds - Trustee	1	40,294.19	40,294.19	0.00	0.880	1
Subtotal	2	1,440,294.19	1,440,079.99	0.04	0.704	17
Fund: BATA SUB 2014 S-6 RESERVE						
Federal Agency Disc. -Amortizing	1	100,000.00	99,724.00	0.00	1.038	92
Federal Agency Coupon Securities	3	13,908,000.00	13,901,575.65	0.36	0.667	49
Mutual Funds - Trustee	1	4,740.61	4,740.61	0.00	0.880	1
Subtotal	5	14,012,740.61	14,006,040.26	0.36	0.669	49
Fund: BATA 2010 S-1 RESERVE						
Federal Agency Coupon - Actual	1	10,000,000.00	10,009,050.00	0.26	0.923	104
Federal Agency Coupon Securities	8	46,860,000.00	46,769,917.07	1.22	1.089	376
Federal Agency Disc. -Amortizing	3	13,300,000.00	13,244,111.40	0.35	1.103	138
Mutual Funds - Trustee	1	26,143.35	26,143.35	0.00	0.880	1
Subtotal	13	70,186,143.35	70,049,221.82	1.83	1.068	292
Fund: BONY DEBT PAYMENT - TRUSTEE						
Mutual Funds - Trustee	1	17,061,697.45	17,061,697.45	0.45	0.880	1
Subtotal	1	17,061,697.45	17,061,697.45	0.45	0.880	1

MTC
Summary by Type
July 31, 2017
Grouped by Fund

Page 5

Security Type	Number of Investments	Par Value	Market Value	% of Portfolio	Average YTM 365	Average Days to Maturity
Fund: BATA 2010 S-2 RESERVE						
Federal Agency Disc. -Amortizing	2	10,100,000.00	10,061,468.50	0.26	1.084	126
Federal Agency Coupon Securities	2	11,080,000.00	11,076,919.60	0.29	0.887	176
Mutual Funds - Trustee	1	50,059.84	50,059.84	0.00	0.880	1
Subtotal	5	21,230,059.84	21,188,447.94	0.55	0.981	152
Fund: BATA 2010 S-3 RESERVE						
Federal Agency Coupon Securities	3	11,030,000.00	11,024,138.50	0.29	1.387	754
Federal Agency Disc. -Amortizing	2	11,100,000.00	11,073,993.90	0.29	1.059	78
Mutual Funds - Trustee	1	20,522.47	20,522.47	0.00	0.880	1
Subtotal	6	22,150,522.47	22,118,654.87	0.58	1.222	415
Fund: RM2 CAPITAL						
Mutual Funds - Custodial	3	2,651,881.25	2,654,778.25	0.07	1.365	1
Federal Agency Disc. -Amortizing	12	189,800,000.00	189,226,013.55	4.95	1.018	101
MM Funds	1	15,295,237.12	15,295,237.12	0.40	1.070	1
Subtotal	16	207,747,118.37	207,176,028.92	5.42	1.027	92
Fund: BATA REHAB RESERVE						
Mutual Funds - Custodial	2	10,055,163.03	10,066,540.25	0.26	1.377	1
Federal Agency Disc. -Amortizing	5	63,500,000.00	63,365,079.10	1.66	0.963	73
MM Funds	1	890,938.01	890,938.01	0.02	1.070	1
Subtotal	8	74,446,101.04	74,322,557.36	1.94	1.020	62
Fund: BATA REHAB PROJECTS						
Federal Agency Disc. -Amortizing	10	194,280,000.00	193,838,699.66	5.07	0.973	77
Mutual Funds - Custodial	1	16,532,862.72	16,532,862.72	0.43	0.880	1
MM Funds	1	4,626,270.23	4,626,270.23	0.12	1.070	1
Subtotal	12	215,439,132.95	214,997,832.61	5.62	0.968	69
Fund: BATA - SEISMIC CAPITAL						
Mutual Funds - Custodial	4	8,950,012.61	8,951,371.96	0.23	0.720	1
Federal Agency Coupon - Actual	1	15,000,000.00	15,019,800.00	0.39	0.822	251

MTC
Summary by Type
July 31, 2017
Grouped by Fund

Page 6

Security Type	Number of Investments	Par Value	Market Value	% of Portfolio	Average YTM 365	Average Days to Maturity
Fund: BATA - SEISMIC CAPITAL						
Federal Agency Disc. -Amortizing	13	268,000,000.00	267,518,492.30	6.99	0.947	62
Municipal Bonds	1	3,500,000.00	3,500,000.00	0.09	0.698	31
MM Funds	1	5,653,575.50	5,653,575.50	0.15	1.070	1
Subtotal	20	301,103,588.11	300,643,239.76	7.85	0.933	68
Fund: AB 1171 PROJECTS						
Federal Agency Disc. -Amortizing	3	20,950,000.00	20,914,571.00	0.55	1.046	58
Mutual Funds - Custodial	2	60,812.39	60,812.39	0.00	0.928	1
MM Funds	1	13,710,192.59	13,710,192.59	0.36	1.070	1
Subtotal	6	34,721,004.98	34,685,575.98	0.91	1.055	35
Fund: EXPRESS LANES CAPITAL						
Mutual Funds - Custodial	3	10,147,415.16	10,158,935.73	0.27	1.379	1
Federal Agency Coupon Securities	1	2,250,000.00	2,246,859.00	0.06	1.234	471
Federal Agency Disc. -Amortizing	12	185,000,000.00	184,379,162.50	4.82	1.015	111
MM Funds	1	17,122,755.53	17,122,755.53	0.45	1.070	1
Subtotal	17	214,520,170.69	213,907,712.76	5.60	1.039	100
Fund: RM1 BATA ADMIN - SELF INSURED						
Mutual Funds - Custodial	3	70,231,237.45	70,310,991.67	1.84	1.379	1
Federal Agency Coupon - Actual	2	28,200,000.00	28,271,574.40	0.74	1.097	380
Federal Agency Disc. -Amortizing	7	166,150,000.00	165,629,386.55	4.33	0.990	103
Federal Agency Coupon Securities	6	45,400,000.00	45,377,032.66	1.19	0.872	164
MM Funds	1	73,985.87	73,985.87	0.00	1.070	1
Subtotal	19	310,055,223.32	309,662,971.15	8.10	1.070	114
Fund: RM1 BATA ADMIN - O&M RESERVE						
Mutual Funds - Custodial	3	12,045,723.84	12,058,263.31	0.32	1.358	1
Federal Agency Disc. -Amortizing	8	115,970,000.00	115,564,937.40	3.02	1.005	115
Federal Agency Coupon Securities	2	20,000,000.00	19,954,595.00	0.52	0.775	196
Municipal Bonds	1	5,930,000.00	5,930,000.00	0.15	0.698	31

MTC
Summary by Type
July 31, 2017
Grouped by Fund

Page 7

Security Type	Number of Investments	Par Value	Market Value	% of Portfolio	Average YTM 365	Average Days to Maturity
Fund: RM1 BATA ADMIN - O&M RESERVE						
MM Funds	1	76,301.17	76,301.17	0.00	1.070	1
Subtotal	15	154,022,025.01	153,584,096.88	4.01	0.991	113
Fund: RM1 BATA ADMIN						
Municipal Bonds	1	19,300,000.00	19,300,000.00	0.50	2.020	13,241
Mutual Funds - Custodial	4	72,083,461.85	72,163,474.52	1.89	1.358	1
Federal Agency Disc. -Amortizing	16	459,000,000.00	457,523,881.78	11.96	1.009	106
Local Agency Investment Funds	1	235.99	235.99	0.00	1.051	1
Municipal Bonds	1	5,900,000.00	5,900,000.00	0.15	0.690	31
MM Funds	1	46,947,840.27	46,947,840.27	1.23	1.070	1
Subtotal	24	603,231,538.11	601,835,432.56	15.73	1.084	506
Fund: RM2 ADMIN RESERVES						
Mutual Funds - Custodial	2	9,738,925.39	9,738,925.39	0.25	0.817	1
Federal Agency Disc. -Amortizing	8	128,900,000.00	128,568,181.29	3.36	0.973	86
MM Funds	1	17,814,223.82	17,814,223.82	0.47	1.070	1
Subtotal	11	156,453,149.21	156,121,330.50	4.08	0.974	71
Fund: UNDISTRIBUTED FUNDS						
MM Funds	1	1,524,726.87	1,524,726.87	0.04	0.000 *	1
Subtotal	1	1,524,726.87	1,524,726.87	0.04	0.000	1
Fund: SEISMIC ADMIN						
Mutual Funds - Custodial	3	931,758.54	931,969.04	0.02	0.995	1
MM Funds	1	2,033,029.65	2,033,029.65	0.05	1.070	1
Subtotal	4	2,964,788.19	2,964,998.69	0.07	1.046	1
Fund: FASTRAK						
MM Funds	5	25,251,610.15	25,251,610.15	0.66	0.000 **	1
Mutual Funds - Custodial	1	83,607,464.96	83,607,464.96	2.18	0.428	1
Subtotal	6	108,859,075.11	108,859,075.11	2.84	0.329	1
Fund: CLIPPER						

* Earnings Credit Rate of 0.01%

** Earnings Allowance Rate of 0.35%

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MTC
Summary by Type
July 31, 2017
Grouped by Fund

Page 8

Security Type	Number of Investments	Par Value	Market Value	% of Portfolio	Average YTM 365	Average Days to Maturity
Fund: CLIPPER						
MM Funds	4	61,796,632.75	61,796,632.75	1.61	0.000 *	1
Subtotal	4	61,796,632.75	61,796,632.75	1.61	0.000	1
Fund: BAHA OPERATING						
MM Funds	2	893,765.56	893,765.56	0.02	0.129	1
Subtotal	2	893,765.56	893,765.56	0.02	0.129	1
Fund: BAHA OWNER'S						
MM Funds	1	2,150,157.83	2,150,157.83	0.06	0.000 **	1
Subtotal	1	2,150,157.83	2,150,157.83	0.06	0.000	1
Fund: BAHA CAPITAL						
Mutual Funds - Custodial	1	47,032.82	47,032.82	0.00	0.880	1
MM Funds	1	7,723,170.36	7,723,170.36	0.20	1.070	1
Subtotal	2	7,770,203.18	7,770,203.18	0.20	1.069	1
Fund: 375 BEALE STREET (BAHA)						
MM Funds	1	445,298.34	445,298.34	0.01	1.070	1
Subtotal	1	445,298.34	445,298.34	0.01	1.070	1
Fund: RAFC						
MM Funds	1	160,189.27	160,189.27	0.00	0.010	1
Subtotal	1	160,189.27	160,189.27	0.00	0.010	1
Total and Average	327	3,833,985,564.93	3,826,512,405.03	100.00	0.986	185***

* Earnings Credit Rate of 0.04%

** Earnings Credit Rate of 0.01%

*** Average Days to Maturity of the CALTRUST MEDIUM-TERM FUND is 807 days

The adjusted Average Days to Maturity of the MTC Portfolio is 222 days



MTC
Summary by Issuer
July 31, 2017

Issuer	Number of Investments	Par Value	Market Value	% of Portfolio	Average YTM 365	Average Days to Maturity
FASTRAK - PREPAID	1	20,023,847.39	20,023,847.39	0.52	0.000	1
BAY AREA AIR QUALITY MGMT DIST	1	19,300,000.00	19,300,000.00	0.50	2.020	13,241
BLK ROCK T-FUND TRUSTEE	2	21,951,681.77	21,951,681.77	0.57	0.840	1
FASTRAK - PARKING FEES	1	45,634.69	45,634.69	0.00	0.000	1
FASTRAK - VIOLATIONS	1	2,570,141.06	2,570,141.06	0.07	0.000	1
FASTRAK - REFUND	1	1,293,638.90	1,293,638.90	0.03	0.000	1
FASTRAK - FEE ACCOUNT	1	1,318,348.11	1,318,348.11	0.03	0.000	1
CALIFORNIA ASSET MANAGEMENT PR	8	1,168,967.93	1,168,967.93	0.03	1.120	1
CASH BALANCE	3	3,822,426.00	3,822,426.00	0.10	0.000	1
CALTRUST MEDIUM-TERM FUND	8	175,500,700.61	175,700,371.61	4.59	1.380	1
EAST BAY MUD	1	7,000,000.00	7,008,155.19	0.18	0.720	122
FED FARM CREDIT BANK	4	53,200,000.00	53,300,424.40	1.39	0.987	292
FED HOME LOAN BANK	125	1,924,740,000.00	1,919,047,657.11	50.15	1.019	127
FED HOME LOAN MTG CORP	87	1,040,308,000.00	1,038,338,079.39	27.14	0.968	174
FED NATIONAL MTG ASSN	5	62,000,000.00	61,880,525.87	1.62	1.030	157
LAIF	3	328,099.77	328,099.77	0.01	1.051	1
LOS ANGELES DEPT WTR & PWR	2	7,400,000.00	7,400,000.00	0.19	0.690	31
MORGAN STANLEY GOVT TRUSTEE	7	17,215,593.96	17,215,593.96	0.45	0.880	1
MORGAN STANLEY GOVT CUSTODY	19	33,524,874.59	33,524,874.59	0.88	0.880	1
SAN FRANCISCO CA AIRPORT COMM	5	14,130,000.00	14,130,327.14	0.37	0.672	31
FASTRAK BLK ROCK TREAS TR FUND	1	83,607,464.96	83,607,464.96	2.18	0.428	1
UBOC CHECKING	2	2,361,348.20	2,361,348.20	0.06	0.010	1
UBOC DISTRICT 4 AND CHANGE FUN	1	1,524,726.87	1,524,726.87	0.04	0.000	1

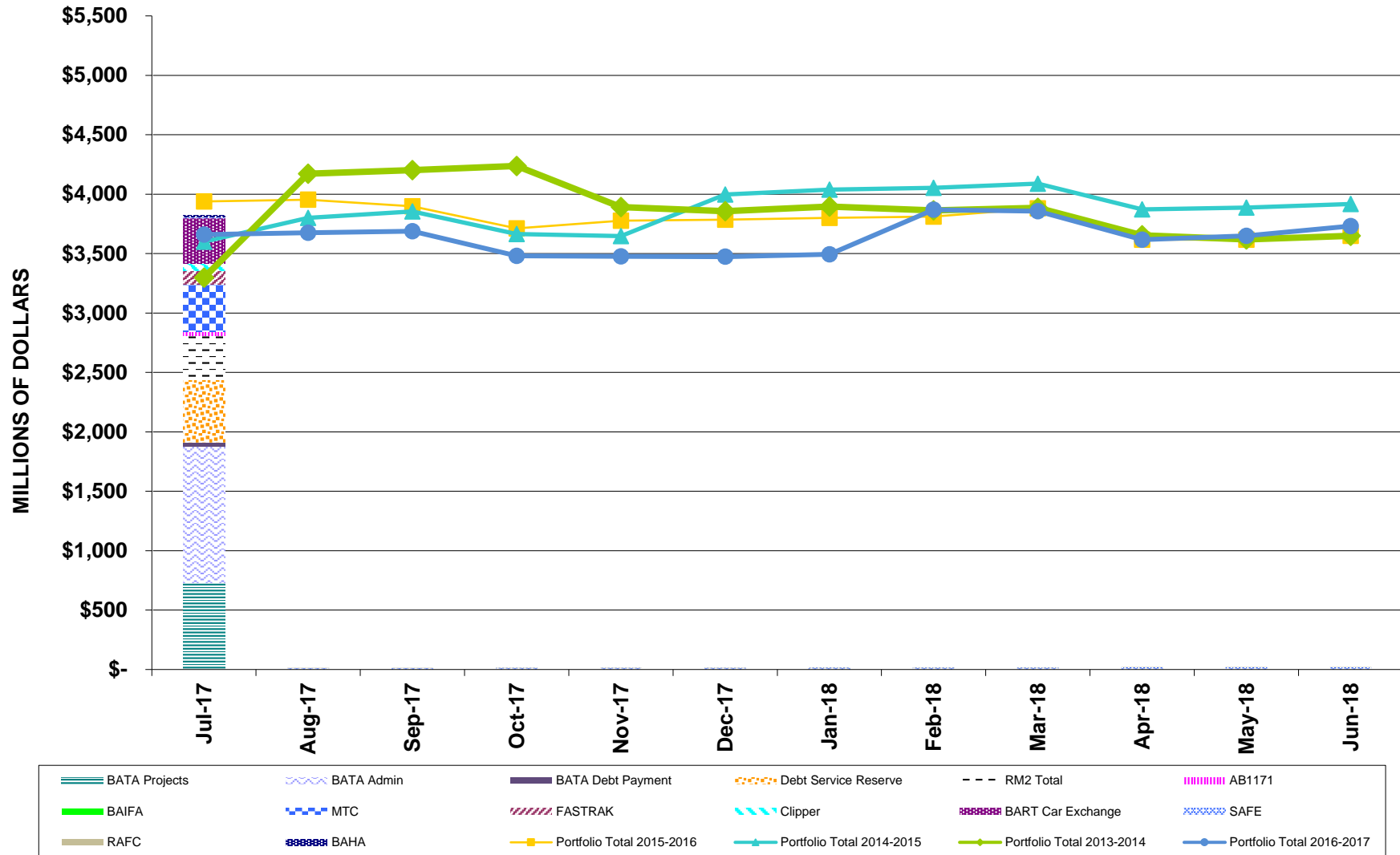
MTC
Summary by Issuer
July 31, 2017

Page 2

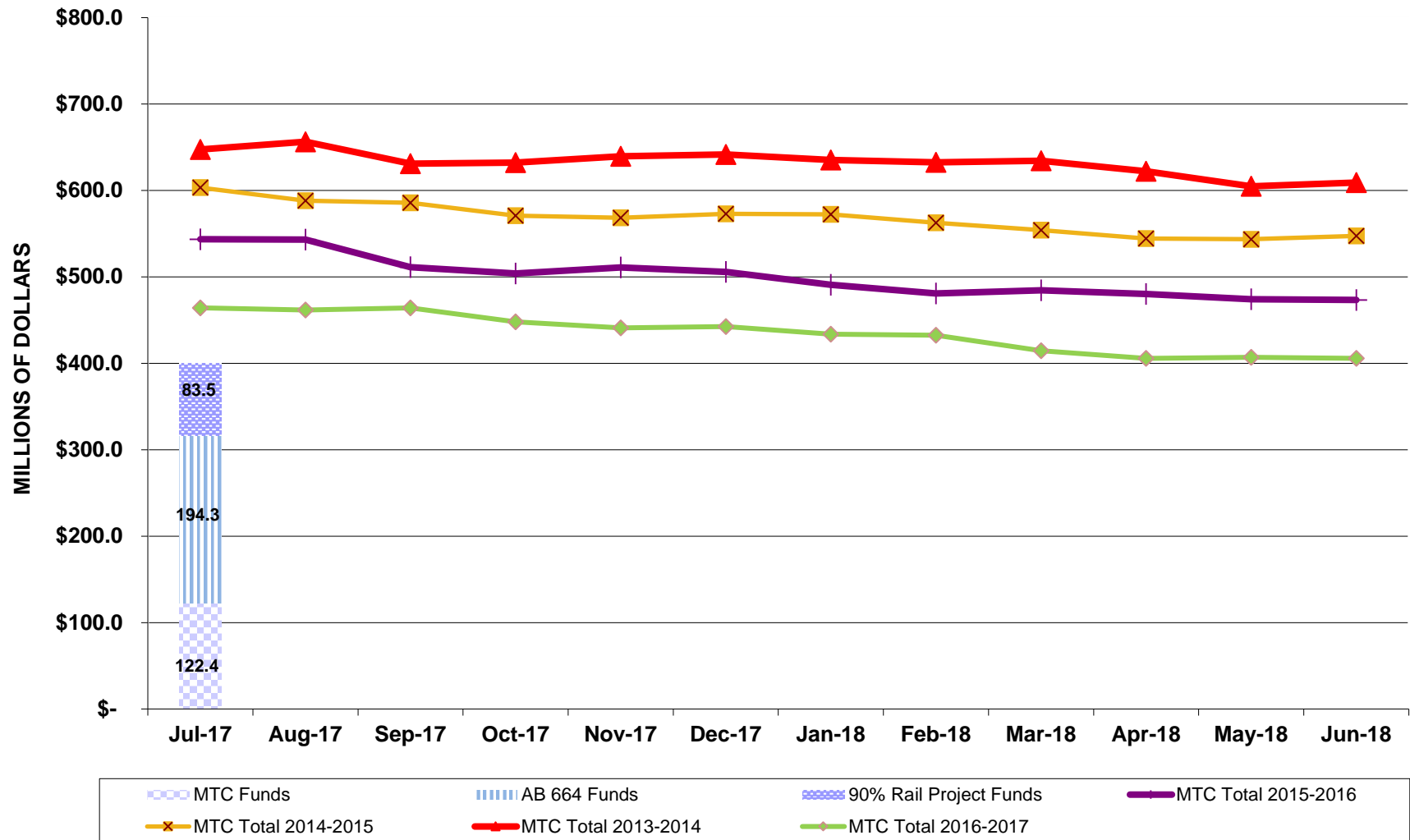
Issuer	Number of Investments	Par Value	Market Value	% of Portfolio	Average YTM 365	Average Days to Maturity
UBOC INTEREST ON CHECKING	32	274,916,877.12	274,916,877.12	7.18	1.078	1
CLIPPER SETTLEMENT ACCOUNT	1	462,552.69	462,552.69	0.01	0.000	1
CLIPPER FLOAT ACCOUNT	1	60,453,019.29	60,453,019.29	1.58	0.000	1
CLIPPER PARTICIPANT CLAIM FUND	1	615,995.50	615,995.50	0.02	0.000	1
UBOC BAHA CHECKING	2	2,936,560.25	2,936,560.25	0.08	0.000	1
CLIPPER REFUND ACCOUNT	1	265,065.27	265,065.27	0.01	0.000	1
Total and Average	327	3,833,985,564.93	3,826,512,405.03	100.00	0.986	185 *

*Average Days to Maturity of the CALTRUST MEDIUM-TERM FUND is 807 days
The adjusted Average Days to Maturity of the MTC Portfolio is 222 days

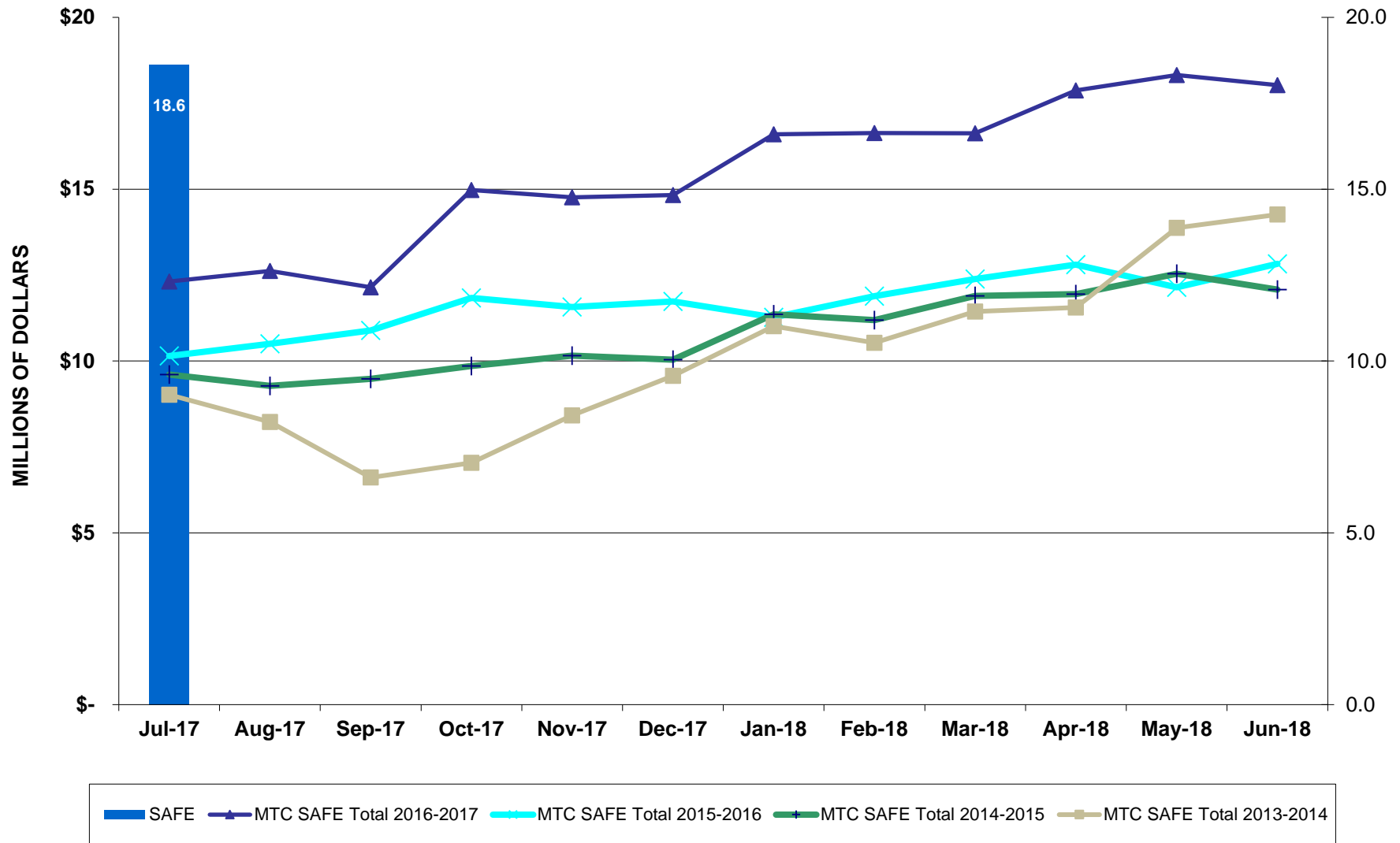
TOTAL PORTFOLIO July 2017



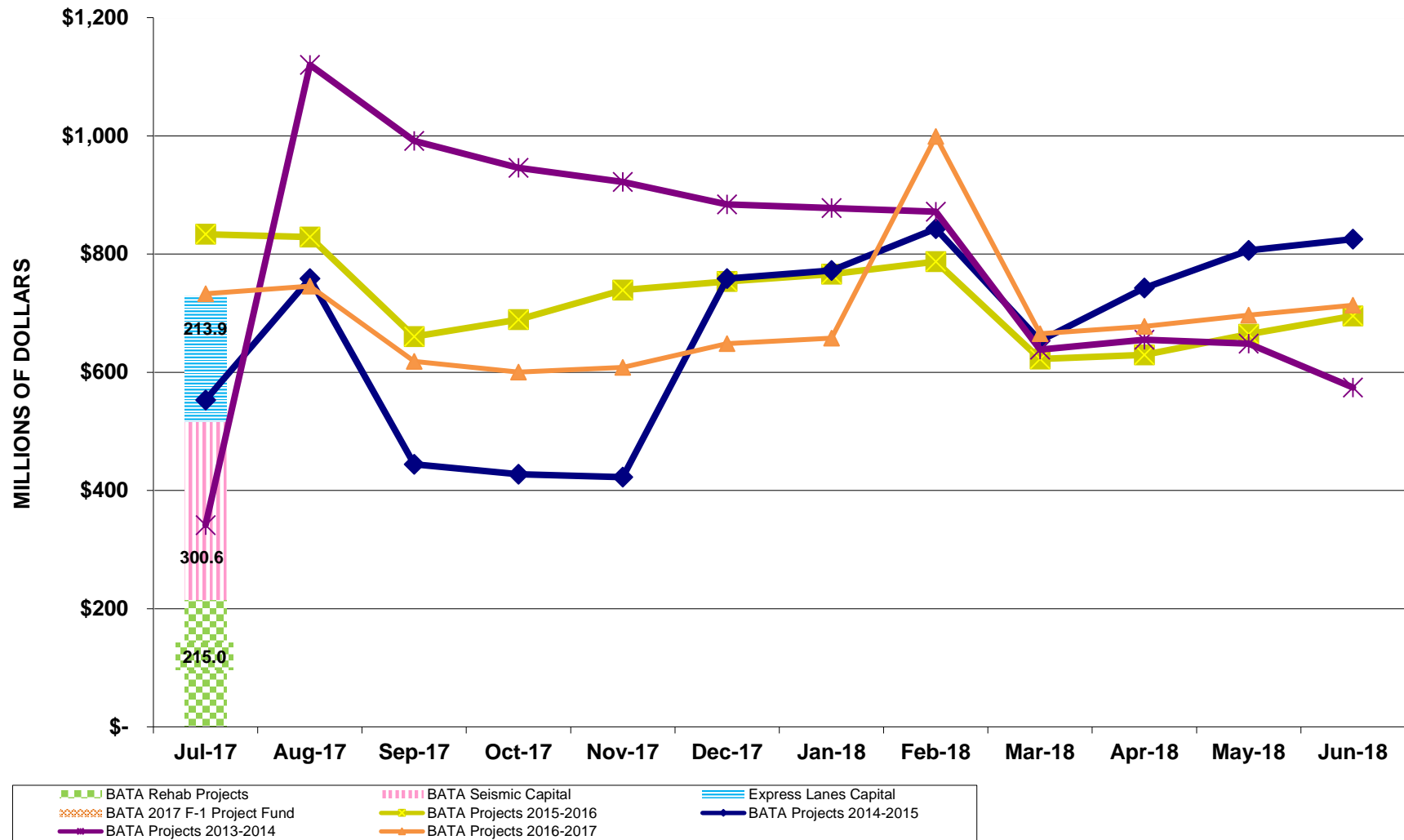
MTC FUNDS July 2017



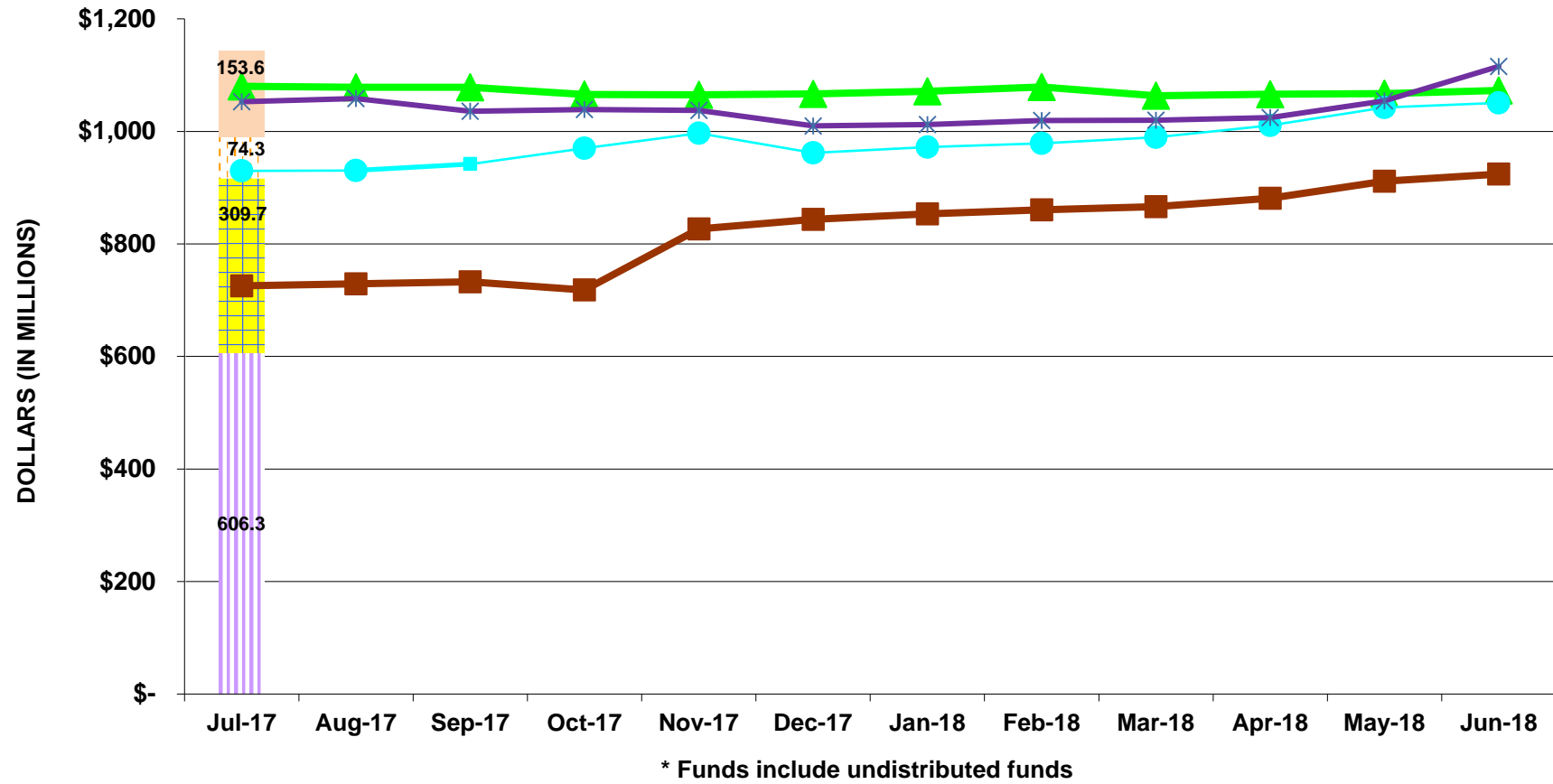
MTC SAFE FUNDS July 2017



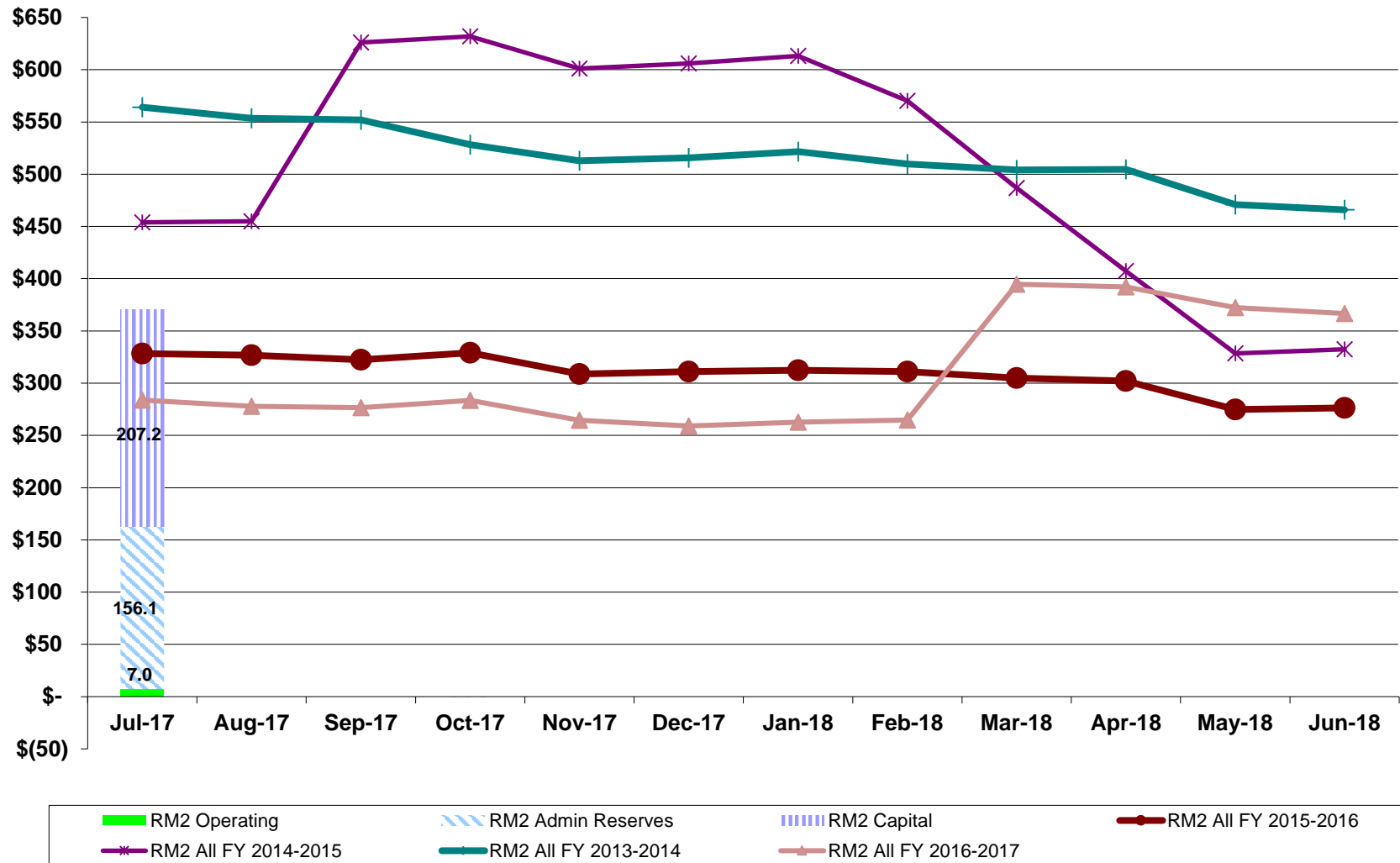
BATA PROJECTS July 2017



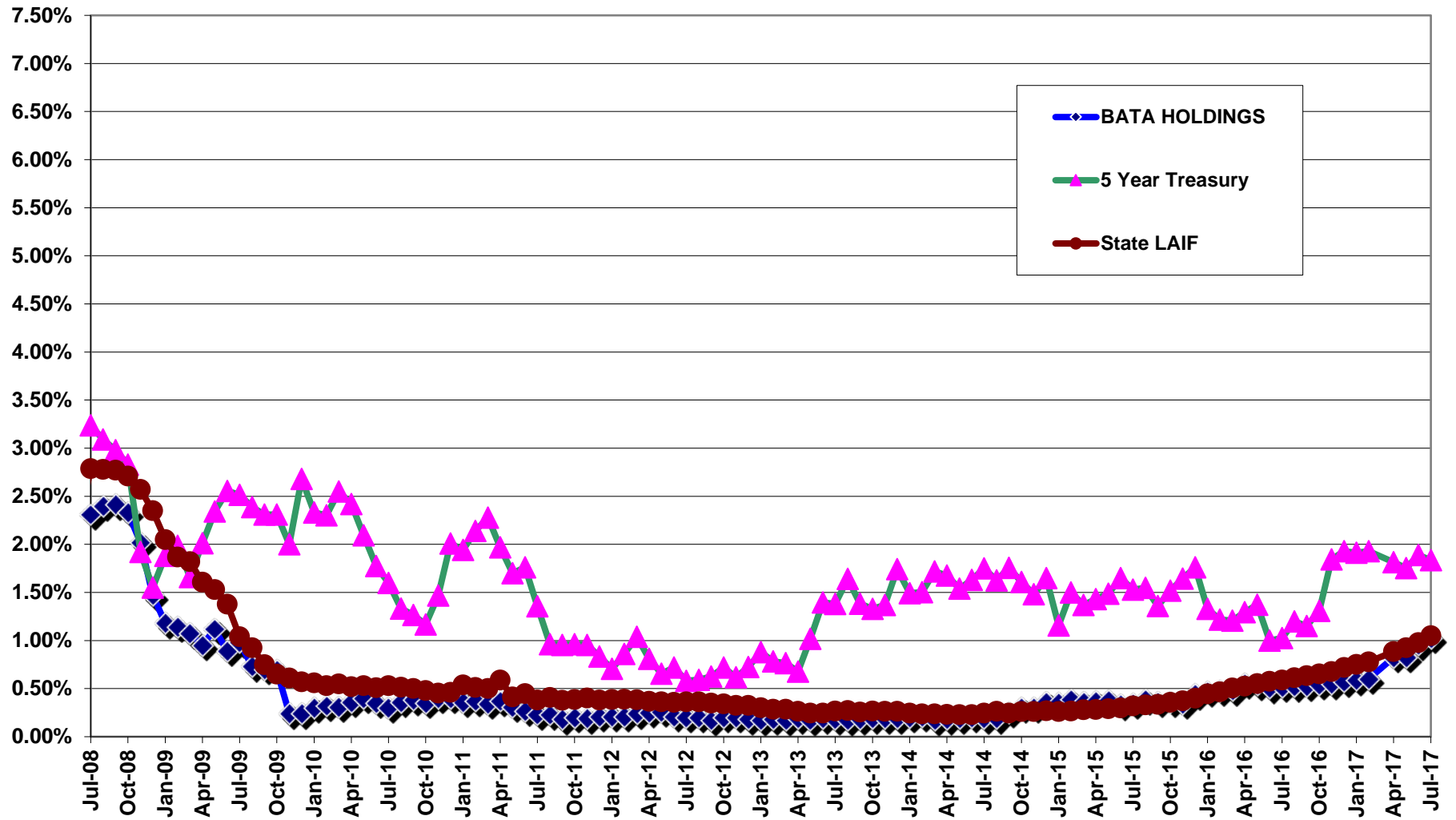
BATA ADMIN July 2017



REGIONAL MEASURE 2 FUNDS July 2017



Investment Rate Benchmarks
July 2017
(BATA)





Metropolitan Transportation Commission

375 Beale Street, Suite 800
San Francisco, CA 94105

Legislation Details (With Text)

File #: 17-2751 **Version:** 1 **Name:**
Type: Report **Status:** Consent
File created: 7/25/2017 **In control:** Administration Committee
On agenda: 9/13/2017 **Final action:**
Title: MTC Financial Statements Unaudited for June 2017
Sponsors:
Indexes:
Code sections:
Attachments: [2c_Financial_Statement_June'2017.pdf](#)

Date	Ver.	Action By	Action	Result
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Subject:
MTC Financial Statements Unaudited for June 2017

Presenter:
Sonia Elsonbaty

Recommended Action:
Information



METROPOLITAN
TRANSPORTATION
COMMISSION

Bay Area Metro Center
375 Beale Street
San Francisco, CA 94105
TEL 415.778.6700
WEB www.mtc.ca.gov

Memorandum

TO: Administration Committee

DATE: September 6, 2017

FR: Deputy Executive Director, Operations

RE: MTC Financial Statements for June 2017 (Unaudited)

Attached please find MTC financial statements for the fiscal period ending June 30, 2017. The June 2017 financials are preliminary, unaudited and subject to change upon completion of the annual audit process. Major highlights of the fiscal year 2016-17 statements include:

Operating Balance: MTC ended the FY 2016-17 budget year with an operating balance of \$1.6 million on revenue of \$45.4 million against expenditures of \$43.8 million. The unearned portion of federal planning revenue is not lost but will be reallocated and incorporated into the FY 2017-18 budget along with the balance of estimated \$6.6 million in encumbered contracts.

Operating Income: The total operating income for FY 2016-17 was at \$45.4 million or 80% of the FY 2016-17 budget. Revenue from TDA was at \$13.1 million or 5% over the adopted budget. This makes the eighth consecutive year of TDA (Sales Tax) growth.

Transfers: Transfers include the annual 1% BATA administration fee in the amount of \$7.6 million.

Other Financing Sources: The \$11.1 million is proceeds from the sale of the Oakland Metro Center.

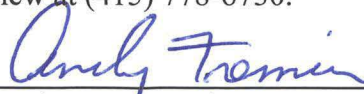
Capital Contribution: The \$11.4 million is contribution to BAHA from MTC's sale of the Metro Center.

Operating Expenditures: Total operating expenditures, excluding contracts, were \$27.4 million, 2% under the FY2016-17 budget. Contract services ended at \$16.4 million, \$12.3 million under budget. Adding the \$6.6 million in year end encumbrances to year end expenditures increases contract costs to \$23 million or 80% of the FY 2016-17 budget.

General Operations includes \$147,678 of closing costs for the sale of the Metro Center.

Federal Grants: There are eleven new grants in the FY 2016-17 that have been awarded. There are four grants that have been completed and will be closed out in FY 2016-17.

If there are any questions, please contact Brian Mayhew at (415) 778-6730.



Andrew B. Fremier

AF:bm

Attachment

J:\COMMITTEE\Administration\2016 by Month\09_Sep'2017_Admin\2c_Financial_Statement_June'2017_Memo.docx

OPERATING INCOME
MTC OPERATING BUDGET FOR FY 2016-17
As of June, 2017 (100% of year) (Unaudited)

	3	4	5	6
	FY 2016-17	Actual	Budget Balance	% of Budget
Operating Revenue	Total Budget	Revenue	Over/(Under)	(col 4/3)
General Fund Revenue:				
TDA	12,500,000	13,088,719	588,719	104.7%
Interest	20,000	76,642	56,642	383.2%
General Fund Total	12,520,000	13,165,362	645,362	105.2%
Federal Planning Revenue:				
FHWA	8,581,331	8,506,066	(75,265)	99.1%
FHWA - SP&R Partnership PL Grant	300,000	78,033	(221,967)	26.0%
Sustainable Transportation Planning Grant	150,000	28,369	(121,631)	18.9%
FTA	6,247,329	4,199,513	(2,047,816)	67.2%
FTA 5304	708,000	48,136	(659,864)	6.8%
Federal Planning Revenue Total	15,986,659	12,860,117	(3,126,543)	80.4%
State Funding Revenue:				
STIP	742,776	615,927	(126,850)	82.9%
State Revenue Total	742,776	615,927	(126,850)	82.9%
Local Funding Revenue:				
TFCA	1,169,117	342,438	(826,679)	29.3%
ABAG	-	87,544	87,544	0.0%
HOV	500,000	519,570	19,570	0.0%
Pavement Management	1,465,000	1,184,557	(280,443)	80.9%
PTAP Local Match	143,953	170,581	26,628	118.5%
BAAQMD	308,749	649,958	341,209	210.5%
Misc	1,566,006	1,564,422	(1,584)	99.9%
Local Funding Total	5,152,826	4,519,071	(633,755)	87.7%
Transfers:				
BATA Reimbursement	2,260,798	903,332	(1,357,466)	40.0%
RAFC	74,640	296,518	221,878	397.3%
SAFE	2,329,230	609,660	(1,719,570)	26.2%
BATA 1%	7,297,531	7,614,780	317,249	104.3%
2% Transit Transfers	452,868	51,785	(401,083)	11.4%
Transfers in - STA	3,331,274	1,338,515	(1,992,759)	40.2%
Transfer from or (to) Reserve/Capital	6,683,025	3,666,133	(3,016,892)	54.9%
Transfers Total	22,429,366	14,480,723	(7,948,642)	64.6%
Other Financing Sources:				
Sale of 101 Metro Center	-	11,146,656	11,146,656	100.0%
Capital Contribution - BAHA	-	(11,422,704)	(11,422,704)	100.0%
Total Operating Revenue	56,831,627	45,365,151	(11,466,476)	79.8%

OPERATING EXPENDITURES
MTC OPERATING BUDGET FOR FY 2016-17
As of June, 2017 (100% of year) (Unaudited)

	3	4	5	6	7
	FY 2016-17	Actual	Budget Balance	% of Budget	
Operating Expenditures	Total Budget	Expense	Over/(Under)	(col 4/3)	Encumbrance
Salaries & Benefits	23,251,740	22,910,218	(341,522)	98.5%	
Travel & Training	402,000	377,071	(24,929)	93.8%	
Commission Expense					
Commissioner Expense	70,000	112,997	42,997	161.4%	
Advisory Committees	15,000	16,750	1,750	111.7%	
Printing & Graphics	134,100	84,875	(49,225)	63.3%	
Computer Services	1,404,500	1,377,500	(27,000)	98.1%	
General Operations	2,838,624	2,531,931	(306,693)	89.2%	
Total operating	28,115,964	27,411,342	(704,622)	97.5%	-
Contract Services	28,715,663	16,382,571	(12,333,091)	57.1%	6,568,672
Total Operating Expenditures	56,831,627	43,793,914	(13,037,713)	77.1%	6,568,672

MTC CAPITAL BUDGETS
As of June, 2017 (100% of year) (Unaudited)

<u>Capital</u>	<u>Total Budget</u>	<u>Actual</u>	<u>Encumbrance</u>	<u>Balance</u>
Transfer from Reserves	\$0	\$0	\$0	\$0
Expense	\$674,032	\$618,388	\$76,156	(\$20,511)

<u>Hub Signage Program</u>	<u>LTD Total Budget</u>	<u>LTD Actual</u>	<u>Encumbrance</u>	<u>LTD Balance</u>
Prop 1B	9,856,450	9,856,450	-	-
RM2	362,000	158,512	-	203,488
STA	1,333,045	560,596	-	772,449
Real Time Sign - BART	300,000	-	-	300,000
Revenue	\$11,851,495	\$10,575,558	\$0	\$1,275,937
Expense	\$11,851,495	\$9,307,090	\$961,688	\$1,582,717

Life to Date Federal Grants Budget
As of June, 2017 (100% of year) (Unaudited)

Fund Source		Grant LTD Balance	New Grants	Total Grants	Staff Actual	Consultant Actual	Encumbrances	Remaining Balance
STP Grants								
1580	Station Area Planning	\$1,295,898	-	\$1,295,898	-	821,853	155,929	\$318,116
1801	CMA Planning	4,458,887	9,150,000	13,608,887	773,164	8,021,209	4,492,076	322,438
1803	511 Grant	7,407,504	-	7,407,504	6,309	3,915,503	3,025,184	460,507
1805	Regional Streets and Roads*	232,744	-	232,744	-	232,744	-	-
1806	Pavement Management	1,461,030	-	1,461,030	-	1,312,320	39,415	109,295
1811	PDA Planning*	20,073	-	20,073	-	20,073	-	-
1812	Regional PDA Planning	7,058,600	-	7,058,600	-	1,306,290	4,971,633	780,677
1816	Arterial Operations	2,393,072	-	2,393,072	-	1,209,399	607,449	576,224
1818	Pavement Management	-	1,500,000	1,500,000	-	4,295	1,234,807	260,898
1819	511 Traveler Information	-	9,030,000	9,030,000	1,706,254	152,715	628,047	6,542,984
1820	Freeway Performance Initiative	-	7,200,000	7,200,000	1,000	24,019	67,442	7,107,539
1821	Arterial Operations	-	500,000	500,000	1,000	-	-	499,000
1822	Regional Streets and Roads	-	347,000	347,000	-	216,850	13,635	116,515
1823	Incident Management	-	1,400,000	1,400,000	1,000	-	-	1,399,000
Total STP Grants		\$24,327,808	\$29,127,000	\$53,454,808	\$2,488,727	\$17,237,269	\$15,235,618	\$18,493,193
CMAQ Grants								
1589	Arterial Operations (PASS Program)	\$2,224,676	-	\$2,224,676	400,130	814,845	274,801	\$734,900
1591	Climate Initiatives Program Public Outreach	617,293	-	617,293	20,762	261,919	334,612	-
1592	Climate Initiatives Evaluation *	275,067	-	275,067	-	275,067	-	-
1596	Freeway Performance Initiative	3,790,960	-	3,790,960	1,781,470	653,753	1,266,098	89,638
1800	Incident Management	4,696,797	-	4,696,797	211,582	303,878	97,282	4,084,055
1804	511 Grant	3,117,361	-	3,117,361	395,473	1,869,354	528,652	323,882
1809	FPI Corridor Studies	2,454,318	-	2,454,318	279,015	225,408	233,114	1,716,782
New	Incident Management	-	10,840,000	10,840,000	-	-	-	10,840,000
1814	Regional Bicycle Sharing Program	1,490,142	-	1,490,142	-	79,124	116,696	1,294,322
1824	Climate Initiatives Program Public Education	-	1,388,000	1,388,000	-	200,000	484,765	703,235
1825		8,000,000	-	8,000,000	11,173	-	-	7,988,827
Total CMAQ Grants		\$26,666,613	\$12,228,000	\$38,894,613	\$3,099,605	\$4,683,347	\$3,336,020	\$27,775,642
FTA GRANTS								
1614	JARC*	347,421	-	347,421	-	-	-	347,421
1623	New Freedom	133,687	-	133,687	-	2,963	24,947	105,777
1625	JARC	304,533	-	304,533	-	33,734	66,266	204,533
1626	New Freedom	47,417	-	47,417	-	-	-	47,417
1627	JARC	171,914	-	171,914	-	41,721	41,461	88,732
1628	New Freedom	181,723	-	181,723	-	148,272	26,774	6,677
1629	JARC	479,106	-	479,106	-	197,759	281,247	-
1630	JARC	1,667,079	-	1,699,819	-	638,102	706,117	355,600
1631	FTA 5339	9,665,839	-	9,665,839	-	-	-	9,665,839
1632	New Freedom	763,840	-	699,100	-	279,881	319,053	100,166
1633	FTA 5339	11,807,629	-	11,807,629	-	-	6,908,739	4,898,890
1634	FTA 5339	9,590,718	-	9,393,017	-	-	6,874,737	2,518,280
1635	FTA 5310	460,429	-	460,429	288,673	-	-	171,756
1668	TIGER (FTA)	460,808	-	460,808	-	443,468	-	17,340
Total FTA Grants		\$36,082,143	-	\$35,852,442	288,673	1,785,900	\$15,249,341	\$18,528,426
HPP/VPP GRANTS								
Other Grants								
1110	HEPP Travel Model	\$81,843	-	\$81,843	-	3,395	78,449	-
1112	SHRP2L Travel Analysis	\$522,496	-	\$522,496	-	119,968	366,650	35,878
Total Other Grants		\$604,339	-	\$604,339	-	\$123,363	\$445,099	\$35,878
Total Federal Grants Budget		\$87,680,904	\$41,355,000	\$89,911,589	\$5,877,005	\$23,829,879	\$34,266,179	\$64,833,139

1592 Climate Initiatives Evaluation*

This grant is fully spent. Will be closed out in FY16/17

1614 JARC*

This grant is fully spent. Will be closed out in FY16/17

1805 Regional Streets and Roads*

This grant is fully spent. Will be closed out in FY16/17

1811 PDA Planning*

This grant is fully spent. Will be closed out in FY16/17

CLIPPER OPERATING BUDGET
As of June, 2017 (100% of year) (Unaudited)

Clipper Operating	Total FY 2016-17 Budget	Actual	Encumbrance	Balance
RM2	2,950,000	2,174,170	-	775,830
STP	180,000	-	-	180,000
STA	11,736,461	11,127,033	-	609,428
Transit Operators	18,352,529	18,309,636	-	42,893
Revenue	\$33,218,989	\$31,610,839	-	\$1,608,151
Expense	\$33,218,989	\$31,610,839	\$1,608,150	\$0

CLIPPER I - CAPITAL BUDGET (Life to Date)
As of June, 2017 (100% of year) (Unaudited)

Clipper I - Capital	LTD Budget Thru FY 2016-17	Actual	Encumbrance	Project Balance L-T-D
CMAQ	68,703,835	65,669,286	-	3,034,549
Card Sales	6,851,267	7,866,355	-	(1,015,088)
Cap and Trade	3,559,290	3,559,290	-	-
ARRA	11,167,891	11,167,891	-	-
FTA	27,213,349	22,319,732	-	4,893,617
STP	37,538,086	27,462,088	-	10,075,998
STA	23,309,540	23,718,673	-	(409,133)
Prop 1B	988,137	988,137	-	-
SFMTA	8,005,421	3,213,743	-	4,791,678
GGBHTD	2,975,000	2,638,123	-	336,877
BART	725,000	412,762	-	312,238
MTC Exchange Fund	7,573,878	7,573,878	-	-
BATA	26,864,813	20,542,501	-	6,322,312
Transit Operators	13,857,000	813,937	-	13,043,063
WETA	603,707	603,707	-	-
Sales Tax	890,216	890,216	-	-
Revenue	\$240,826,430	\$199,440,321	-	\$41,386,109
Expense	\$240,826,430	\$191,330,900	\$19,280,970	\$30,214,561

CLIPPER II - CAPITAL BUDGET (Life to Date)
As of June, 2017 (100% of year) (Unaudited)

Clipper II - Capital	LTD Budget Thru FY 2016-17	Actual	Encumbrance	Project Balance L-T-D
STP	4,569,554	4,115,882	-	453,672
FTA	10,078,133	-	-	10,078,133
Golden Gate - Pass through	5,000,000	-	-	5,000,000
TCP CMAQ Funds	2,684,772	-	-	2,684,772
Low Carbon Transit Operations (LCTOP)	1,100,000	-	-	1,100,000
BATA	260,000	259,802	-	198
STA	1,047,841	1,091,333	-	-
Revenue	\$24,740,300	\$5,467,016	-	\$19,316,775
Expense	\$24,740,300	\$5,647,276	\$2,242,748	\$16,850,276

DISBURSEMENT REPORT (Non- Federal Funded)
As of June, 2017 (100% of year) (Unaudited)

Work Element/Consultant	Budgeted	Expended	Encumbered	Balance
Support to the Commission	3,000			
1051111 - Subtotal	3,000	-	-	3,000
Implement Public Information Program	510,000			
Consultants		234,183	98,040	
1051112 - Subtotal	510,000	234,183	98,040	177,777
Regional Transportation Plan	1,578,047			
Ascent Environmental, Inc.		456,310	93,451	
Cambridge Systematics		18,327	1,103	
Consultants		595,422	230,081	
Tschudin Consulting Group		124,700	48,808	
1051121 - Subtotal	1,578,047	1,194,759	373,443	9,845
Analyze Regional Data using GIS & Travel Models	4,770,684			
Consultants		254,728	177,548	
Corey, Canapary & Galanis		97,069	140,431	
ETC Institute		2,462,425	436,843	
Parsons Brinckerhoff, Inc.		40,330	45,454	
Redhill Group, Inc.		111,666	188,578	
Resource Systems Group		35,461	218,539	
RSG Inc.		76,493	228,507	
1051122 - Subtotal	4,770,684	3,078,172	1,435,900	256,612
Resilience (Sea Level Rise/Adaptation) Planning	991,834			
Bay Conservation & Development		59,784	515,216	
1051126 - Subtotal	991,834	59,784	515,216	416,834
Airport/Seaport/Freight Planning	520,000			
Cambridget Systematics		55,000	15,000	
The Tioga Group, Inc.		117,049	332,951	
1051124 - Subtotal	520,000	172,049	347,951	-
Non-Motorized Transportation Activities	284,000			
Consultants		137,970		
1051125 - Subtotal	284,000	137,970	-	146,030

DISBURSEMENT REPORT (Non- Federal Funded)
As of June, 2017 (100% of year) (Unaudited)

Work Element/Consultant	Budgeted	Expended	Encumbered	Balance
Advocate Legislative Programs	578,100			
Carter, Wetch & Associates		70,101	-	
Government Relations		263,100	-	
1051132 - Subtotal	578,100	333,201	-	244,899
Agency Financial Management	674,244			
Public Financial Managment		240,976	9,024	
Sungard Public Sector		9,631	4,489	
Milliman		568		
PWC		416,878	298,282	
1011152 - Subtotal	674,244	668,053	311,795	(305,604)
Administrative Services	437,623			
Pathways for High School		105,138	16,732	
PRN Ergonomics		48,300		
CSI Compliance		17,920		
Carl Warren & General Liability		3,300	21,700	
Koff & Associates		38,350	53,972	
1011153 - Subtotal	437,623	213,008	92,404	132,210
Information Technology Services	497,000			
Visual Strategies		78,150		
Informatix, Inc.		112,472	144,494	
Nexlevel IT Inc.		1,320		
SSP Data		12,563	58,438	
1011161 - Subtotal	497,000	204,504	202,932	89,565
Performance Measurement and Monitoring	250,852			
CH2M Hill		7,473	16,692	
Consultants		174,139	27,548	
1051212 - Subtotal	250,852	181,612	44,240	25,000
Regional Rideshare Program	1,469,117			
Parsons Brinkerhoff		1,073,522	87,207	
1051222 - Subtotal	1,469,117	1,073,522	87,207	308,388

DISBURSEMENT REPORT (Non- Federal Funded)
As of June, 2017 (100% of year) (Unaudited)

Work Element/Consultant	Budgeted	Expended	Encumbered	Balance
Operational Support for Regional Programs	348,630			
Consultants		38,500	83,763	
Iteris Inc.		17,432	48,376	
Kimley-Horn			10,559	
1051223 - Subtotal	348,630	55,932	142,698	150,000
Regional Traveler Information	2,281,083			
Civic Resource Group		350,877	136,601	
Consultants		34,720	40,000	
Software License Renewal		7,310		
Faneuil Inc.		88,701	11,102	
Iteris Inc.		962,760	449,361	
Kimley-Horn & Associates		24,614	18,603	
SAIC		3,097		
1051224 - Subtotal	2,281,083	1,472,079	655,667	153,338
Emergency Response Operations	100,000			
Software License Renewals		18,300		
1051228 - Subtotal	100,000	18,300	-	81,700
Emergency Response Planning	1,266,881			
URS Corporation		157,576	102,305	
1051229 - Subtotal	1,266,881	157,576	102,305	1,007,000
Pavement Management Program (PMP)	2,179,707			
Adhara Systems, Inc.		31,755	57	
AMS Consulting LLC		29,336	46	
CA State University, Chico		50,000		
Bellecci & Associates		4,602	4,602	
Capitol Asset & Pavement Services		29,222	34,055	
CH2M Hill		4,989		
Consultants		58,250	1,857	
DevMecca, LLC		1,324,098	923	
Fugro Roadware, Inc.			19,728	
Harris & Associates		29,749	29,707	
JG3 Consulting LLC		4,817		
Nicholas Consulting Engineers		35,530	26,450	
Pavement Engineering Inc.			25,922	
Quality Engineering Solutions		5,571	24,431	
1051233 - Subtotal	2,179,707	1,607,919	167,778	404,010

DISBURSEMENT REPORT (Non- Federal Funded)
As of June, 2017 (100% of year) (Unaudited)

Work Element/Consultant	Budgeted	Expended	Encumbered	Balance
Arterial Operations	154,488			
DKS Associates		25,431	29,662	
Iteris Inc.		27,011	2,419	
Kimley-Horn And Associates		34,110	13,426	
TJKM Transportation		28,810	5,779	
1051234 - Subtotal	154,488	115,362	51,286	(12,160)
Incident Management	206,600			
Iteris Inc.		4,600		
Kimley-Horn & Associates		2,000	-	
Consultants		92,000	54,093	
1051235 - Subtotal	206,600	98,600	54,093	53,907
Freeway Performance Initiative	1,069,746			
Audio Visual Innovations Inc.		46,036	97,944	
Cambridge Systematics		40,205	15,624	
Consultants		201,806	211,101	
FEHR & PEERS Associates		186,181	88,649	
Kettelson & Associates			1,346	
URS Corporation		-	180,854	
1051237 - Subtotal	1,069,746	474,228	595,518	(0)
Implement Lifeline Transportation Programs	1,270,231			
CH2M Hill		48,904	4,142	
Consultants		155,389	10,361	
Nelson/Nygard		83,443	11,390	
TransForm			260,000	
1051311 - Subtotal	1,270,231	287,736	285,893	696,602
Climate Assessment Initiative	35,000			
Bike Share Staffing - City of Berkely		77,182	17,818	
1051413 - Subtotal	35,000	77,182	17,818	(60,000)

DISBURSEMENT REPORT (Non- Federal Funded)
As of June, 2017 (100% of year) (Unaudited)

Work Element/Consultant	Budgeted	Expended	Encumbered	Balance
Regional Assistance Program	276,734			
Pieriott & Associates, LLC		88,000		
1051514 - Subtotal	276,734	88,000	-	188,734
State Programming/Project Monitoring STIP				
State Programing, Monitoring and TIP Development	314,933			
Consultants		181,000	35,652	
1051515 - Subtotal	314,933	181,000	35,652	98,281
Transit Sustainability Project	1,528,481			
Bay Area Rapid Transit		24,266	18,591	
City of Union City			30,000	
Consultants		153,233	46,568	
ECCTA			30,000	
Golden State Transit District		28,821	14,036	
LAVTA			9,703	
Napa Valley Transportation Authority		24,919	5,081	
Nelson Nygaard			6,840	
Parsons Brinckerhoff Inc.			290,700	
Solano Transportation Authority		120,000		
Sonoma County Transit			30,000	
Sonoma County Transportation		4,998	2	
City of Vacaville			10,000	
Westcat		52,500		
1051517 - Subtotal	1,528,481	408,737	491,521	628,223
New Freedom	5,000			
Nelson/Nygard		5,000		
1051518 - Subtotal	5,000	5,000	-	-
Transit Core Capacity Study	459,388			
Arup North America Ltd.		459,138	250	
1051519 - Subtotal	459,388	459,138	250	-
Transportation for Livable Communities Program	3,079,983			
Arup North America, LTD.		27,500		
Association of Bay Area Government		2,672,716		
Consultants		117,516	89,984	
Placeworks		54,012	5,264	
City of Santa Clara			60,000	
Toole Design Group		5,560	47,431	
1051611 - Subtotal	3,079,983	2,877,304	202,679	-

DISBURSEMENT REPORT (Non- Federal Funded)
As of June, 2017 (100% of year) (Unaudited)

Work Element/Consultant	Budgeted	Expended	Encumbered	Balance
Climate Adaptation Consulting (BARC)	154,813			
Consultants		66,828	5,044	
1051612- Subtotal	154,813	66,828	5,044	82,941
Legal	1,169,927			
Hanson and Bridgett		26,644	107,770	
Orrick Herrington		145,018	43,890	
Glynn and Finley		17,623	57,602	
Meyers Nave		8,620	25,696	
Schiff Hardin LLP		-	16,386	
Renne Sloan Holtzman Sakalili		124,508	-	
1060000 - Subtotal	1,169,927	322,413	251,344	596,170
	249,780			
Ceridian		8,173		
Dell Marketing		37,645		
Gov Delivery Inc.		12,603		
1011998/1999 - Subtotal	249,780	58,421	-	191,359
Total Operating Contract Services	28,715,663	16,382,571	6,568,672	5,764,420

DISBURSEMENT REPORT - (Funded by Federal Grants)
As of June, 2017 (100% of year) (Unaudited)

Work Element/Consultant	Expended	Encumbered
Regional Transportation Plan		
Consultants	72,616	275,436
San Francisco Transportation Authority	50,747	169,663
1051122 - Subtotal	123,363	445,099
Parsons Brinkerhoff	1,135,059	1,333,099
Alameda County Transportation authority		70,000
Consultants		70,000
Solano Transportation Authority	91,328	148,672
Sonomca County Transportation	7,723	62,277
1051222 - Subtotal	1,234,110	1,684,048
Support Regional Traveler Information Services		
Kimley-Horn and Associates	37,435	88,249
1051223 - Subtotal	37,435	88,249
Regional Traffic Information Services		
Civic Resource Group	1,428,364	854,281
Consultants	36,430	
Faneuil, Inc.	442,950	327,371
Iteris, Inc.	2,732,572	843,442
Kimley-Horn & Associates	86,231	205,928
SAIC	23,901	
1051224 - Subtotal	4,750,448	2,231,022
Pavement Management Program (PMP)		
Adhara Syssems, Inc.	245,095	443
AMS Consulting LLC	226,425	354
Bellecci & Assocaites	35,518	35,518
Capitol Asset & Pavement Services	225,545	262,846
Consultants	449,954	14,334
Fugro Roadware, Inc.		152,272
Harris & Associates	229,613	229,293
JG3 Consulting	37,183	
Nichols Consulting Engieners	274,236	204,150
Pavement Engineering	-	200,078
Quality Engineering Solutions	42,999	188,569
1051233 - Subtotal	1,766,568	1,287,857

DISBURSEMENT REPORT - (Funded by Federal Grants)
As of June, 2017 (100% of year) (Unaudited)

Work Element/Consultant	Expended	Encumbered
Arterial Operations		
Consultants	6,319	133,681
County of Santa Clara	567,000	
DKS Associates	266,025	152,792
DKS Associates	39,160	57,750
City of Fremont	377,710	200,228
Iteris Inc.	262,966	143,226
Kimly-Horn and Associates	41,200	8,800
Kimly-Horn and Associates	186,063	89,356
LAVTA	115,000	85,000
TJKM Transportation	206,045	65,766
TJKM Transportation	62,571	79,429
Valley Transportation Authority	68,400	
1051234 - Subtotal	2,198,459	1,016,028
Implement Incident Management Program		
URS Corporation	303,878	97,282
1051235 - Subtotal	303,878	97,282
Freeway Performance Initiative		
Audio Visual Innovations Inc.		5,280
Cambridge Systematics	54,393	
Consultants		50,000
Fehr & Peers Associates	50,584	
Kimly Horn Associates	219,819	220,414
Kimly Horn Associates	127,779	872,221
Kittelson & Associates	158,195	91,754
Parsons Brinckerhoff, Inc.	24,019	67,442
Transportation Mobility Solutions	73,676	96,324
URS Corporation		200,000
Wilson, Sparling and Associates	20,000	30,000
1051237 - Subtotal	728,465	1,633,435
Lifeline Program		
City of Alameda	24,875	95,878
Central Contra Costa Transit	-6,705	6,705
County of Contra Costa	47,656	180,823
Cycles of Change	96,203	178,368
Outreach	380,359	167,814
City of Richmond		13,889
San Leandro Transportation Management	23,123	-23,123
San Mateo County Human Service	4,966	51,100
1051310 - Subtotal	570,477	671,454

DISBURSEMENT REPORT - (Funded by Federal Grants)
As of June, 2017 (100% of year) (Unaudited)

Work Element/Consultant	Expended	Encumbered
Implement Lifeline Transportation Program		
Daly City		41,461
Marin Transit	7,088	281,347
Outreach	190,671	0
Peninsula Family Services	101,360	100,929
Peninsula Family Services	41,721	
1051311 - Subtotal	340,840	423,737
Lifeline Planning		
Alta Planning and Design	326,287	182,145
Civic Resource Group		653
Consultants		84,765
ICF Consulting	126,277	130,379
Silicon Valley Bicycle Coalition	200,000	400,000
Toole Design Group	79,124	116,696
1051413 - Subtotal	731,688	914,638
Federal Programming. Monitoring and TIP Development		
County Connection	2,963	24,947
San Francisco Muni		6,908,739
SF Muni		6,874,737
1051512 - Subtotal	2,963	13,808,423
New Freedom - Non - Planning Funds		
Alameda County CMA		26,774
Center for Independent Living	49,546	62,133
City of Alameda	148,272	
Consultants		90
Outreach & Escort Inc.	200,475	246,256
Sonoma County Human Services Department	29,860	10,574
1051518 - Subtotal	428,153	345,827
Transit Core Capacity Study		
Arup North America Ltd.	443,468	
1051519 - Subtotal	443,468	0

DISBURSEMENT REPORT - (Funded by Federal Grants)
As of June, 2017 (100% of year) (Unaudited)

Work Element/Consultant	Expended	Encumbered
Transportation for Livable Communities		
City of Alameda	250,000	0
Association of Bay Area Government	1,127,284	-18
Bay Conservation & Development Community	376,959	27,875
City of Berkely	230,686	340,417
City of Sunnyvale	265,702	
Community Design and Architecture	183,169	71,158
Consultants (PO)	12,500	52,600
Dyett & Bhatia	6,420	9,630
Fehr & Peers Associates	113,449	49,590
Nelson Nygaard	146,066	295,556
City of Oakland	172,500	459,800
City of Richmond	222,080	
San Francisco Transporation Authority	196,000	
City and County of San Francisco		736,000
City of San Jose		1,363,782
City of San Leandro	179,000	261,000
Santa Clara VTA	32,681	107,704
City of Santa Clara, Caltrain		850,000
City of Sunnyvale	12,500	518,100
City of Walnut Creek		12,225
1051611 - Subtotal	3,526,996	5,155,419
Fund 190 CMA PLANNING	6,642,567	4,463,663
Total Federal Grant Funded	23,829,879	34,266,179

CAPITAL PROJECTS DISBURSEMENT REPORT
As of June, 2017 (100% of year) (Unaudited)

Work Element/Consultant	Budgeted	Expended	Encumbered	Balance
Capital Expenditures	674,032	618,388	76,156	
Subtotal	\$674,032	\$618,388	\$76,156	(\$20,511)
Hub Signage Program	11,851,495			
Staff Costs		1,375,456		
Consultants		969,990	106,093	
Kimly-Horn and Associates		621,388	861	
BART		4,358,308	854,382	
Wilbur Smith Associates		100,850		
City of Santa Rosa		89,424		
Jacobs Carter Burgess		481,201		
Fluoresco Lighting		448,201		
Solari Corporation		188,388		
Nematode Holdings, LLC		223,996		
NCPTA		133,860		
Ghirardelli Association		316,028	352	
3322650,2651,2652,2654 & 2655 Subtotal	\$11,851,495	\$9,307,090	\$961,688	\$1,582,717
Capital Projects Total	\$12,525,527	\$9,925,478	\$1,037,844	\$1,562,205

CLIPPER PROJECTS DISBURSEMENT REPORT
As of June, 2017 (100% of year) (Unaudited)

Work Element/Consultant	Budgeted	Expended	Encumbered	Balance
Clipper Operating	33,218,989			
Staff Costs		1,839,420		
AC Transit		265,200		
Caribou Public Relations		95,998	104,002	
Consultants		840,753	661,350	
Cubic Transportation systems		27,277,808	775,721	
Moore, Iacofano, Goltsman		615,756	34,244	
Nematode Holdings LLC		268,602	11,294	
Resource Development Association		170,763	9,238	
Synapse Strategies		236,539	12,301	
320122116 Clipper Operating Expenses	\$33,218,989	\$31,610,839	\$1,608,150	\$0
Clipper I - Capital	240,826,430			
Staff costs		11,256,851	41,350	
Auriga Corporation		12,293		
A T & T		77,112		
AC TRANSIT		397,683		
Acumen Building Enterprise		302,151		
AT&T		13,445		
Auriga Corporation		373,734		
BART		2,574,547		
BART		1,130,185		
Booz Allen Hamilton		8,082,237	656,820	
Booz Allen Hamilton		13,501,304		
Caporicci & Larson		11,530		
Consultants		1,636,060		
Cornerstone Transp. Consulting		110,119		
Cubic Transportation Systems		80,810,884	15,306,879	
D-S-P		10,000		
Elmwood Consulting		11,603		
Fleishman-Hillard Inc.		175,760		
Glynn & Finley, LLP		199,990		
Golden Gate BHTD		46,347		
Golden Gate BHTD		38,790		
Golden Gate Transit District		25,270		
Hanson Bridgett Marcus Vlahos		5,000		
Hothouse Interactive		13,104		
Intl. Programming & Systems		29,491		
Invoke Technologies		156,962		
Karen Antion Consulting		290,397		
Kennison Metal Fabrication		225,361		
Kimley-Horn and Associates		667,251		
Kimley-Horn and Associates		337,390		
KPMG consulting		1,127,033		
Local Government Services		915,517		
Macias, Gini and Company		47,190		
Moore, Iacofano, Goltsman		128,627	121,373	

CLIPPER PROJECTS DISBURSEMENT REPORT
As of June, 2017 (100% of year) (Unaudited)

Work Element/Consultant	Budgeted	Expended	Encumbered	Balance
MOTOROLA (PHASE I)		2,166,458		
MOTOROLA (PHASE II)		37,511,848		
PB CONSULT		193,500		
Peninsula Corr. Joint Powers		2,079,685		
Pricewaterhouse Coopers		40,000		
Samtrans		149,013		
San Francisco Muni		579,882		
Santa Clara VTA		1,636,101		
SBC/MCI		1,128		
SF Muni		431,580		
Shiralian Management Group		83,160		
Synapse Strategies		437,245		
Solano County Transit		165,480		
Solutions for Transit		192,013	7,988	
Thompson Coburn LLP		19,459		
Valley Transportation Authority		2,263,000	32,535	
VenTek Transit, Inc.		1,036,972	380,353	
Water Emergency Transportation Authority		127,867		
RM2 Capital construction		17,475,290	2,733,672	
310 Clipper Capital I - Total Expenses	\$240,826,430	\$191,330,900	\$19,280,970	\$30,214,561
Clipper II- Capital	24,740,300			
Staff Costs		2,415,023		
IBI Group		2,188,040	1,482,405	
Consultants		268,279	98,880	
Thompson Coburn LLP		211,497		
CH2M Hill Clipper Consultants		500,819	494,278	
Invoke Technologies		63,617	167,185	
312 Clipper II - Total Expenses	\$24,740,300	\$5,647,276	\$2,242,748	\$16,850,276

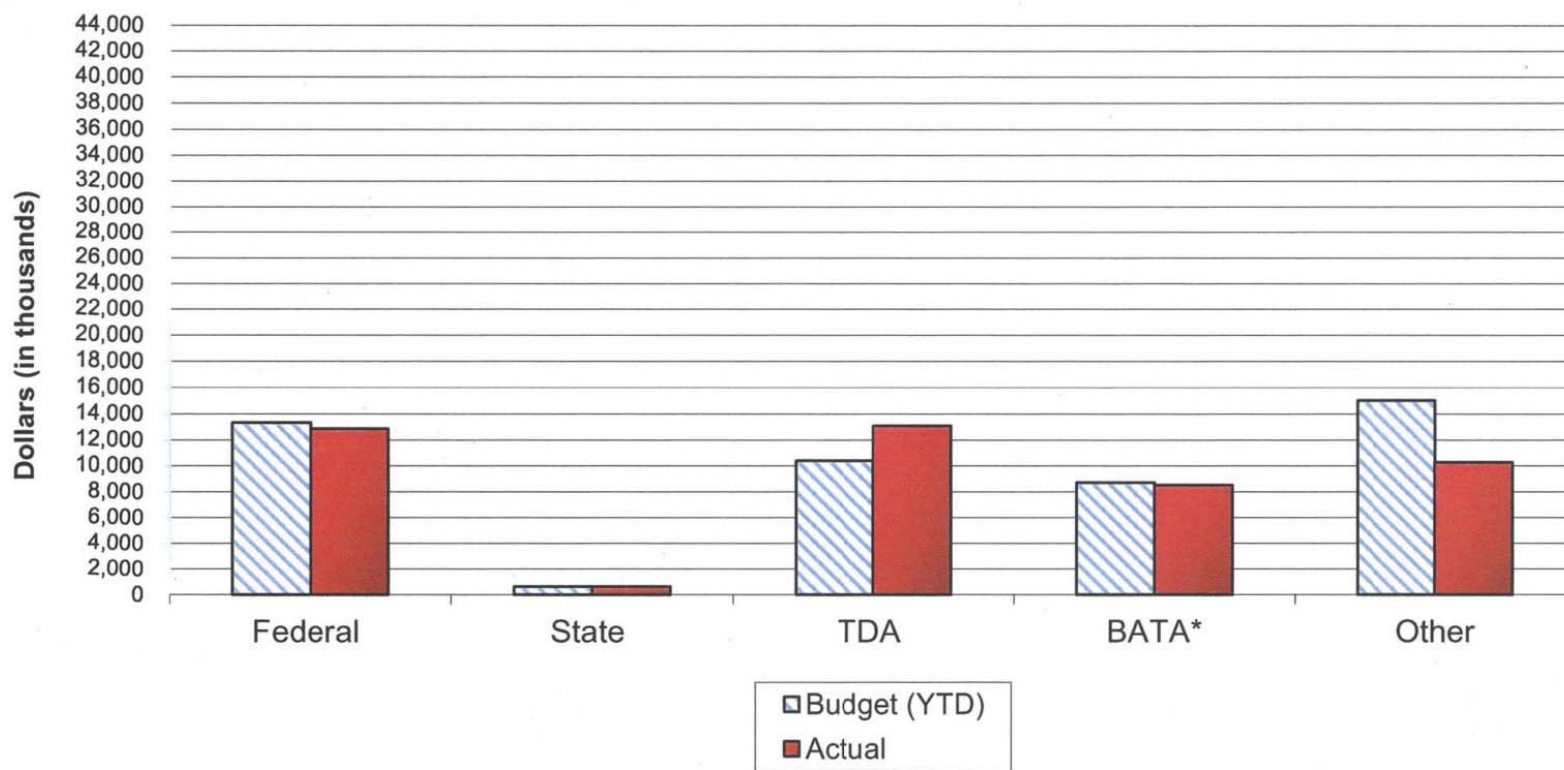
PURCHASE ORDERS EXECUTED BY EXECUTIVE DIRECTOR
\$2,500-\$200,000

	As of June, 2017 (Unaudited)
Contract Service Innovations, LLC	\$69,418
<i>DBE Support and Training</i>	
William Self Association Inc.	\$17,664
<i>Development of Historical Art - Temporary employee</i>	
Oracle America Inc.	\$5,760
<i>Software License Renewal</i>	
ASANA Inc.	\$3,971
<i>Purchase of Additional User for Hosted Services</i>	
Datalink Corporation	\$199,107
<i>Computer Maintenance Services</i>	
Federal Express	\$3,000
<i>Mailing and Postage</i>	
EBIX Inc.	\$11,125
<i>Insurance</i>	
Cornerstone on Demand	\$4,500
<i>Group Training</i>	
Noah Berger	\$16,000
<i>Printing and Reproduction</i>	
Bay Area Air Quality	\$2,787
<i>Reimbursement for Catering Costs</i>	
ADA's Café	\$6,000
<i>Catering</i>	
United Development	\$84,500
<i>Software License Renewal</i>	
Xerox Corporation	\$18,179
<i>Computer Maintenance Services</i>	
CDW Government Inc.	\$5,695
<i>Computer Purchases</i>	
Tableau Software Inc.	\$3,960
<i>Software License Renewal</i>	

CONTRACTS EXECUTED BY EXECUTIVE DIRECTOR
\$2,500-200,000

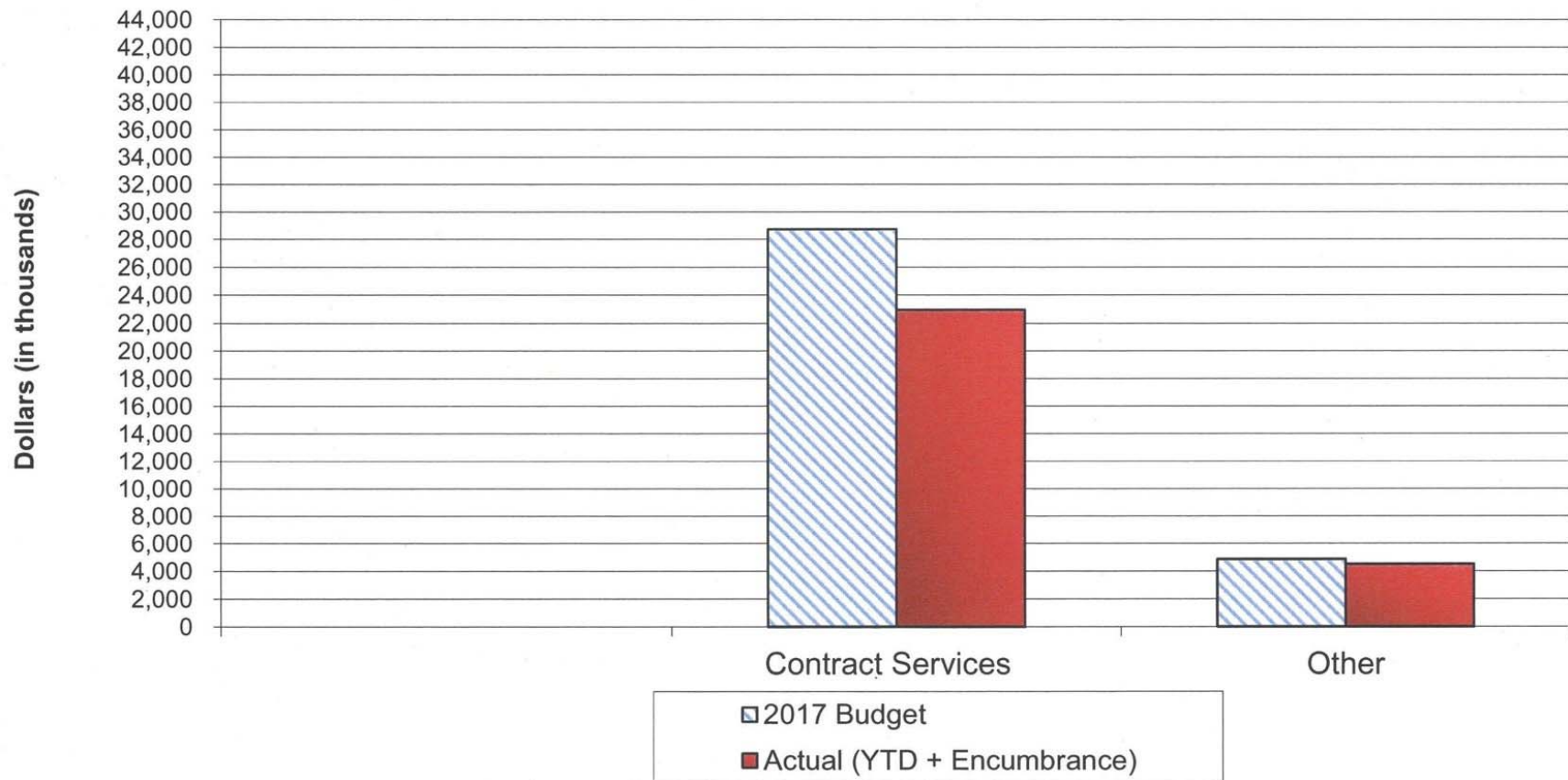
Consultant	Purpose	As of June, 2017 (Unaudited)
Wilson Sparling & Associates Inc.	On Call Electronic Payment Consultants	\$50,000
Redhill Group Inc.	Transit Passenger Surveying Service	\$150,000
Canapary & Galanis	Transit Passenger Surveying Service	\$150,000

Chart 1: Revenue Comparison between Budget and Actual
June 2017

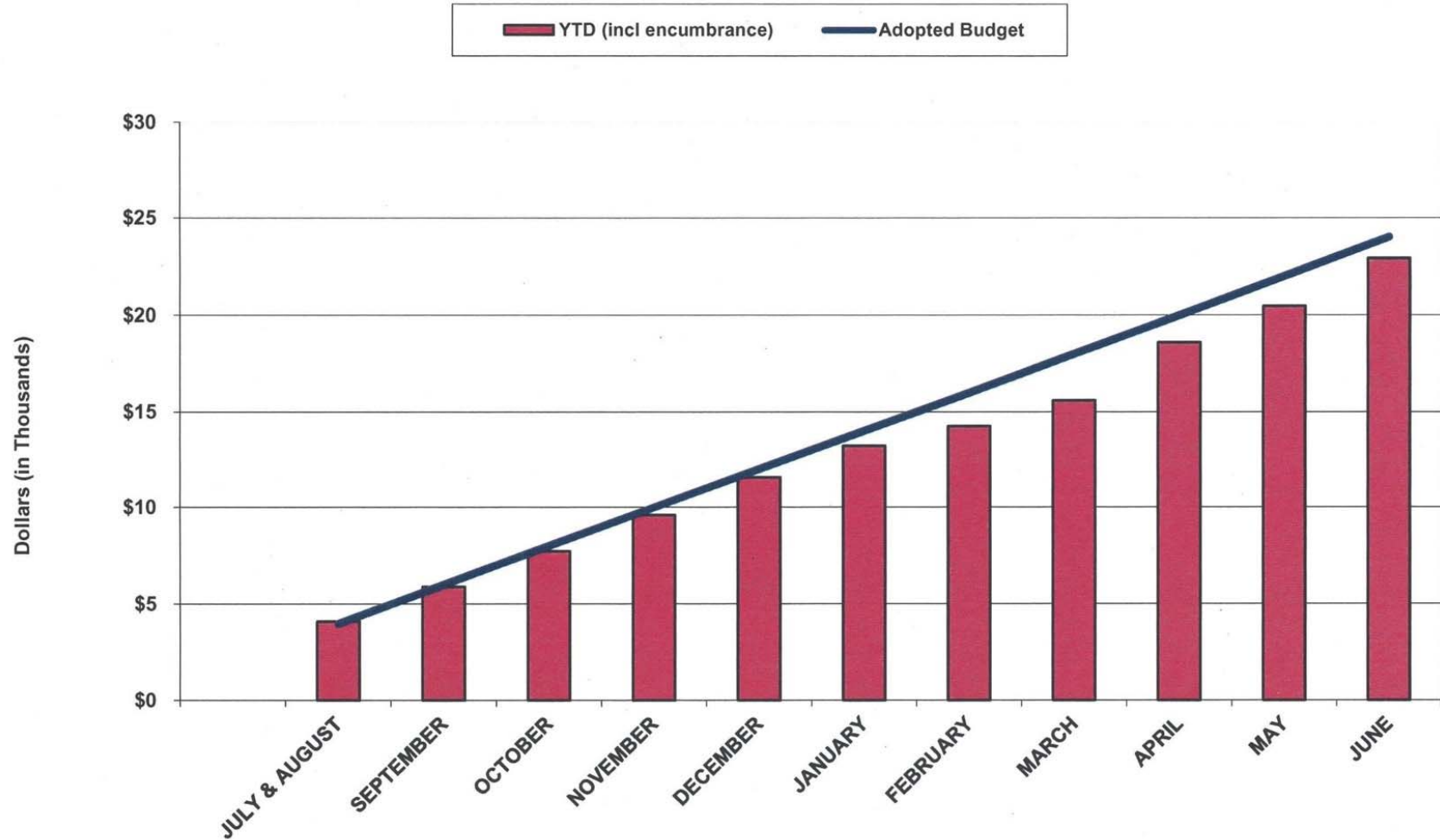


* Annual

**Chart 2: Expenditure Comparison between Budget to Actual and Encumbrances
June 2017**



Budget vs Actual Plus Encumbrance Salaries & Benefits





Metropolitan Transportation Commission

375 Beale Street, Suite 800
San Francisco, CA 94105

Legislation Details (With Text)

File #: 17-2752 **Version:** 1 **Name:**

Type: Report **Status:** Consent

File created: 7/25/2017 **In control:** Administration Committee

On agenda: 9/13/2017 **Final action:**

Title: Monthly Travel Report

Sponsors:

Indexes:

Code sections:

Attachments: [2d_Travel_Report_June'2017.pdf](#)

Date	Ver.	Action By	Action	Result
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Subject:
Monthly Travel Report

Presenter:
Sonia Elsonbaty

Recommended Action:
Information



METROPOLITAN
TRANSPORTATION
COMMISSION

Bay Area Metro Center
375 Beale Street
San Francisco, CA 94105
TEL 415.778.6700
WEB www.mtc.ca.gov

Memorandum

TO: Administration Committee

DATE: September 6, 2017

FR: Deputy Executive Director, Operations

RE: Monthly Travel Report (Unaudited)

Pursuant to MTC Resolution No. 1058, Revised, this constitutes the monthly travel report to the Administration Committee. As a reminder, the Commission revised the policies governing Commissioner and staff travel to require that three items be approved by, or reported to, this Committee:

1. International travel (outside the United States and Canada) must be approved in advance by this Committee at a regular public meeting.
2. All Commissioner travel must be disclosed in regular monthly reports to this Committee.
3. On a quarterly basis, actual vs. budgeted travel expenditures must be reported to this Committee.

International Travel Requests

None this month.

Commissioner Travel

None this month.

Budget Report

As outlined in Attachment 1, actual travel expenses for all combined MTC travel funds are below budget at 74% as of June 2017 with 100% of the budget year elapsed.

A handwritten signature in blue ink, reading 'Andrew B. Premier', is positioned above a horizontal line.

Andrew B. Premier

AF:bm

Attachment

Travel Report
As of June, 2017 (100% of year) (Unaudited)

FUND	Budget	YTD Actual	% of Budget
MTC	194,400	171,991	88%
BATA	179,200	136,410	76%
SAFE	17,000	6,719	40%
Clipper	53,000	13,961	26%
Total	443,600	329,082	74%



Metropolitan Transportation Commission

375 Beale Street, Suite 800
San Francisco, CA 94105

Legislation Details (With Text)

File #: 17-2769 **Version:** 1 **Name:**
Type: Contract **Status:** Consent
File created: 8/2/2017 **In control:** Administration Committee
On agenda: 9/13/2017 **Final action:**
Title: Contract Amendment - StreetSaver® Software Development, Maintenance, and Support:
DevMecca.com, LLC (\$600,000)

Sponsors:

Indexes:

Code sections:

Attachments: [2e ContractAmend DevMecca.pdf](#)

Date	Ver.	Action By	Action	Result
------	------	-----------	--------	--------

Subject:

Contract Amendment - StreetSaver® Software Development, Maintenance, and Support:
DevMecca.com, LLC (\$600,000)

Presenter:

Sui Tan

Recommended Action:

Committee Approval

Attachments



**METROPOLITAN
TRANSPORTATION
COMMISSION**

Bay Area Metro Center
375 Beale Street
San Francisco, CA 94105
TEL 415.778.6700
WEB www.mtc.ca.gov

Memorandum

TO: Administration Committee

DATE: September 6, 2017

FR: Executive Director

WI: 1233

RE: Contract Amendment – StreetSaver® Software Development, Maintenance, and Support:
DevMecca.com, LLC (\$600,000)

This memorandum requests the Committee's approval to enter into a contract amendment on a sole source basis in an amount not to exceed \$600,000 with DevMecca.com, LLC (DevMecca) to continue to develop and improve MTC's StreetSaver® and StreetSaver® Plus asset management software.

Background

MTC's roadway asset management program, StreetSaver®, is designed to provide local jurisdictions with a set of recommendations, or "best practices", for roadway infrastructure system preservation in order to help them use their limited local street and road funding in the most cost-effective manner. Currently, all 109 Bay Area jurisdictions use StreetSaver®, in addition to over 350 users nationwide. MTC uses StreetSaver® to report the pavement conditions for local streets and roads annually in Vital Signs – MTC's regional performance trends and tracking website – and to project the region's pavement needs for long-range planning purposes.

Since MTC retained DevMecca through a competitive procurement process in 2009, DevMecca has become an integral part of the MTC StreetSaver® development team, has developed a strong relationship with academia in the transportation asset management field, and has been able to provide software development services for MTC at a significant cost savings. Based on compelling business reasons, MTC entered into a sole source contract with DevMecca from FY 2015-17 which has totaled \$2,125,000. This amendment will add \$600,000 to the contract through October 31, 2017 to provide ongoing software maintenance and support, software updates and enhancements including non-pavement asset management and multiple performance curves, and hosting of the StreetSaver® application online. A competitive procurement is currently being advertised to solicit a new contractor for the software development and support services after the current contract term expires in October 2017. Funding for this amendment is included in the FY 2017-18 agency budget. DevMecca's and its subcontractors' small business and disadvantaged enterprise status is shown in Attachment A.

Recommendation

Staff recommends this Committee authorize the Executive Director or his designee to negotiate and enter into a contract amendment in an amount not to exceed \$600,000 with DevMecca to provide StreetSaver® software development services as described herein.



Steve Heminger

SH:st

Attachment

J:\COMMITTEE\Administration\2017 by Month\09 Sep\2017_Administration Committee\2e_ContractAmend_DevMecca_Memo.docx

Attachment A

	Firm Name	Role on Project	DBE* Firm			SBE** Firm		
			Yes	If Yes, List #	No	Yes	If Yes, List #	No
Prime Contractor	DevMecca.com, LLC	Software development, maintenance and support			X			X
Subcontractor	Roger E. Smith	Training and technical support			X			X
Subcontractor	Royal Palm Solutions	Training and technical support	X	42821				X

*Denotes certification by the California Unified Certification Program (CUCP).

**Denotes certification by the State of California.

REQUEST FOR COMMITTEE APPROVAL

Summary of Proposed Contract Amendment

Work Item No.:	1233
Consultant:	DevMecca.com, LLC Salem, OR
Work Project Title:	StreetSaver® Software Development, Maintenance & Support Services
Purpose of Project:	To provide software development, maintenance, application hosting, and support for the MTC StreetSaver® and StreetSaver® Plus asset management software.
Brief Scope of Work:	Provide software development, maintenance, application hosting, and support including database migration and conversion from previous versions and other pavement management software.
Project Cost Not to Exceed:	\$600,000 this amendment Previously approved agreement = \$2,125,000 Total approved contract amount based on this action = \$2,725,000
Funding Source:	General Fund
Fiscal Impact:	Funds are included in the FY 2017-18 agency budget
Motion by Committee:	That the Executive Director or his designee is authorized to negotiate and enter into a contract amendment with DevMecca.com, LLC for StreetSaver® software development, maintenance and support services described above and in the Executive Director's memorandum dated September 6, 2017 and the Chief Financial Officer is authorized to set aside \$600,000 for such amendment.
Administration Committee:	<hr/> Federal D. Glover, Chair
Approved:	September 13, 2017



Metropolitan Transportation Commission

375 Beale Street, Suite 800
San Francisco, CA 94105

Legislation Details (With Text)

File #: 17-2770 **Version:** 1 **Name:**

Type: Contract **Status:** Consent

File created: 8/2/2017 **In control:** Administration Committee

On agenda: 9/13/2017 **Final action:**

Title: Contract Amendment - StreetSaver® Training and Guidance Services: NCE (\$538,868)

Sponsors:

Indexes:

Code sections:

Attachments: [2f_ContractAmend_NCE.pdf](#)

Date	Ver.	Action By	Action	Result
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Subject:
Contract Amendment - StreetSaver® Training and Guidance Services: NCE (\$538,868)

Presenter:
Sui Tan

Recommended Action:
Committee Approval

Attachments



METROPOLITAN
TRANSPORTATION
COMMISSION

Bay Area Metro Center
375 Beale Street
San Francisco, CA 94105
TEL 415.778.6700
WEB www.mtc.ca.gov

Memorandum

TO: Administration Committee

DATE: September 6, 2017

FR: Executive Director

W.I.: 1233

RE: Contract Amendment – StreetSaver® Training and Guidance Services: NCE (\$538,868)

This memorandum requests Committee approval of a contract amendment to add \$538,868 and a one-year extension to MTC's contract for StreetSaver® training and guidance services.

Background

MTC's roadway asset management program, StreetSaver®, is designed to provide local jurisdictions with a set of recommendations, or "best practices", for roadway infrastructure system preservation in order to help them use their limited local street and road funding in the most cost-effective manner. Currently, all 109 Bay Area jurisdictions use StreetSaver®, in addition to over 350 users nationwide. MTC uses StreetSaver® exclusively to report the pavement conditions for local streets and roads annually in Vital Signs – MTC's regional performance trends and tracking website – and to project the region's pavement needs for long-range planning purposes.

In January 2016, following a competitive procurement process, MTC retained NCE to provide StreetSaver® training and pavement management system (PMS) guidance services. The Committee approved a one-year contract, with the option to extend the contract for two additional years.

This amendment will add \$538,868 and one more year to the contract, bringing the contract total to \$1,199,119 for the three-year period. Funding for this amendment is included in the approved FY 2017-18 agency budget. NCE's and its subcontractors' small business and disadvantaged enterprise status is shown in Attachment A.

Recommendation

Staff recommends that this Committee authorize the Executive Director or his designated representative to negotiate and enter into a contract amendment with NCE for a one-year extension and in an amount not to exceed \$538,868 to provide StreetSaver® training and PMS guidance services as described herein.

Steve Heminger

SH:st

Attachment

J:\COMMITTEE\Administration\2017 by Month\09 Sep'2017_Administration Committee\2f_ContractAmend_NCE_Memo.docx

Attachment A

			DBE* Firm			SBE** Firm		
	Firm Name	Role on Project	Yes	If Yes, List #	No	Yes	If Yes, List #	No
Prime Contractor	NCE	Training & Technical Services			X			X
Subcontractor	University of Texas at El Paso	Technical Guidance			X			X
Subcontractor	Royal Palm Solutions	Software Testing	X	42821				X
Subcontractor	Norwest Management Systems	Training			X			X
Subcontractor	Roger E. Smith	Training &Technical Guidance			X			X

*Denotes certification by the California Unified Certification Program (CUCP).

**Denotes certification by the State of California.

REQUEST FOR COMMITTEE APPROVAL
Summary of Proposed Contract Amendment

Work Item No.:	1233
Consultant:	NCE (Reno, Nevada)
Work Project Title:	MTC StreetSaver® Training & Guidance Services
Purpose of Project:	To provide training, seminars and technical guidance for the MTC StreetSaver® pavement management software.
Brief Scope of Work:	Provide computer training and seminars related to StreetSaver® and technical expertise in developing and maintaining pavement management system concepts, projection models and calculation engines.
Project Cost Not to Exceed:	\$538,868 this amendment Previously approved agreement = \$660,251 Total approved contract amount based on this action = \$1,199,119
Funding Source:	PMP Sales, STP, and General Funds
Fiscal Impact:	Funds are included in the FY 2017-18 agency budget
Motion by Committee:	That the Executive Director or his designee is authorized to negotiate and enter into a contract amendment with NCE for StreetSaver® training and guidance services as described above and in the Executive Director's memorandum dated September 6, 2017, and the Chief Financial Officer is authorized to set aside funds up to \$538,868 for such amendment.
Administration Committee:	
	<hr/> Federal D. Glover, Chair
Approved:	Date: September 13, 2017



Metropolitan Transportation Commission

375 Beale Street, Suite 800
San Francisco, CA 94105

Legislation Details (With Text)

File #: 17-2792 **Version:** 1 **Name:**

Type: Resolution **Status:** Consent

File created: 8/7/2017 **In control:** Administration Committee

On agenda: 9/13/2017 **Final action:**

Title: MTC Resolution No. 1058, Revised - Revision to MTC's Commission Procedures Manual

Sponsors:

Indexes:

Code sections:

Attachments: [2g_Reso-1058_Rev_Commission_Procedures.pdf](#)

Date	Ver.	Action By	Action	Result
------	------	-----------	--------	--------

Subject:
MTC Resolution No. 1058, Revised - Revision to MTC's Commission Procedures Manual

Presenter:
Leslie Miessner

Recommended Action:
Commission Approval

Attachments



METROPOLITAN
TRANSPORTATION
COMMISSION

Bay Area Metro Center
375 Beale Street
San Francisco, CA 94105
TEL 415.778.6700
WEB www.mtc.ca.gov

Memorandum

TO: Administration Committee

DATE: September 6, 2017

FR: Executive Director

RE: MTC Resolution No. 1058, Revised - Revision to MTC's Commission Procedures Manual

This memorandum describes a proposed revision to the Commission Procedures Manual, which would change the composition of the Executive Committee.

Composition of Executive Committee

The MTC Executive Committee currently is composed of the Commission Chair, the Commission Vice Chair, the immediate past Chair, and the chairs of the BATA Oversight, Administration, Planning, Operations, Legislation, and Programming and Allocation Committees. In connection with the recent consolidation of the ABAG and MTC staffs, it is appropriate that the Commission Procedures Manual be amended to add the ABAG President as a member of the Executive Committee.

Recommendation

Staff recommends that the Committee refer MTC Resolution No. 1058, Revised to the Commission for approval to effect the revision described above.



Steve Heminger

SH:lgm

Attachment

J:\COMMITTEE\Administration\2017 by Month\09 Sep'2017_Administration Committee\2g_Reso-1058 Commission Procedures Manual_Memo.docx

Date: 11/25/81
W.I.: 11.1.1.0
Referred by: A&O
Revised: 10/27/82 11/24/82
11/27/85 02/25/87
09/23/87 04/26/89
09/18/89 09/26/90
06/26/91 11/25/92
01/27/93 12/15/93
05/24/95 02/26/97
12/16/98 07/28/99
11/17/99 02/26/03
07/23/03 04/28/04
01/25/06 04/26/06
12/19/12 05/22/13
01/28/15 03/25/15
09/28/16 09/27/17

ABSTRACT

Resolution No. 1058, Revised

This resolution adopts the Commission Procedures Manual as revised and dated November 25, 1981. Resolution No. 1058 supersedes Resolution No. 745. Resolution No. 745 previously superseded Resolution No. 358.

Appendix A to the Commission Procedures Manual (MTC's Conflict of Interest Code) was revised by the Commission on October 27, 1982.

The Commission Procedures Manual was revised by the Commission on November 24, 1982 to amend the election of the Commission Chair and Vice-Chair to terms that begin in February of odd-numbered years.

The Commission Procedures Manual was revised by the Commission on November 27, 1985 to clarify some minor parliamentary procedures, to update information, and to revise Appendices B, D, and E so that those appendices supersede MTC Resolution Nos. 208, 348, 291, and 1057.

The Commission Procedures Manual was revised on February 25, 1987 to require all agendas to be posted at least 72 hours prior to meetings, special meeting agendas to be posted at least 24 hours prior to the meeting, to provide additional information on public comment, to clarify the approval authority of GR&AC and WPPRC Committees, and to allow flexibility in selection of the first meeting date of each new Commission term.

The Commission Procedures Manual was revised on September 23, 1987 to state that items on Commission and committee agendas are all subject to action.

The Commission Procedures Manual was revised on April 26, 1989 to revise the membership of standing committees, to add the Vice-Chair as an ex-officio member of all standing committees, and to allow per diem payments to any Commissioner attending any committee meeting.

The Commission Procedures Manual was revised on September 18, 1989 to clarify certain expense provisions in Appendix B.

Appendix E to the Commission Procedures Manual was revised by the Commission on September 26, 1990 to clarify certain delegations between the Grant Review and Allocations Committee and the Work Program and Plan Revision Committee.

The Commission Procedures Manual was revised on June 26, 1991 to change the membership of standing committees; to eliminate the Transportation Finance standing committee and change the name of the Work Program and Plan Revision Committee to the Work Program Committee; to update and clarify standing committee delegations and descriptions of special and advisory committees; and to update references.

Appendix D to the Commission Procedures Manual was revised on November 25, 1992 to add the Blue Ribbon Advisory Council to the list of Citizen Advisory Committees eligible for expense reimbursement.

The Commission Procedures Manual was revised on January 27, 1993 to delete provisions for reimbursement for meals of citizen advisors.

The Commission Procedures Manual was revised on December 15, 1993 to amend Section 3.08 to include further guidance regarding public comment at MTC meetings.

The Commission Procedures Manual was revised on May 24, 1995 to incorporate new MTC responsibilities, update references and committee information, make editorial changes, and delete Appendices F, G, H, and I. The revisions are summarized in the General Counsel's memorandum to the A&O Committee dated May 3, 1995.

The Commission Procedures Manual was revised on February 26, 1997 to amend the regular meeting date and times of MTC's standing committees.

The Commission Procedures Manual was revised on December 16, 1998 to update references, update special and advisory committees, add language regarding the designation of ad hoc committee members, and revise MTC's Conflict of Interest Code (Attachment A).

Appendix E to the Commission Procedures Manual was revised by the Commission on July 28, 1999 to rename: the Administration and Oversight Committee to the Administration Committee; the Grant Review and Allocations Committee to the Programming and Allocations Committee; the Legislation and Public Affairs Committee to the Legislation Committee; and the Work Program and Plan Revision Committee to the Planning and Operations Committee; and to restructure and clarify certain delegations among and between them.

Section 1.07 of the Commission Procedures Manual was revised on November 17, 1999 to allow commissioners to be reimbursed for up to five meetings in one day.

Appendix D to the Commission Procedures Manual was revised on February 26, 2003, to revise the reimbursement policy for advisors appointed by the Commission serving on the Advisory Council, the Minority Citizens Advisory Committee, and the Elderly and Disabled Advisory Committee.

The Commission Procedures Manual was revised on July 23, 2003 to update references, update committees, and incorporate MTC's revised Conflict of Interest Code (Attachment A).

Appendix D to the Commission Procedures Manual was revised on April 28, 2004, to clarify that members of the Advisory Council, the Minority Citizens Advisory Committee, and the Elderly and Disabled Advisory Committee may seek reimbursement for attending meetings of working groups with MTC staff formed at the direction of the Commission to provide input into Commission decisions.

Section 4.14 Commission Committees, and Appendix E to the Commission Procedures Manual were revised on January 25, 2006, to rename the Planning and Operations Committee as the Planning Committee and to add the Operations Committee to replace the SAFE Committee.

The Commission Procedures Manual was revised on April 26, 2006 to revise Appendix E to delegate specific contract, personal services agreement, and purchase order approval authority to the Operations Committee.

The Commission Procedures Manual was revised on December 19, 2012 to update provisions relating to AB57, SB375, MAP 21, the development of the Commission's Public Participation Plan, the creation of the Policy Advisory Council, the creation of the Bay Area Infrastructure Financing Authority and the Bay Area Headquarters Authority, clarify ex-officio voting capacity, incorporate MTC's revised Conflict of Interest Code, and to update provisions to conform to current practice (Attachment A, Appendices A, B, D and E).

The Commission Procedures Manual was revised on May 22, 2013 to incorporate MTC's revised Conflict of Interest Code as approved by the California Fair Political Practices Commission (FPPC) on April 17, 2013 to more accurately reflect the most current designated positions and assigned disclosure categories in MTC's organizational structure (Attachment A).

The Commission Procedures Manual was revised on January 28, 2015 to update and revise the Travel Policy contained in Appendix B.

The Commission Procedures Manual was revised on March 25, 2015 to incorporate MTC's revised Conflict of Interest Code, as approved by the California Fair Political Practices Commission (FPPC) on February 2, 2015, to more accurately reflect the most current designated positions and assigned disclosure categories in MTC's organizational structure (Attachment A).

The Commission Procedures Manual was revised on September 28, 2016 to provide for the appointment of one or more public transportation representatives in accordance with provisions contained in MAP 21 as amended by the FAST Act and to incorporate MTC's revised Conflict of Interest Code, as approved by the California Fair Political Practices Commission (FPPC) on June 30, 2016, to more accurately reflect the most current designated positions and assigned disclosure categories in MTC's organizational structure (Appendix A to Attachment A), and to add a MTC special committee.

Appendix E to the Commission Procedures Manual was revised on September 27, 2017 to change the composition of the MTC Executive Committee to add the President of the Association of Bay Area Governments (ABAG).

Date: 11/25/81
W.I.: 99.1.20
Referred by: A&O

Re: Commission Procedures Manual.

METROPOLITAN TRANSPORTATION COMMISSION
RESOLUTION NO. 1058

WHEREAS, by Resolution No. 358 and 746 the Metropolitan Transportation Commission (Commission) adopted the Commission Procedures Manual relating to the Commission and commissioners, Commission officers, Commission meetings and the conduct of business, and Commission committees; and

WHEREAS, the Commission now desires to revise the Procedures Manual to clarify and reflect current practice as well as make revisions to the duties of the Commission resulting from recent State legislation; now, therefore, be it

RESOLVED, that the Metropolitan Transportation Commission adopts its Commission Procedures Manual as revised and dated November 25, 1981, a copy of which is attached hereto and marked Attachment A and incorporated by reference; and, be it further

RESOLVED, that MTC Resolution No. 1058 supersedes Resolution No. 746.

METROPOLITAN TRANSPORTATION COMMISSION

/s/ William R. "Bill" Lucius
William R. "Bill" Lucius, Chairman

The above resolution was entered into by the Metropolitan Transportation Commission at a regular meeting of the Commission held in Oakland, California on November 25, 1981.

W.I.: 1111
Referred by: A&O
Revised: See below

Attachment A
Resolution No. 1058

METROPOLITAN TRANSPORTATION COMMISSION

COMMISSION PROCEDURES MANUAL

Adopted September 22, 1976
Revised December 19, 1979
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METROPOLITAN TRANSPORTATION COMMISSION

COMMISSION PROCEDURES MANUAL

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AUTHORITY
PROCEDURES MANUAL

INTRODUCTION

The Metropolitan Transportation Commission (MTC) is the regional transportation planning agency for that area of California comprising the City and County of San Francisco and the Counties of Alameda, Contra Costa, Marin, Napa, San Mateo, Santa Clara, Solano, and Sonoma (Government Code § 66500 *et seq.*). These nine counties of the Bay Area cover an area of approximately 7,000 square miles and have a population of approximately 7.2 million (2010 census). Within the structure of California governmental agencies, MTC is classified as a local area planning agency and not as part of the executive branch of the state government.

In accordance with its legislative mandate, MTC adopted a Regional Transportation Plan (RTP) in June 1973. Thereafter, the Commission has regularly reviewed and revised the RTP in compliance with the statutory requirement of continuing plan review. The enactment of Senate Bill 375 (Steinberg) in 2008 requires MTC to adopt a Sustainable Communities Strategy (SCS) together with its RTP to strive to reach greenhouse gas (GHG) reduction targets. The first SCS/RTP is scheduled for adoption in 2013.

The Commission is charged with certain responsibilities for implementation of the SCS/RTP, as well as the RTP standing alone. Applications of local agencies for grants of certain state and federal transportation funds are subject to MTC review and approval as to their compatibility with the RTP. Generally, the state must conform to the RTP in allocating funds for construction on the state highway system within the MTC region.

Legislation passed in 1997 gave MTC increased decision-making authority over the selection of project and allocation of funds for the State Transportation Improvement Program (STIP). MTC is the agency responsible for allocation of local transportation funds among qualified claimants

under the Transportation Development Act (TDA) (Public Utilities Code § 99200 *et seq.*). The TDA statute provides MTC with a role in fulfilling fiscal and performance audit requirements with respect to claimants of TDA funds.

Under AB 1107 (Public Utilities Code § 29142.2), MTC allocates among eligible claimants one-fourth of the one-half cent Bay Area Rapid Transit District (BART) sales tax in Alameda, Contra Costa and San Francisco counties. Under AB 664 (Streets and Highways Code § 30880 *et seq.*), MTC is responsible for allocation of net revenues of state toll bridges located within the region. Pursuant to Streets and Highways Code § 30889, MTC may establish tolls for such bridges in order to generate net revenues provided that net revenues may not exceed the average net revenues available during fiscal year 1977-78 and 1978-79, except as may be adjusted annually according to the appropriate inflationary index as adopted by MTC. SB 620 (Public Utilities Code § 99310 *et seq.*) provides MTC with authority to allocate the regional share of the State Public Transportation Account.

MTC is responsible for meeting state and federal Transportation Improvement Program (TIP) requirements for the Bay Region. (Government Code § 65080 *et seq.* and 23 Code of Federal Regulations Section 450 Subpart B.) The Commission is the region's Metropolitan Planning Organization (MPO) and conducts the continuing, comprehensive, cooperative planning program necessary to maintain this region's eligibility for federal transportation funding. (23 Code of Federal Regulations Section 450 Subpart A.) MTC is the designated recipient of large urbanized area Federal Transit Administration (FTA) formula funds, such as 5307, 5339, and 5337. MTC is also designated other responsibilities for FTA funds by the California Department of Transportation (Caltrans), such as the 5303 planning funds, 5311, and 5310.

Through state law, MTC has programming responsibilities for Federal Highway Administration (FHWA) funds such as Surface Transportation Program (STP) and Congestion Mitigation and Air Quality Improvement (CMAQ). MTC is also responsible for submitting a Regional Transportation Improvement Program to the California Transportation Commission and Caltrans every two years.

MTC has conducted special planning studies at a multi-regional and subregional level. Examples include the Transit Connectivity Plan, the Transit Sustainability Project, and the Regional Goods Movement Study. MTC is jointly responsible with the Association of Bay Area Governments (ABAG) and the Bay Area Air Quality Management District (BAAQMD) for air quality planning to meet the requirements of the federal Clean Air Act, as amended, and shares with the BAAQMD the responsibility for air quality transportation control measures under the state Clean Air Act, as amended. MTC shares with ABAG the responsibility for ~~adopting~~ preparing the SCS.

The Metropolitan Transportation Commission Service Authority for Freeways and Expressways (“MTC SAFE”) was created by legislation effective January 1, 1988 (Streets and Highways Code § 2550 *et seq.*), which authorized the creation of an MTC SAFE to provide for implementation, maintenance and operation of motorist-aid services through a call box program linked directly to the California Highway Patrol and a fleet of roving tow truck patrols, the Freeway Service Patrol. Under the law, MTC oversees the regional SAFE, which was officially convened in mid-1988.

The Bay Area Toll Authority (“BATA”) was created by legislation effective January 1, 1998 (Streets & Highways Code § 30950 *et seq.*) to administer the base \$1 toll on the San Francisco Bay Area’s seven state-owned toll bridges. Pursuant to additional legislation including SB 60, AB 1171, AB 144 and AB 1175 and voter-approved toll increases, tolls in addition to the \$1.00 base toll are collected and administered. Under the law, MTC serves as BATA.

In July, 2012 AB 57 (Beall) was chaptered. AB 57 amended Sections 66503 and 66504 of the Government Code to add, effective January 1, 2013, two additional voting seats on the commission and impose certain other requirements on commissioner appointments as further outlined in Part I of this Commission Procedures Manual.

In 2015 Congress enacted, and the President signed into law the FAST Act (23 U.S.C. §101). Title 23 U.S.C. §134 (d)(2) provides that a metropolitan planning organization shall consist of local officials, officials of public agencies that administer or operate major modes of transportation in the

metropolitan area, including representation by providers of public transportation, and appropriate State officials. Title 23 U.S.C. §134 (d)(3)(B) provides that, subject to the bylaws or enabling statute of the metropolitan planning organization, a representative of a provider of public transportation may also serve as a representative of a local municipality.

For the purposes of this Commission Procedures Manual, the term “MTC” includes the three agencies: the Metropolitan Transportation Commission, the Metropolitan Transportation Commission Service Authority for Freeways and Expressways and the Bay Area Toll Authority. It also includes two joint powers authorities formed by MTC and BATA: the Bay Area Infrastructure Financing Authority (BAIFA), and the Bay Area Headquarters Authority (BAHA).

I. THE COMMISSION AND COMMISSIONERS

1.01. Commissioners. Effective January 1, 2013, there are eighteen voting commissioners. The City and County of San Francisco and the Counties of Contra Costa and San Mateo, each have two commissioners, and the Counties of Alameda and Santa Clara each have three commissioners, appointed as follows: the Board of Supervisors of each county appoints one commissioner; in San Francisco, the Mayor appoints one commissioner; in each of the remaining counties, the City Selection Committee appoints one commissioner; and in the Counties of Alameda and Santa Clara, the Mayors of the Cities of Oakland and San Jose shall be self-appointed or shall appoint a member of their respective City Councils to serve as the third commissioner . The Counties of Marin, Napa, Solano, and Sonoma each have one commissioner who is appointed by the county's Board of Supervisors from a list of three nominees furnished by the Mayor's Selection Committee. The Association of Bay Area Governments appoints one commissioner who shall not be from the Counties of Alameda or Santa Clara or from the City and County of San Francisco. The San Francisco Bay Conservation and Development Commission appoints one commissioner, who shall be a resident of the City and County of San Francisco approved by the Mayor of San Francisco. All appointments are subject to Section 1.02.

Effective September 28, 2016, any sitting commissioner who also serves on the board of a public transit agency shall be deemed to be a representative of a provider of public transportation within the meaning of the FAST Act ("Transit Representative"). Subsequent to September 28, 2016, at the beginning of each Commission term, the Chair shall designate and the Commission shall approve any sitting commissioner who also serves on the board of a public transit agency as a Transit Representative. Upon a vacancy occurring during a Commission term of a commissioner then serving as a Transit Representative, the Chair shall designate, and the Commission shall approve, one or more representatives not then currently designated, if any, from the commissioners then currently on the board who are also serving on a board of a transit agency as a Transit Representative.

The Commission's enabling legislation provides for three non-voting members, one appointed by the Secretary of the Business, Transportation and Housing Agency, and one each appointed by the United States Department of Transportation, and the United States Department of Housing and Urban Development.

1.02. Selection. The basis for selection of a commissioner is special familiarity with the problems and issues in the field of transportation. Elected or appointed public officers may serve as commissioners during their terms of public office. The effect of this is that such public officers are not prohibited from being commissioners; i.e., the two positions are not necessarily incompatible. No more than three voting members of the Commission shall be residents of the same county.

1.03. Term of Office. The term of office of a commissioner is four years. Since the initial term for commissioners commenced February 10, 1971, the organizational meeting date of the Commission, the four-year terms of commissioners shall commence quadrennially from that date. The current appointment term began February 10, 2011. Except as provided in the next sentence, the next appointment dates are February 10, 2015 and February 10, 2019. The commissioners appointed by the Mayors of the Cities of Oakland and San Jose shall have an initial term of office commencing January 1, 2013 and ending in February 2015. Appointments to fill a resignation or vacancy during a term shall be only for the balance of such term. Commissioners shall continue to serve as such until reappointed or until their successor is appointed; provided that, where a commissioner has been appointed as a public officer, the commissioner must vacate his/her Commission seat upon ceasing to hold such public office, unless the appointing authority consents to completion of the commissioner's term (Government Code Section 66504).

1.04. Oath of Office. Commissioners shall complete oath of office forms when they are appointed to the Commission, which are then notarized. The original is kept on file at the MTC offices.

1.05. Conflict of Interest Code. The Commission adopted a conflict of interest code by Resolution No. 1198, Revised (Appendix A), which was subsequently approved by the State of

California Fair Political Practices Commission. Commissioners are required to file annual statements of economic interest and within thirty days of assuming or leaving office.

1.06. Alternates. There is no provision for voting alternates for the voting commissioners. Substitutes may sit on behalf of non-voting commissioners.

1.07. Reimbursement. Commissioners serve without compensation. Commissioners are entitled to receive reimbursement for actual and necessary expenses incurred in connection with the performance of their duties. In lieu of such reimbursement for attendance at Commission or committee meetings, each commissioner shall receive one hundred dollars (\$100.00) per meeting for a maximum of five (5) such meetings in any one calendar month, plus necessary travel expenses as authorized by the Commission pursuant to the rates and terms set forth in Appendix B to this manual. Commissioners may be reimbursed a separate per diem for each such meeting in any one day up to the monthly maximum reimbursement number of meetings. The monthly maximum is calculated and applied separately to MTC and BATA. BAIFA and BAHA meeting per diem is applied and counts toward the BATA monthly maximum. No reimbursement applies to MTC SAFE meetings.

1.08. Travel Expenses. Commissioners shall be paid necessary traveling expenses as may be authorized from time to time by the Commission. The Commission policy for travel expenses is set forth in Appendix B to this manual. The policy applies to all MTC employees as well.

1.09. Orientation for New Commissioners. When a new commissioner is appointed to the Commission, the Secretary to the Commission will provide the commissioner, along with administrative materials, copies of the current major MTC, BATA, MTC SAFE, BAIFA and BAHA documents and an overview of the content of these documents. The Secretary will also arrange an orientation session for the new commissioner with the Executive Director and section managers.

II. OFFICERS

2.01. Commission Officers. There are two (2) Commission officers: a Chair and a Vice-Chair. Any voting commissioner is eligible to hold the office of Chair or Vice-Chair. Non-voting commissioners are ineligible for such offices.

2.02. Term. The Chair and Vice-Chair shall serve two-year terms commencing upon elections at the regular Commission meeting in February of odd numbered years. A commissioner may serve as Chair or Vice-Chair without restriction as to number of terms. The Chair and Vice-Chair shall serve as such until their successors are elected.

2.03A. Nomination/Election of Commission Officers (New Commission Term). In years when new Commission terms begin, the following procedure for the nomination and election of Commission officers shall be followed:

- a. The Commission shall meet on February 10, or within five working days thereof, for a special meeting. The meeting date shall be set by the prior Commission.
- b. The existing Chair, if reappointed, or if not reappointed, the Vice-Chair, if reappointed, or if not reappointed, the reappointed commissioner with the longest continuous length of service, shall preside over the meeting, and is the Acting Chair until the election of new officers.
- c. The Acting Chair shall at this special meeting appoint an Ad Hoc Nominating Committee of commissioners subject to the confirmation of the Commission.
- d. The Ad Hoc Nominating Committee shall meet and send its report in writing to the Commission with the packet for the regular February meeting.
- e. The Acting Chair shall convene the regular February meeting, usually the fourth Wednesday of the month, at which the Ad Hoc Nominating Committee shall give its report as the first order of business. Additional nominations may be offered after the Committee report. Thereafter, nominations may be closed; but, if not closed, nominations shall remain open until the March meeting.
- f. The Commission shall elect a Chair and Vice-Chair at its regular February meeting, or as soon thereafter as possible after nominations are closed.
- g. Upon the election of new officers, the new Chair shall take over the gavel and conduct the remaining business of the meeting.

2.03B. Nomination/Election of Commission Officers (Mid-Commission Term.) The Chair shall appoint an Ad Hoc Nominating Committee of commissioners subject to the confirmation of the Commission at the regular Commission meeting in December of even-numbered years. The Ad Hoc Nominating Committee shall send its report in writing to the Commission with the packet for the regular January Commission meeting. Additional nominations may be offered after the Committee report. Thereafter, nominations may be closed; but, if not closed, nominations shall remain open until the February Commission meeting. The Commission shall elect a Chair and Vice-Chair at its regular February meeting as the first order of business, or as soon thereafter as possible.

2.04. Duties of Chair. The Chair shall preside at all meetings of the Commission, state each question for vote, announce the decision, and decide all questions of order subject to appeal to the Commission. The Chair is a voting ex-officio member of all standing committees of the Commission. In such capacity the Chair shall vote only when necessary to attain a quorum of voting members of a committee. The Chair shall execute all resolutions adopted by the Commission, the approved minutes, and any other documents that may require the signature of the Chair.

The Chair shall appoint, subject to approval of the Commission, members of standing committees, and subsequent to September 28, 2016, the Chair shall designate, subject to approval of the Commission, the Transit Representative(s). In making committee and Transit Representative appointments/designations, the Chair shall, as much as possible, attempt to balance the representation of various areas of the region. The Chair shall select the Chair and Vice-Chair of each committee subject to approval of the Commission. The Chair should request individual commissioners to submit their preferences and areas of interest regarding appointment to committees. The Chair shall also appoint, subject to the approval of the Commission, Commission members of special committees.

In years when a new Chair is elected, then current committee members, chairs, and vice chairs shall continue to serve as such until the new Chair makes new committee appointments. To

the extent necessary to carry out committee business, the Chair may appoint temporary committee chairs, vice-chairs, and members, pending confirmation of committee appointments at the regular March Commission meeting.

The Chair shall approve, within the limits of the approved budget, commissioner's attendance and expenses at an out-of-region conference or any conference in which MTC has a substantial interest in being represented.

The Chair shall perform such functions as may be delegated by action of the Commission. Where circumstances warrant, the Chair may, in the absence of existing policy, act as necessary for the Commission between its scheduled meetings and shall report that action at the next Commission meeting.

The Chair shall select a temporary chair of a committee when that committee's chair and vice-chair are both unable to attend that committee's meeting(s).

2.05. Duties of Vice-Chair. The Vice-Chair shall assume the Chair's duties in his/her absence. In addition, the Vice-Chair is a voting ex-officio member of all standing committees of the Commission. In such capacity the Vice-Chair shall vote only when necessary to attain a quorum of voting members of a committee.

2.06. Chair Pro Tem. If both the Chair and Vice-Chair are or will be absent from a Commission meeting or other functions, or duties of the Chair must be performed (including, but not limited to, the execution of documents), the most senior member of the Commission shall perform such functions and duties.

2.07. Vacancies During Term of Office.

A. Chair. In the event the office of Chair is vacated during the term, the vacancy shall be filled for the unexpired balance of the term by the Vice-Chair.

B. Vice-Chair. In the event the office of Vice-Chair is vacated during the term, the vacancy may be filled for the unexpired balance of the term by a special election. If the vacancy is to be filled, an ad hoc nominating committee shall be appointed by the Chair, subject to the approval of the Commission at the next regular Commission meeting. At the Commission meeting

following the meeting approving the ad hoc nominating committee, the ad hoc nominating committee shall present its written report which shall be included in the meeting packet sent to commissioners; additional nominations, if any, may be made by commissioners at the meeting; nominations shall thereafter be closed and the election for Vice-Chair held at that meeting.

C. Chair and Vice-Chair. In the event the office of Chair and Vice-Chair are both vacated simultaneously during their terms, the vacancy for Chair and Vice-Chair shall be filled in the same manner as the vacancy for Vice-Chair in paragraph B of this Subsection, with the ad hoc nominating committee being appointed by the Commission.

2.08 Staff Officers.

A. Executive Director. The Commission shall appoint an Executive Director who shall have charge of administering the affairs of the Commission subject to the Commission's direction and policies. The Executive Director shall in turn appoint, subject to approval of the Commission, such employees as may be necessary to carry out the functions of the Commission (Resolution No. 664). The Executive Director shall designate an employee to act as Secretary of the Commission for the purpose of keeping its minutes and resolutions.

B. Legal Counsel. The Executive Director shall appoint a Legal Counsel subject to the approval of the Commission. In addition to other duties, the Legal Counsel shall have a responsibility to directly advise the Commission and commissioners in the course of their duties (Resolution Nos. 663 and 664, Appendix C).

III. COMMISSION MEETINGS AND CONDUCT OF BUSINESS

3.01. Principal Offices. The principal offices of the Commission shall be at the-Bay Area Metro Center, 375 Beale Street, San Francisco, CA 94105, or at such other location as may be determined by Commission action.

3.02. Regular Commission Meetings. Regular Commission meetings shall be on the fourth Wednesday of each month with the exception of the month of December when the regular meeting of the Commission shall be the third Wednesday of December and with the exception of the month of August which shall not have a regular Commission meeting. Unless otherwise scheduled, meetings regularly commence at 9:30 a.m. When a regular meeting falls upon a legal holiday, the date and time of such meeting shall be determined by the Commission no later than at its preceding regular meeting. Commission meetings shall be held in the Board Room, 375 Beale Street, San Francisco, CA 94105, in alternate locations within the region that are easily available to the public and accessible to persons with disabilities; provided that, if such an alternative location is chosen, it shall be publicly announced, if possible, at the preceding regular Commission meeting.

The Chair may cancel or reschedule a regular Commission meeting if a quorum cannot be obtained, or if there is insufficient business to warrant a meeting. Notice of cancellation of a meeting shall be given, if possible, not later than seven (7) days prior to the meeting date to those persons who receive formal notice of regular meetings.

3.03. Special Commission Meetings. The Chair may call special meetings of the Commission when warranted by the business of the Commission. In addition, upon written request of ten (10) Commissioners, a special meeting shall be held upon the call of the Chair.

3.04. Notice Regarding Commission Meetings. Notice of Commission meetings shall be given as follows:

A. Regular Meetings. Notice of all regular Commission meetings shall be given in compliance with applicable provisions of the Ralph M. Brown Act (Government Code Section 54950 *et seq.*, as may be amended from time to time; hereinafter "Brown Act"). The notice shall at

a minimum specify the date, hour, and location of the meeting and may be a preliminary agenda for the meeting. The final agenda shall be posted adjacent to the front door of the Bay Area Metro Center not later than 72 hours prior to the date of the meeting.

B. Special Meetings. Notice of special meetings shall be given in compliance with applicable provisions of the Brown Act. Notice of special meetings shall specify the date, time, and location of the meeting and the matters to be considered by the Commission. No matters other than those specified in the notice of special meetings may be considered. Notice of special meetings shall be given to those persons who receive notice of regular meetings. Unless otherwise provided by the Brown Act, at least twenty-four (24) hours' written notice shall be given by electronic or U.S. postal mail or personal delivery to each commissioner and to each local newspaper of general circulation, radio or television station requesting notice in writing, and by posting such notice in the MTC library.

C. Recipients of Notice. Notice of MTC meetings may be received by any person or organization requesting notice. Designated staff shall maintain a database of persons and organizations who have requested notice or to whom, in designated staff's judgment, notice shall be sent. The database is updated on an ongoing basis.

D. Brown Act. In providing notice of Commission meetings, MTC staff shall at all times comply at least with all minimum applicable notice requirements of the Brown Act.

3.05. Open Meetings. In accordance with the provisions of the Brown Act, all meetings of the Commission shall be open to the public except matters that may be discussed in closed session pursuant to the Brown Act. Members of the public shall have an opportunity to directly address the Commission on matters before it, subject to limitations on the total amount of time allocated for public testimony on particular issues and for each individual speaker.

3.06. Quorum. A majority of the appointed, voting commissioners shall constitute a quorum for any meeting of the Commission. When 18 voting commissioners have been appointed and seated, the quorum is ten (10) commissioners. No official action shall be taken by the Commission unless a quorum is present. A majority of the commissioners present and voting shall

be required to carry any action of the Commission; provided that, no action shall be valid unless approved by at least a majority of a quorum.

3.07. Voting. Voting shall be by voice; provided that a roll call shall be taken at the Chair's discretion or upon the request of one (1) commissioner.

3.08. Conduct of Meetings. Robert's Rules of Order, as revised, except when inconsistent with these procedures, law, or specific resolutions of the Commission, shall govern the conduct of meetings of the Commission and its established committees.

3.09. Agenda. The Commission may take no action on any item not appearing on the agenda except as allowed under the Brown Act. All items on Commission agendas shall be subject to action.

A preliminary agenda shall be distributed electronically or by regular or express mail prior to the date of the meeting, consistent with the Brown Act. (See Subsection 3.04, Notice Regarding Commission Meetings.) A final agenda will be prepared and posted adjacent to the front door of the Bay Area Metro Center in accordance with the Brown Act. Copies of the final agenda will be available at the meeting.

If, in the Chair's judgment, it is necessary to maintain the orderly flow of business, public comment may be restricted by any one or a combination of the following procedures:

1. limiting the time each speaker may testify per agenda item. The limit may not be less than one (1) minute for each speaker, and may range, at the discretion of the Chair, up to three (3) minutes per speaker.
2. requiring a speaker who plans to speak on more than one agenda item to combine his or her testimony on all agenda items to one appearance. The limit for a combined appearance may not be less than three (3) minutes per speaker, and may range, at the discretion of the Chair, up to seven (7) minutes per speaker.
3. establishing the maximum amount of time available during the meeting for public comment so as to permit the meeting agenda to be completed before the loss of a quorum; provided, however, that each speaker be permitted to speak at least one (1) minute.

4. establishing a single period of time during a meeting to take all public testimony before proceeding with the agenda, when there are multiple requests to speak on multiple items on the agenda.

5. rearranging the order of items on the agenda to accommodate public testimony.

Any decision of the Chair regarding the taking of public testimony made pursuant to the Commission Procedures Manual shall govern for the meeting unless overruled by a two-thirds vote of the quorum present.

The order of agenda items may also be changed, if, in the Chair's judgment, there are other reasons to do so.

3.10. Resolutions. Resolutions may be considered by the Commission at any regular or special Commission meetings. All resolutions shall be in writing.

A summary explanation of the purpose and content of each resolution shall be prepared and attached to the proposed resolution, but shall not be considered part of such resolution. The original of a resolution adopted by the Commission is the one signed by the Chair and shall be the official text of that resolution.

3.11. Regional Transportation Plan Revisions. Revisions of the Commission's adopted Regional Transportation Plan (RTP) are prepared as the need arises. Except for revisions approved by the Commission under emergency procedures, revisions to the RTP are considered by the Commission for adoption every four years. Review of proposed Plan revisions is assigned to a standing committee of the Commission, which shall make recommendations to the full Commission for Plan revision. Notice of availability of the text of proposed revisions of the RTP shall be sent to organizations and concerned citizens on the current Commission mailing list. Not earlier than twenty (20) days after this distribution of the proposed revisions, and at a time convenient to the public, no less than (2) public hearings shall be held in the region to receive comments, suggestions, and reactions to the proposed revisions. Additional hearings may be scheduled if necessary to allow opportunity for public comment in parts of the region significantly affected by proposed revisions. These public hearings may be conducted by less than a quorum of

the Commission. A transcript or summary of the public hearings shall be provided to all commissioners prior to their acting on the Plan revisions. Notice of the public hearings shall appear in major newspapers of the region and other media as appropriate at least thirty (30) days prior to the scheduled hearings.

3.12 Public Hearings. Public hearings shall be conducted in accordance with MTC's Public Participation Plan, MTC Resolution No. 3821.

3.13. Recording of Meetings. Commission meetings shall be recorded electronically and are available on the Commission's website at no cost and are archived for meetings occurring since 2004. Copies of any recordings (in accessible formats, for persons with disabilities) shall be made available to the public upon request. Further, any citizen may record a Commission meeting or parts thereof, if such recording is done in a reasonable manner.

3.14. Minutes of Meetings. The Commission shall keep accurate minutes of all meetings and make them available to the public. Minutes shall include a record of attendance, a summary of motions, resolutions, consensus items, discussion on motions receiving a split vote and/or resulting in a direction to staff or a Commission committee, other business, and public comment. Minutes approved by the board at a succeeding meeting shall be the evidence of action taken at a prior meeting.

3.15. Public Information Materials. MTC staff will routinely prepare and provide all commissioners with general public informational material. Requests for specialized public information assistance for a specific commissioner will be handled on a time-available basis.

3.16 Meeting Conduct. In the event that any public meeting conducted by MTC is willfully interrupted or disrupted by a person or by a group or groups of persons so as to render the orderly conduct of the meeting unfeasible, the Chair may order the removal of those individuals who are willfully disrupting the meeting. Such individuals may be subject to arrest. If order cannot be restored by such removal, the members of the Commission may direct that the meeting room be cleared (except for representatives of the press or other news media not participating in the disturbance), and the session may continue on matters appearing on the agenda.

IV. COMMISSION COMMITTEES

4.01. Types. Commission committees are designated as standing committees, special committees, or advisory committees.

4.02. Policy. It is the general policy of the Commission to receive comments from the public on specific items at committee meetings. Summaries of these comments shall be included in the committee minutes and forwarded to all commissioners.

4.03. Standing Committees. Each standing committee is charged with subject matter responsibility over specific element(s) of the Commission's overall mission and/or organizational functions. Standing committees shall be composed solely of commissioners. Non-voting commissioners may be appointed to standing committees. Notwithstanding that there may be a quorum of the Commission (10 or more commissioners commencing January 1, 2013) in attendance at a standing committee meeting, no standing committee may act for the full Commission unless the meeting is noticed, in accordance with the Brown Act, as a Commission meeting. Each standing committee shall be responsible for reviewing comments of appropriate MTC advisory committees and such comments shall accompany any standing committee recommendations to the Commission.

4.04. Special Committees. The Commission may establish special committees to supervise the development of a specific task or project. Membership of special committees is not limited to commissioners. Composition of special committees will depend upon the task to be performed and may involve the participation of private citizens or representatives of other public agencies.

4.05. Advisory Committees. Advisory committees are discussed in Section 4.14C.

4.06. Appointments to Committees.

A. Manner of Appointment. The Chair of the Commission, subject to the approval of the Commission, shall appoint members of standing committees and special committees to the extent that special committee appointments are the responsibility of MTC. The Commission Chair

shall designate the Chair and Vice-Chair of the standing committee, subject to approval of the Commission. Designation by the MTC Chair of special committee chairs and vice-chairs is subject to the approval of the Commission to the extent that these appointments are the responsibility of MTC. Appointments to advisory committees shall be made by the Commission in accordance with the Commission resolution establishing the particular advisory committee. In the event the Chair and Vice-Chair of a standing committee are not present at a standing committee meeting, the committee members present shall select a Chair Pro Tem for that meeting from among themselves.

B. Term. Subject to Section 2.04, appointments to standing committees shall be for the term of the Commission Chair. Appointments of commissioners to special committees shall be for the term of the Commission Chair. Other appointments to special committees shall be for a term dependent upon the function of the special committee as set forth in the resolution which governs the special committee. Appointments to advisory committees are for a term dependent upon the function of the advisory committee as set forth in the resolution establishing the particular advisory committee.

4.07. Quorum. The quorum for committees established by the Commission shall be a majority of the committee's non-ex-officio voting membership. If necessary to establish a quorum of a committee at a meeting, the Chair and Vice-Chair of the Commission, as ex-officio members of the committee, shall become voting members for that meeting. Unless otherwise approved by the Commission, MTC standing committees shall have eight (8) voting members, as approved by the Commission, plus the MTC Chair and Vice-Chair as ex-officio, voting members.

Every member of the Commission who is not a voting member of a standing committee is an ad hoc non-voting member. Although a quorum of the Commission may be in attendance at a meeting of a standing committee, the committee may take action only on those matters delegated to it. The committee may not take any action as the full Commission unless a meeting has been previously noticed as a Commission meeting.

An ad hoc non-voting committee member who is also a voting member of the Commission may be designated by the committee chairperson as a voting member at a particular committee meeting if an additional voting member is needed for a committee quorum.

4.08. Open Meetings. It is recognized that "legislative body" as defined in the Brown Act does not include committees composed solely of commissioners when they number less than a quorum of the Commission or a quorum of a standing committee. It is the intention of the Commission to apply the Brown Act to include all non-ad-hoc committees created by the Commission, not just those identified as advisory commissions or committees. All meetings of non-ad-hoc committees created by the Commission, with the exception of closed sessions permitted by the Brown Act, shall be open meetings properly announced in accordance with the provisions of the Brown Act.

4.09. Notice of Meetings. Notice of regular committee meetings shall be given consistent with applicable provisions of the Brown Act and posted adjacent to the front door of the Bay Area Metro Center not less than 72 hours, preceding the date of the meeting. If a special meeting is called on short notice, then notice shall comply with the requirements of Subsection 3.04 B of these procedures. The notice shall announce the date, time, and location of the meeting together with an agenda. This notice shall be sent to all commissioners and to media representatives, concerned citizens, and organizations who have filed a request for receipt of notice of committee meetings and posted in the MTC library. Special meetings of committees shall comply with the minimum notice provisions of the Brown Act. Notices of postponed or canceled committee meetings shall be posted adjacent to the front door of the Bay Area Metro Center not less than 72 hours prior to the regular date of the meeting and shall state the date, time, and location of the next committee meeting if possible. Notices of meetings held earlier than the regular meeting date shall be sent out and posted adjacent to the front door of the Bay Area Metro Center as soon as possible.

4.10. [Reserved]

4.11. Recording of Meetings. Standing and special committee meetings, if possible, shall be recorded electronically and follow the procedures as stated in Subsection 3.13 of this document.

4.12. Minutes of Committee Meetings. Minutes of all committee meetings shall be kept and made available to the public. Minutes shall include a record of attendance, a summary of motions, resolutions, consensus items, discussion on motions receiving a split vote and/or resulting in a direction to staff or a Commission committee, other business, and public comment.

4.13. Reimbursement and Travel Expenses. Commissioners who are members of standing or special committees shall be entitled to receive in lieu reimbursement for attendance at such committee meetings in accordance with Government Code Section 66504.1. Commissioners serving on standing and/or special committees shall also be entitled to receive necessary travel expenses in accordance with the Commission's current resolution in this regard. (See Appendix B.) Members of special committees appointed by the Commission and members of advisory committees appointed through Commission resolutions shall be reimbursed for their necessary travel expenses in accordance with the Commission's current procedures regarding this subject. (See Appendix D.)

Commissioners appointed by the Chair or the full Commission to represent MTC on committees other than those created by MTC shall be entitled to receive the MTC per diem and necessary travel expenses for attendance at such committee meetings. If the procedures of such committees require or permit the appointment of an alternate representative, MTC alternates to such committees may not claim per diem or travel expenses for any meeting at which the MTC commissioner is also present and claiming per diem.

4.14. Commission Committees.

A. Standing Committees. The current charters of the Commission's standing committees, as established by this Manual, are attached as Appendix E. Current Commission standing committees are as follows:

1. Administration Committee - is charged with the oversight of the operation and performance of the Commission staff including the development and oversight of agency personnel, financial policies, and management.

2. Programming and Allocations Committee - reviews projects seeking federal, state and regional funding approval for conformance with the Sustainable Communities Strategy/Regional Transportation Plan, adopts the region's multi-year program of funding priorities for federal, state and regional funds, and recommends allocation of various federal, state and regional funds among the various eligible claimants and applicants within the region.

3. Planning Committee - develops the region's annual transportation work program and program budget, reviews planning policies and issues, and together with ABAG, develops the Sustainable Communities Strategy, and proposes revisions to the Sustainable Communities Strategy/Regional Transportation Plan.

4. Operations Committee - establishes, oversees and evaluates transportation system management and operational activities sponsored by MTC, SAFE and others.

5. Legislation Committee - recommends Commission legislative policy, represents the Commission in the legislative process, and oversees the Commission's public information and citizen participation program.

6. Executive Committee - considers matters of urgency brought before it by the Chair between Commission meetings and other matters assigned to it by the Commission or the Chair.

B. Special Committees. Special committees are committees consisting of MTC commissioners and representatives of other organizations. Special committees are established, modified or disbanded by separate Commission action. Examples of current committees include, but are not limited to, the following:

1. Regional Airport Planning Committee - reorganized pursuant to MTC Resolution No. 3123 and is responsible for recommendations relating to the Regional Airport Element of the Regional Transportation Plan and the update of revisions relating to this element.

2. MTC/Bay Conservation and Development Commission (BCDC) Seaport Planning Advisory Committee - was established pursuant to a Memorandum of Understanding between BCDC and MTC (MTC Resolution No. 516) and is responsible for developing the

legislatively-mandated Seaport Element to the Regional Transportation Plan and recommendations for revision of the Seaport Element of the BCDC Bay Plan

3. Mega-Region Working Group – was established in 2015 through Resolution 4209 to identify issues of common interest and recommend joint activities among metropolitan planning organizations in the Northern California mega-region.

C. Advisory Committees. Advisory committees consist of members of the public and/or staff from public agencies or private organizations. Advisory committees are established, modified or disbanded by separate Commission action. When appropriate, all upcoming vacancies on MTC advisory committees shall be posted on the Commission website. Prior to making appointments to such committees, thirty days shall be allowed to receive responses from citizens who are interested in appointment. Examples of current advisory committees include, but are not limited to, the following:

1. Policy Advisory Council – This advisory committee was established in November 2009 pursuant to MTC Resolution No. 3931 to advise the Commission on transportation policies in the San Francisco Bay Area, incorporating diverse perspectives relating to the environment, the economy and social equity. Its 27 members are appointed by the Commission, including 9 members, one from each Bay Area county, selected to represent interests related to the communities of color, environmental justice and low-income issues; 9 members, one from each Bay Area county, selected to represent the interests of disabled persons and seniors; and 9 members selected to represent interests related to the economy and the environment.

2. The Bay Area Partnership (The Partnership) - The Partnership is a consortium of local, state and federal agencies, including the top managers from agencies for transportation and protecting the region's environmental quality; intended to foster consensus in the implementation of TEA 21 and its successor statutes, develop agreed-upon funding and planning priorities, and implement plans and programs to better manage and operate the metropolitan transportation system.

3. Regional Transit Coordinating Council (RTCC) - Pursuant to Public Utilities Code § 29142.4, the Commission has established the RTCC to advise MTC with respect to its state and federal programs, to focus attention on transit coordination, and to encourage participation of transit operators' top management in MTC's deliberations. MTC Resolution No. 2467 establishes the RTCC.

4. Paratransit Coordinating Councils (PCCs) - established by MTC Resolution No. 468 in 1977 to require participation by counties in promoting the efficient use of limited paratransit services. Membership composition is established in MTC Resolution No. 1209.

NOTE: Special and advisory committees usually forward their recommendations to the Programming and Allocations Committee. Special issues can be referred to the appropriate MTC standing committee.

V. MISCELLANEOUS

5.01 Authority. The Metropolitan Transportation Commission finds that these procedures are necessary to carry out the purposes of the Metropolitan Transportation Commission Act. These procedures are adopted pursuant to the Commission's authority under Government Code § 66506.

5.02 Emergency Notice Provision. In the event a postal strike or other calamity makes it impossible to give notice of meetings by mail as required in these procedures, notice of meetings of the Commission and its committees shall be given to commissioners and committee members, respectively, with such time and by such means as may be practical, which may include, but not be limited to, personal service, facsimile, email and posting at MTC's website. In such event, the general public and those requesting notice of Commission and committee meetings shall be notified, if possible, by publication of notice in a newspaper or newspapers of general circulation in the region. The timing and content of such published notice shall conform, if possible, to the requirements pertaining to mailed notice set forth in these procedures.

5.03 Severability. Should any part, term, portion, or provision of these procedures be finally decided to be in conflict with any law of the United States or the State of California or otherwise be ineffectual or unenforceable, the validity of the remaining parts, terms, portions, or provisions shall be deemed severable and shall not be affected thereby, providing such remaining portions or provisions can be construed to stand as the Commission intended.

Appendix E
Resolution No. 1058

Standing Committees' Structure

MTC STANDING COMMITTEES

STANDING COMMITTEE: Administration

<u>FUNCTION</u>	<u>DELEGATED AUTHORITY</u>
1. Oversight of general operations and performance of agency.	Recommend to the Commission.
2. Review, adopt and oversee personnel policies.	Approval authority
3. Give policy guidance on meet and confer negotiations of staff salaries and benefits; recommend travel and per diem reimbursements of the Commission, standing committees and advisory committees and groups.	Recommend to the Commission
4. Review financial reports, audit reports, general stewardship of funds.	Approval authority
5. Review annual agency operating budget.	Recommend to the Commission
6. Authorize the execution of agency contracts, funding agreement and purchase orders not delegated to the Executive Director (except as otherwise delegated to the Operations Committee). Details of litigation-related contracts may be reviewed in closed session and approved in open session, with the provision that contract amounts may be withheld from disclosure until the conclusion of the litigation.	Approval authority
7. Review the Commission Procedures Manual and Conflict of Interest Code.	Recommend to the Commission

COMPOSITION OF COMMITTEE MEMBERSHIP:

Membership: Commencing January 1, 2013, unless otherwise approved by the Commission, 8 voting commissioners including the Chair of the Committee.

The Administration Committee's regular meeting begins at 10:00 am on the second Wednesday of each month, following the regular meeting of the BATA Oversight Committee. The meeting date and time is subject to change by the Committee as its workload warrants. This shall not be deemed a postponement.

MTC STANDING COMMITTEES

STANDING COMMITTEE: **Programming and Allocations Committee**

<u>FUNCTION</u>	<u>DELEGATED AUTHORITY</u>
1. Review all applications for state or federal funds.	Recommend to the Commission
2. Review all projects consistent with MTC's responsibilities under the Intergovernmental Review process.	Recommend to the Commission
3. Develop the annual proposed distribution of discretionary funds among eligible claimants for operating assistance.	Recommend to the Commission
4. Develop the annual Program of Projects for FTA Sections 9 and 18 for areas within the MTC region.	Recommend to the Commission
5. Conduct public hearings on Unmet Transit Needs to make required findings regarding allocations of Transportation Development Act funds for streets and roads purposes.	Recommend to the Commission
6. Review and evaluate applications or commitments for allocations of funds, including but not limited to Transportation Development Act, State Transit Assistance, 25% of 1/2¢ sales tax, and toll bridge net revenues.	Recommend to the Commission
7. Review revisions to MTC-approved annual grant applications and allocations for funds.	Approval authority for revisions that do not include new projects or do not exceed \$5 million in cost. Recommend to the Commission all other revisions.
8. Review and approve grant applications to external funding sources for MTC-sponsored programs.	Recommend to the Commission
9. Review, conduct public hearings on (as appropriate), and establish priorities for capital programs of projects for the rehabilitation, management and/or improvement of the regional transportation system.-	Recommend to the Commission adoption of the Transportation Improvement Programs (RTIP & TIP) and Transit Capital Priorities.

MTC STANDING COMMITTEES

10. Review amendments to the Transit Capital Priorities and/or the Transportation Improvements Programs (RTIP and TIP).

Approval authority for revisions that do not include new projects or do not exceed \$5 million in cost. Recommend to the Commission all other revisions.

COMPOSITION OF COMMITTEE MEMBERSHIP:

Membership: Commencing January 1, 2013, unless otherwise approved by the Commission, 8 voting commissioners including the Chair of the Committee.

Programming and Allocation Committee's regular meeting begins at 10:30 am on the second Wednesday of each month, following the regular meeting of the Administration Committee. The meeting date and time is subject to change by the Committee as its work load warrants. This shall not be deemed a postponement.

MTC STANDING COMMITTEES

STANDING COMMITTEE: Legislation

<u>FUNCTION</u>	<u>DELEGATED AUTHORITY</u>
1. Develop specific legislative proposals.	Recommend to the Commission
2. Develop MTC policy positions on major legislative and regulatory proposals initiated-by others.	Recommend to the Commission
3. Represent the Commission in the legislative process.	Represent the Commission at legislative hearings and contacts with legislators. In emergency situations where Commission action is not possible, the Chair of the Committee may, with the concurrence of the Commission Chair, respond to legislative matters of importance to the Commission.
4. Develop procedures for public information, press relations and citizen participation.	Approval authority
5. Review, adopt and oversee public information, press relations and citizen participation programs.	Approval authority within constraints of the annual work program and operating budget. Recommend to the Planning and Operations Committee and Administration Committee for work program and operating budget changes, respectively.

COMPOSITION OF COMMITTEE MEMBERSHIP:

Membership: Commencing January 1, 2013, unless otherwise approved by the Commission, 8 voting commissioners including the Chair of the Committee.

Legislation Committee's regular meeting begins at 11:00 am on the second Friday of each month, following the regular meeting of the Operations Committee. The meeting date and time is subject to change by the Committee as its work load warrants. This shall not be deemed a postponement.

MTC STANDING COMMITTEES

STANDING COMMITTEE: Planning

<u>FUNCTION</u>	<u>DELEGATED AUTHORITY</u>
1. Develop the annual work program and program budget.	Recommend to the Commission
2. Monitor, direct and update work program and program budget - including the scope of consultant contract.	Approval authority within constraints of operating budgets. Recommend to the Commission for substantive work program, and recommend to the Administration Committee for fund approval for these substantive changes.
3. Review planning and policy issues, review recommendations on evaluations of these issues from advisory and special committees, and examine planning issues against the SCS/RTP.	Recommend MTC policies related to the Sustainable Communities Strategy/Regional Transportation Plan to the Commission.
4. Develop revisions to the Sustainable Communities Strategy/Regional Transportation Plan, deliberate on substance of planning and conduct public hearings.	Recommend adoption of revisions to the Sustainable Communities Strategy/Regional Transportation Plan to the Commission.
5. Coordinate the SCS/RTP with other regional plans, including but not limited to: the Bay Area Air Quality Plan, the Bay Area Seaport Plan; the Regional Airport Plan, and BCDC's Bay Plan.	Recommend MTC policies to the Commission.

COMPOSITION OF COMMITTEE MEMBERSHIP:

Membership: Commencing January 1, 2013, unless otherwise approved by the Commission, 8 voting commissioners including the Chair of the Committee.

Planning Committee's regular meeting begins at 9:30 am on the second Friday of each month. The meeting date and time is subject to change by the Committee as its work load warrants. This shall not be deemed a postponement.

MTC STANDING COMMITTEES

STANDING COMMITTEE: Operations

<u>FUNCTION</u>	<u>DELEGATED AUTHORITY</u>
1. Establish, oversee and evaluate transportation system management and operational activities sponsored by MTC and other agencies, including but not limited to: operational projects such as 511 and TransLink®, the highway and arterial operations programs, and the agency's SAFE responsibilities related to call boxes, the Freeway Service Patrol and incident management activities.	Recommend to the Commission for establishing new activities or major changes to existing activities. Approval authority for all other oversight and evaluation functions.
2. Authorize the execution of agency contracts, funding agreements and purchase orders not delegated to the Executive Director that are necessary to conduct the system management and operations activities of MTC and MTC/SAFE.	

COMPOSITION OF COMMITTEE MEMBERSHIP

Membership: Commencing January 1, 2013, unless otherwise approved by the Commission, 8 voting commissioners including the Chair of the Committee.

Operations' regular meeting begins at 10:00 am on the second Friday of each month. The meeting date and time is subject to change by the Committee as its workload warrants. This shall not be deemed a postponement.

MTC STANDING COMMITTEES

STANDING COMMITTEE: Executive

<u>FUNCTION</u>	<u>DELEGATED AUTHORITY</u>
1. Acts on matters of urgency brought before it by the Chair between Commission meetings.	Recommend to the Commission
2. Acts on other matters assigned by Commission or Chair.	Recommend to the Commission

COMPOSITION OF COMMITTEE MEMBERSHIP:

Commission Chair, Commission Vice Chair, immediate past Chair, chairs of BATA Oversight, Administration, Planning, Operations, Legislation, and Programming and Allocations Committees, and President of the Association of Bay Area Governments (ABAG).



Metropolitan Transportation Commission

375 Beale Street, Suite 800
San Francisco, CA 94105

Legislation Details (With Text)

File #: 17-2831 **Version:** 1 **Name:**

Type: Contract **Status:** Consent

File created: 8/25/2017 **In control:** Administration Committee

On agenda: 9/13/2017 **Final action:**

Title: Contract Amendment - Special CEQA Counsel: Thomas Law Group (\$100,000)

Sponsors:

Indexes:

Code sections:

Attachments: [2h_Thomas_Law_Group.pdf](#)

Date	Ver.	Action By	Action	Result
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Subject:
Contract Amendment - Special CEQA Counsel: Thomas Law Group (\$100,000)

Presenter:
Matthew Lavrinets

Recommended Action:
Committee Approval



METROPOLITAN
TRANSPORTATION
COMMISSION

Bay Area Metro Center
375 Beale Street
San Francisco, CA 94105
TEL 415.778.6700
WEB www.mtc.ca.gov

Memorandum

TO: Administration Committee

DATE: September 6, 2017

FR: Executive Director

RE: Contract Amendment – Special CEQA Counsel: Thomas Law Group (\$100,000)

This memorandum requests Committee approval of a contract amendment to increase the legal services contract with the Thomas Law Group related to the California Environmental Quality Act (CEQA) with respect to Plan Bay Area 2040 in an amount not to exceed \$100,000.

Background

In 2009, MTC entered into a sole source contract with Remy, Thomas, Moose and Manley, LLP, to provide legal assistance to MTC and ABAG related to SB 375 (Steinberg), based on MTC's prior experience with a firm partner, Tina Thomas, a respected CEQA expert and litigator who served as Senator Steinberg's CEQA advisor when SB 375 was being written. In early 2012, Ms. Thomas formed her own firm (Thomas Law Group), and MTC approved the assignment of the contract to her firm. The Thomas Law Group subsequently advised ABAG and MTC on CEQA compliance throughout the process of adopting Plan Bay Area 2013, including issues related to SB 375.

With respect to Plan Bay Area 2040, the strategic update to Plan Bay Area 2013, the Thomas Law Group has provided legal assistance in sorting through the provisions of SB 375 and ensuring compliance with the CEQA in the context of greenhouse gas emissions pursuant to a sole source contract entered into under Executive Director contracting authority. This amendment, which would bring the total not to exceed contract amount to \$300,000, would cover the Thomas Law Group's fees through the recent adoption of Plan Bay Area 2040, including post-adoption advice.

Recommendation

I recommend that the Committee authorize the Executive Director or his designee to negotiate and enter into a contract amendment with the Thomas Law Group in an amount not to exceed \$100,000 for legal services related to CEQA with respect to Plan Bay Area 2040.



Steve Heminger

AW:ml

Attachment

J:\COMMITTEE\Administration\2017 by Month\09 Sep'2017_Administration Committee\2h_Thomas_Law_Group_Memo.ADW.08.31.17.docx

Summary of Proposed Legal Services Contract Amendment

Work Item No.:	1151
Law Firm:	Thomas Law Group Sacramento, CA
Work Project Title:	Special CEQA Counsel
Purpose of Project:	Legal services related to the California Environmental Quality Act (CEQA) and SB 375 as they relate to Plan Bay Area 2040.
Project Cost Not to Exceed:	\$200,000 (contract to date) \$100,000 (this amendment) Total contract: \$300,000
Funding Source:	General Fund
Fiscal Impact:	Funds included in the FY 2017-18 agency budget.
Motion by Committee:	That the Executive Director or his designee is authorized to negotiate and enter into a contract amendment with the Thomas Law Group for the purposes described above and in the Executive Director's September 6, 2017 memorandum, and the Chief Financial Officer is directed to set aside \$100,000 for such contract amendment.
Administration Committee:	<hr/> Federal D. Glover, Chair
Approved:	Date: September 13, 2017



Metropolitan Transportation Commission

375 Beale Street, Suite 800
San Francisco, CA 94105

Legislation Details (With Text)

File #: 17-2837 **Version:** 1 **Name:**
Type: Contract **Status:** Consent
File created: 8/31/2017 **In control:** Administration Committee
On agenda: 9/13/2017 **Final action:**
Title: Contract Amendment - Regional Geographic Information System (GIS) Base Map: TomTom North America, Inc. (\$200,000)

Sponsors:

Indexes:

Code sections:

Attachments: [2i_ContractAmend_TomTom.pdf](#)

Date	Ver.	Action By	Action	Result
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Subject:

Contract Amendment - Regional Geographic Information System (GIS) Base Map: TomTom North America, Inc. (\$200,000)

Presenter:

Kearey Smith

Recommended Action:

Committee Approval



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TRANSPORTATION
COMMISSION

Bay Area Metro Center
375 Beale Street
San Francisco, CA 94105
TEL +1.5778.6700
WEB www.mtc.ca.gov

Memorandum

TO: Administration Committee

DATE: September 13, 2017

FR: Deputy Executive Director, Operations

W.I.: 1122

RE: Contract Amendment – Regional Geographic Information System (GIS) Base Map: TomTom North America, Inc. (\$200,000)

This memorandum requests Committee approval of a sole source contract amendment with TomTom North America, Inc. (TomTom) to extend the GIS base map license agreement for an additional three years, in the amount of \$200,000 for FY 2018-19, and subject to the approval of future agency budgets for the remaining two years of the contract.

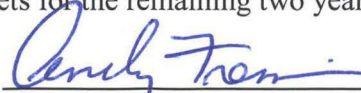
Background

In September of 2015, the Administration Committee approved an amendment to a sole source three year contract with TomTom in the amount of \$190,000 (\$63,333 annually) to provide a GIS base map for use by MTC and its partner transportation agencies. This data allows MTC staff, consultants and partners to perform complex mapping and spatial analysis for a wide variety of projects, such as the Transportation Improvement Program, Regional Transportation Plan, and several regional transportation and housing related initiatives. A sole source contract amendment is recommended because:

- MTC operates several on-line applications that utilize the TomTom GIS base map. The cost to convert these applications to another GIS base map would be prohibitive.
- MTC shares the TomTom GIS base map with several of its partner agencies such as VTA, AC Transit, Golden Gate Transit, and CCCTA which have begun integrating the GIS base map into many of their operational programs such as automatic vehicle location, paratransit and other route planning applications. This contract amendment will provide continued, uninterrupted use of the GIS base map.

Recommendation

Staff recommends that this Committee authorize the Executive Director or his designated representative to negotiate and enter into a sole source contract amendment with TomTom in an amount not to exceed \$200,000 for three years (FY 2018-2021) to extend the GIS base map license for an additional three years and subject to the approval of future agency budgets for the remaining two years of the contract.



Andrew B. Fremier

AB:ks

Attachment

REQUEST FOR COMMITTEE APPROVAL

Summary of Proposed Consultant Contract Amendment

Work Item No.:	1122
Consultant:	TomTom North America, Inc. Lebanon, NH
Work Project Title:	Regional Geographic Information System (GIS) Base Map
Purpose of Project:	To provide a geographic information system (GIS) base map in a digital format that will be used by MTC staff, consultants and partner agencies for a wide variety of mapping, spatial analyses and on-line applications.
Brief Scope of Work:	Enter into a license agreement for a three-year time period for the provision of digital GIS base map by TomTom. TomTom will provide digital base map data for use by MTC staff and partner agencies.
Project Cost Not to Exceed:	\$200,000 (this amendment) Previously approved agreement: \$190,000 Total contract amount budgeted on this action: \$390,000
Funding Source:	TDA
Fiscal Impact:	Funds for year one (\$66,667) are in FY 2017-18 agency budget; years 2-3 subject to approval of future agency budgets
Motion by Committee:	That the Executive Director or his designee is authorized to negotiate and enter into a contract amendment with TomTom North America, Inc. for the Regional Geographic Information System (GIS) Base Map as described above and in the Deputy Executive Director's September 6, 2017 memorandum; and the Chief Financial Officer is directed to set aside funds for such contract.
Administration Committee:	<hr/> Federal Glover, Chair
Approved:	Date: September 13, 2017



Metropolitan Transportation Commission

375 Beale Street, Suite 800
San Francisco, CA 94105

Legislation Details (With Text)

File #: 17-2703 **Version:** 1 **Name:**
Type: Resolution **Status:** Commission Approval
File created: 6/9/2017 **In control:** Administration Committee
On agenda: 9/13/2017 **Final action:**
Title: MTC Resolution No. 4294 - Draft Title VI Program

The Title VI Program demonstrates how MTC is complying with federal requirements of nondiscrimination in its policies, programs and activities, and it is prepared in response to Federal Transit Administration (FTA) Circular 4702.1B. MTC Resolution No. 4294 would authorize submission of the final Title VI Program to the FTA.

Sponsors:

Indexes:

Code sections:

Attachments: [3a Reso-4294 Draft Title VI Program.pdf](#)

Date	Ver.	Action By	Action	Result
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Subject:

MTC Resolution No. 4294 - Draft Title VI Program

The Title VI Program demonstrates how MTC is complying with federal requirements of nondiscrimination in its policies, programs and activities, and it is prepared in response to Federal Transit Administration (FTA) Circular 4702.1B. MTC Resolution No. 4294 would authorize submission of the final Title VI Program to the FTA.

Presenter:

Denise Rodrigues

Recommended Action:

Commission Approval



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Bay Area Metro Center
375 Beale Street
San Francisco, CA 94105
TEL 415.778.6700
WEB www.mtc.ca.gov

Memorandum

TO: Administration Committee

DATE: September 6, 2017

FR: Deputy Executive Director, Operations

RE: MTC Resolution No. 4294 – Draft Title VI Program

Attached is a Draft Title VI Program (the "Program"), which MTC is required to submit periodically to the Federal Transit Administration (FTA), as well as the California Department of Transportation (Caltrans). The Program demonstrates how MTC is complying with federal requirements of nondiscrimination in its policies, programs and activities, and it is prepared in response to FTA Circular 4702.1B. The Program describes major efforts undertaken by MTC during the last three years that form the basis for assuring that its continuing planning and programming activities are nondiscriminatory on the basis of race, color, or national origin.

Staff presented the draft Program to the Policy Advisory Council on July 12, 2017. Comments and requested changes will be considered in preparing the final Program before it is presented to the Commission on September 27, 2017, for approval.

The Program describes:

- MTC's 2015 Public Participation Plan, which sets forth the steps MTC takes to inform diverse communities about, and involve those communities in, decisions affecting Bay Area transportation and land use policies and investments;
- MTC's Plan for Special Language Services to the Limited English Proficient Population, which documents the various services and procedures that MTC has in place to assist persons with limited proficiency in the English language;
- MTC's Policy Advisory Council membership and a description of efforts made to encourage minority participation in the Council;
- MTC's procedures for identifying and considering the mobility needs of minority populations within the planning process, including an analysis of any disparate impact on the basis of race, color, or national origin of the distribution of state and federal funds in the aggregate for public transportation purposes;
- MTC's procedures for members of the public to file a Title VI discrimination complaint; and
- MTC's procedures for passing through FTA financial assistance in a nondiscriminatory manner and for monitoring its FTA funding subrecipients for compliance with Title VI.

Please note that the Program refers to a number of appendices not included in this packet due to size. Many of the appendices are existing reports that are available to view on the MTC website or in the MTC library and all appendices will be posted to MTC's web site along with the Final Program at http://www.mtc.ca.gov/get_involved/ after it is approved by the

Commission. If you wish to review one or more draft appendices, please contact the Committee Clerk, Kimberly Ward at (415) 778-5367 or by email at kward@mtc.ca.gov.

Recommendation:

Staff recommends that the Administration Committee refer MTC Resolution No. 4294 to the Commission for approval of MTC's final Title VI Program. The resolution directs MTC staff to transmit the final Program to FTA and Caltrans, and authorizes staff to supplement the final Program as necessary or appropriate to respond to requests from FTA for further information.



Andrew B. Premier

AF:dr

Attachment

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Date: September 27, 2017
W.I.: 1312
Referred By: Administration Committee

ABSTRACT

Resolution No. 4294

All Federal Transit Administration (FTA) grant recipients are required to submit to and have approved by FTA a written program detailing how they are complying with Title VI of the Civil Rights Act of 1964 in their policies, programs and activities, based on the guidance in FTA Circular 4702.1B, dated October 1, 2012. This resolution approves the Metropolitan Transportation Commission's Title VI Program, authorizes submission of the Title VI Program to the FTA and the State of California Department of Transportation, and authorizes the Executive Director of the Commission or his designee to supplement or revise the Title VI Program in response to requests from the FTA for additional information.

This resolution supersedes MTC Resolution No. 4155.

Date: September 27, 2017
W.I.: 1312
Referred By: Administration Committee

Re: MTC's Title VI Program

METROPOLITAN TRANSPORTATION COMMISSION
Resolution No. 4294

WHEREAS, the Metropolitan Transportation Commission (MTC) is the regional transportation planning agency for the San Francisco Bay Area pursuant to Government Code Section 66500 et seq.; and

WHEREAS, MTC is also the federally designated metropolitan planning organization (MPO); and

WHEREAS, the Federal Transit Administration (FTA) has published FTA Circular 4702.1B entitled "Title VI Requirements and Guidelines for Federal Transit Administration Recipients," dated October 1, 2012, which provides recipients and subrecipients of FTA financial assistance with guidance and instructions necessary to carry out regulations of the U.S. Department of Transportation (DOT) (49 Code of Federal Regulations Part 21) promulgated under Title VI of the Civil Rights Act of 1964 (Title VI), and to integrate into their programs and activities considerations expressed in DOT's Policy Guidance Concerning Recipients' Responsibilities to Limited English Proficient (LEP) Persons (70 Federal Register 74087, December 14, 2005); and

WHEREAS, FTA Circular 4702.1B requires each MPO to prepare and submit to FTA a written program detailing how it is complying with Title VI on a triennial basis; and

WHEREAS, MTC affirms its commitment to comply with FTA Circular 4702.1B through adoption of a written Title VI program; now, therefore, be it

RESOLVED, that it is the policy of MTC to ensure that no person in the United States shall be excluded from participation in, denied the benefits of, or subjected to discrimination under, any MTC program or activity receiving federal financial assistance, on the basis of race, color, or national origin, consistent with Title VI; and, be it further

RESOLVED, that MTC hereby adopts a Title VI Program, consistent with the requirements of FTA Circular 4702.1B, attached hereto and incorporated herein as Attachment A; and, be it further

RESOLVED, that the Executive Director shall submit a copy of this resolution and the attached Title VI Program to the FTA and the Department of Transportation of the State of California; and, be it further

RESOLVED, that the Executive Director or his designee is hereby authorized and directed to supplement or otherwise revise the attached Title VI Program as necessary or appropriate to respond to requests from the FTA for additional information; and, be it further

RESOLVED, that this resolution supersedes MTC Resolution No. 4155.

METROPOLITAN TRANSPORTATION COMMISSION

Jake Mackenzie, Chair

The above resolution was entered into by the Metropolitan Transportation Commission at a regular meeting of this Commission held in San Francisco, California, September 27, 2017.

Date: September 27, 2017
W.I.: 1312
Referred By: Administration Committee

Attachment A
Resolution No. 4294

METROPOLITAN TRANSPORTATION COMMISSION
TITLE VI TRIENNIAL PROGRAM
IN RESPONSE TO
FEDERAL TRANSIT ADMINISTRATION CIRCULAR 4702.1B

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I. INTRODUCTION

This Title VI Triennial Program provides information and analyses bearing upon the Metropolitan Transportation Commission's (MTC) compliance with Title VI of the Civil Rights Act of 1964 regarding nondiscriminatory delivery of services and benefits under federally-funded programs or activities. This document has been prepared in response to Federal Transit Administration (FTA) Circular 4702.1B, dated October 1, 2012 (the Circular).

MTC last submitted a Title VI Triennial Program to FTA on August 28, 2014. This Title VI Triennial Program includes some information reported in the 2014 Title VI Report.

The Program begins with a profile of MTC as well as a description of the region, then responds to the general and program-specific reporting requirements of the Circular. Several appendices provide additional information.

II. METROPOLITAN TRANSPORTATION COMMISSION AND ITS REGION

A. Description/Profile of the Metropolitan Transportation Commission

Created by the state Legislature in 1970 (California Government Code § 66500 *et seq.*), MTC is the transportation planning, coordinating and financing agency for the nine-county San Francisco Bay Area. Over the years, the agency's scope has grown, and its Commissioners now govern three agencies: MTC, the Bay Area Toll Authority (BATA) (California Streets and Highways Code § 30950 *et seq.*), and the Metropolitan Transportation Commission Service Authority for Freeways and Expressways (SAFE) (California Streets and Highways Code § 2551 *et seq.*). In addition, MTC and BATA have combined to form two additional entities, the Bay Area Infrastructure Financing Authority (BAIFA) and the Bay Area Headquarters Authority (BAHA), which are joint powers authorities established pursuant to Chapter 5 of Division 7 of Title 1 of the California Government Code (§§ 6500-6599.3).

MTC's work is guided by a 21-member policy board, with 18 of the commissioners designated as voting members. Commissioners generally serve concurrent four-year terms, with a new chair elected every two years. The current term expires in February 2019.

Sixteen of the voting MTC commissioners are appointed by local elected officials in each of the nine counties, as follows:

- The two most populous counties, Alameda and Santa Clara, each have three representatives on MTC: the county board of supervisors selects one member; the mayors of the cities within the county collectively appoint another; and the mayors of the biggest cities in these two counties — Oakland in Alameda County and San Jose in Santa Clara County — each appoint a representative;
- The City and County of San Francisco is represented by two members, one appointed by the board of supervisors and the other by the mayor, and San Mateo and Contra Costa counties also have two members, one appointed by the boards of supervisors and one by the mayors within each county; and
- The four least-populous counties of Marin, Napa, Sonoma, and Solano each have one member, appointed by the boards of supervisors.

In addition, two voting members represent regional agencies: the Association of Bay Area Governments (ABAG), which serves as the region's Council of Governments and land use planning agency, and the Bay Conservation and Development Commission (BCDC), which works to protect San Francisco Bay and encourage responsible and productive uses of the Bay. State legislation specifies that the BCDC representative must be a resident of San Francisco, effectively giving San Francisco a third voice on the MTC. Finally, three nonvoting members represent federal and state transportation agencies and the federal housing department.

In May 2016, MTC moved into its new headquarters, co-locating with partner regional agencies, including ABAG and the Bay Area Air Quality Management District (BAAQMD) in order to foster increased regional collaboration.

On May 24, 2017, MTC and ABAG voted to enter into a contract for services governing the terms related to a previously-approved consolidation of their staffs to improve coordination of regional transportation and land use planning and to better serve the residents of the nine-county Bay Area.¹ MTC and ABAG are jointly responsible for adopting the Bay Area's Sustainable

¹ See MTC Resolution 4245, adopted May 25, 2016, and ABAG Resolution 07-16, adopted May 19, 2016.

Communities Strategy – a state-mandated regional transportation and land use plan for accommodating population and job growth while reducing growth in greenhouse gas emissions. The staff consolidation of MTC and ABAG is intended to create a more unified vision for the Bay Area, increase collaboration, and use taxpayer dollars more efficiently. Post consolidation MTC has approximately 290 staff headquartered at the Bay Area Metro Center in San Francisco, California.

1. Planning for the Next Generation

MTC functions as both the regional transportation planning agency — a state designation — and, for federal purposes, as the region’s metropolitan planning organization (MPO). As such, it is responsible for regularly updating the Regional Transportation Plan (RTP), a comprehensive blueprint for the development of mass transit, highway, airport, seaport, railroad, bicycle and pedestrian facilities. MTC also screens requests from local agencies for state and federal grants for transportation projects to determine their compatibility with the RTP. A focused update of the most recently adopted RTP, known as Plan Bay Area 2040, is currently underway and is slated to be adopted in July 2017. Plan Bay Area 2040 is the first update to Plan Bay Area (adopted by MTC in 2013), the region’s first long-range integrated transportation and land use/housing strategy required under California law (Senate Bill 375) with the goal of accommodating future population growth and reducing greenhouse gas emissions. The vast majority of funds prioritized in Plan Bay Area 2040 are dedicated (by mode) to public transit and (by function) to operation and maintenance of existing facilities (see Figure 1 below).

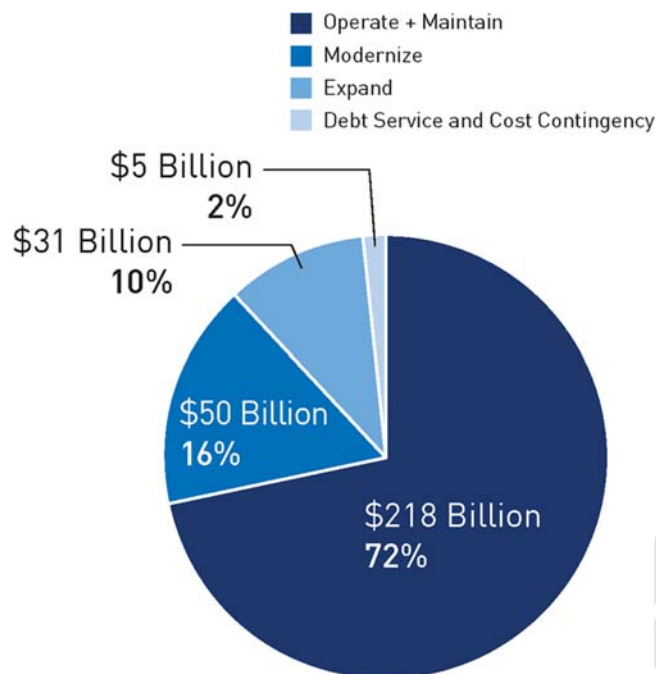


Figure 1. Plan Bay Area 2040 Funding Distribution

In its role as MPO, MTC also prepares and adopts the federally-required Transportation Improvement Program (TIP) at least once every four years. The TIP is a comprehensive listing of all Bay Area surface transportation projects that are to receive federal funding or are subject to a federally required action, or are considered regionally significant for air quality conformity purposes. The TIP covers a four-year period and must be financially constrained by year, meaning that the amount of funding committed to the projects (also referred to as “programmed”) must not exceed the amount of funding estimated to be available. The 2017 TIP was adopted by MTC on September 28, 2016, and received final federal approval from FTA and the Federal Highway Administration (FHWA) on December 16, 2016. The 2017 TIP, as adopted, included approximately 700 transportation projects with approximately \$6.3 billion of federal, state, regional, and local funds “programmed” in four fiscal years: FY 2016-17, FY 2017-18, FY 2018-19, and FY 2019-20.

MTC has played a major role in building regional consensus on where and when to expand the Bay Area transit network. A historic agreement forged by MTC with local officials as well as state and federal legislators in the late 1980s set forth a \$4.1 billion program to extend a total of six rail lines in the Bay Area, adding 40 miles to the region’s rail transit network and connecting the San Francisco Bay Area Rapid Transit District (BART) to San Francisco International Airport. In 2001, MTC laid out the next phase of major regional public transit investments in Resolution 3434. Plan Bay Area 2040 continues the commitment made in the original Plan Bay

Area to prioritize high-performing transit expansion projects, including the second phase of BART to Silicon Valley, electrification of the Caltrain corridor, the downtown extension of Caltrain to the nearly-complete Transbay Transit Center, and construction of new bus rapid transit lines throughout the region.

2. Financing and Monitoring Roles Expand

Over the years, state and federal laws have given MTC an increasingly important role in financing Bay Area transportation improvements. At the federal level, the 1991 Intermodal Surface Transportation Efficiency Act and its successors, the Transportation Equity Act for the 21st Century, the Safe, Accountable, Flexible, Efficient Transportation Equity Act, the Moving Ahead for Progress in the 21st Century Act (MAP-21), and the Fixing America's Surface Transportation (FAST) Act empowered MPOs like MTC to determine the mix of transportation projects best suited to meet their regions' needs.

Using the region's flexible federal highway dollars, which provide approximately \$160 million per year, MTC has established several innovative grant programs. MTC's One Bay Area Grant (OBAG) County Program comprises the largest share of MTC's federal program at \$386 million from FY 2018-2022. It provides funding directly to the nine Bay Area counties by a formula that takes into account both current population and future housing growth, for investment in a variety of transportation projects selected locally, with an emphasis on investments in priority development areas (PDAs), areas that are intended to accommodate the bulk of future housing growth. The second largest area of focus for the region's federal highway funds is supplementing MTC's transit programs, the Transit Capital Priorities and Transit Performance Initiative programs, which are slated to receive a combined \$189 million from FY 2018-2022. These priority transit programs help maintain and replace the region's aging transit fleet and improve speed and reliability of key transit routes. Federal highway funds also support a variety of efforts throughout the region to maximize utility and person-throughput on existing facilities using targeted capacity improvements, creative operational strategies, and technological solutions. These efforts include MTC's electronic transit fare card, Clipper[®], and 511[®], MTC's traveler information web site and phone number which harness technology to make traveling around the Bay Area easier. MTC also programs the region's federal funds to support a number of smaller programs including the Climate Initiatives Program, focused on reducing greenhouse gas emissions, the Priority Conservation Area (PCA) program, and PDA and Community-Based Transportation planning programs.

In addition to programming certain federal funds, MTC administers state moneys, including those provided by the Transportation Development Act (TDA). Legislation passed in 1997 gives MTC and other regional transportation planning agencies increased decision-making authority over the selection of state highway projects and allocation of transit expansion funds for the State Transportation Improvement Program. In addition, MTC administers the State Transit Assistance (STA) program. A portion of STA funds is distributed directly to operators, while a portion is under MTC's discretion. Combined with some federal FTA Section 5307 Urbanized Area Formula funds, MTC has historically used STA funds for a Lifeline Transportation Program aimed at addressing the mobility needs of residents in low-income communities throughout the region. From time to time, MTC has augmented the Lifeline Transportation Program with other fund sources, such as state bond funds from Proposition 1B and federal Surface Transportation Program (STP)/ Congestion Mitigation and Air Quality Improvement Program (CMAQ) funds and funds from the discontinued Job Access Reverse Commute (JARC) Programs. Since its inception in 2006, the Lifeline Transportation Program has funded approximately \$230 million worth of improvements that range from bus stop and station enhancements to new buses to community shuttles and voucher programs. MTC is currently planning for the fifth cycle of the Lifeline Program.

In April 2017 Senate Bill 1 (SB 1) – the Road Repair and Accountability Act of 2017 – was passed by a two-thirds majority in the California Legislature and signed into law by Governor Jerry Brown. As the largest transportation investment in California history, SB 1 is expected to raise \$52.4 billion for transportation investments statewide over the next decade.

By 2018-19, MTC estimates SB 1 will generate more than \$365 million per year for transportation in the nine-county Bay Area. Most of that funding will be directed to tackling the enormous backlog of maintenance and repairs for MTC's local streets, roads and public transit systems. Funding will also be available for mobility improvements and expanding bicycle and pedestrian access. The Bay Area is also well-positioned to benefit from the new statewide competitive grant programs to reduce congestion and improve freight movement along trade corridors.

Revenues to pay for SB 1 programs will come from new transportation-related fees and adjustments to state taxes on diesel fuel and gasoline. SB 1 will effectively take the state gas tax back where it used to be 20 years ago. In 1994, the base excise tax on gasoline was 18 cents per gallon, or around \$3 dollars per tank of gas, as a result of the voter-approved gas tax increase in Proposition 111. That rate has been fixed for more than two decades, even though \$3 buys

significantly less maintenance and construction than it did in the 1990's. SB 1 sets the excise tax on gasoline at 30 cents per gallon – equivalent to what 18 cents in 1994 would be worth today.

The second part of the state gas tax is a price-based excise tax, which SB 1 sets at 17.3 cents per gallon beginning in 2019 – precisely where it was set when the gas tax swap was enacted in 2011. SB 1 eliminates the yearly adjustment based on the price of fuel, which has resulted in wild swings from a high of 21.5 cents per gallon in 2013-14 to a low of 9.8 cents per gallon today.

3. Asset Management and State of Good Repair

Through 2040, MTC estimates that the cost to rehabilitate and maintain the region's streets, roads and transit capital assets will approach \$100 billion. Even with the bulk of the region's funding dedicated to maintaining and operating the existing system, a sizeable capital shortfall of roughly \$30 billion remains to achieve an optimal state of repair. MTC has dedicated significant resources and efforts, in concert with its partner agencies, to identify the capital asset needs and to prioritize the investments that will be most cost-effective in maintaining the capital infrastructure.

For streets and roads, MTC has developed and maintains a pavement asset management program that is used by nearly all of the Bay Area jurisdictions. The MTC Pavement Management Program, StreetSaver[®], is a computer-assisted decision-making tool designed to help cities and counties prevent pavement problems through judicious maintenance, and to diagnose and repair existing problems in a timely, cost-effective manner. MTC also dedicates a significant portion of its federal dollars to pavement rehabilitation projects.

For transit, MTC has developed and maintains a regional transit capital inventory that details the transit capital assets for the region's twenty-plus transit operators. The transit capital inventory work has been developed closely with the transit operators and is currently used to calculate current and future replacement and rehabilitation needs and costs. Future enhancements will add asset condition information to allow better prioritization of asset replacement and rehabilitation projects in a constrained funding environment. Additionally, MTC is coordinating and working closely with transit operators to be in compliance with the Transit Asset Management (TAM) Rule published by FTA to establish a TAM system in accordance with MAP-21. MTC has been engaged in asset management activities at the regional level for many years and views the TAM

Rule as an opportunity to refine and expand TAM efforts in the region. MTC has also been active in FTA roundtables on State of Good Repair and state-level work on transit asset management and capital planning. MTC is eager to continue partnering to advance the region's data and analytical framework for asset management. Through longstanding policy, MTC dedicates nearly all of its FTA formula funds to rehabilitation and replacement capital projects.

4. Taming Traffic and Smoothing Regional Travel

SAFE, a partnership of MTC, the California Highway Patrol (CHP), and the California Department of Transportation (Caltrans), oversees the maintenance and operation of call boxes along Bay Area freeways. SAFE also teams up with these two state agencies to administer the Freeway Service Patrol (FSP), a roving tow truck service designed to quickly clear incidents from the region's most congested roadways. Both call box maintenance and FSP have received FHWA funding.

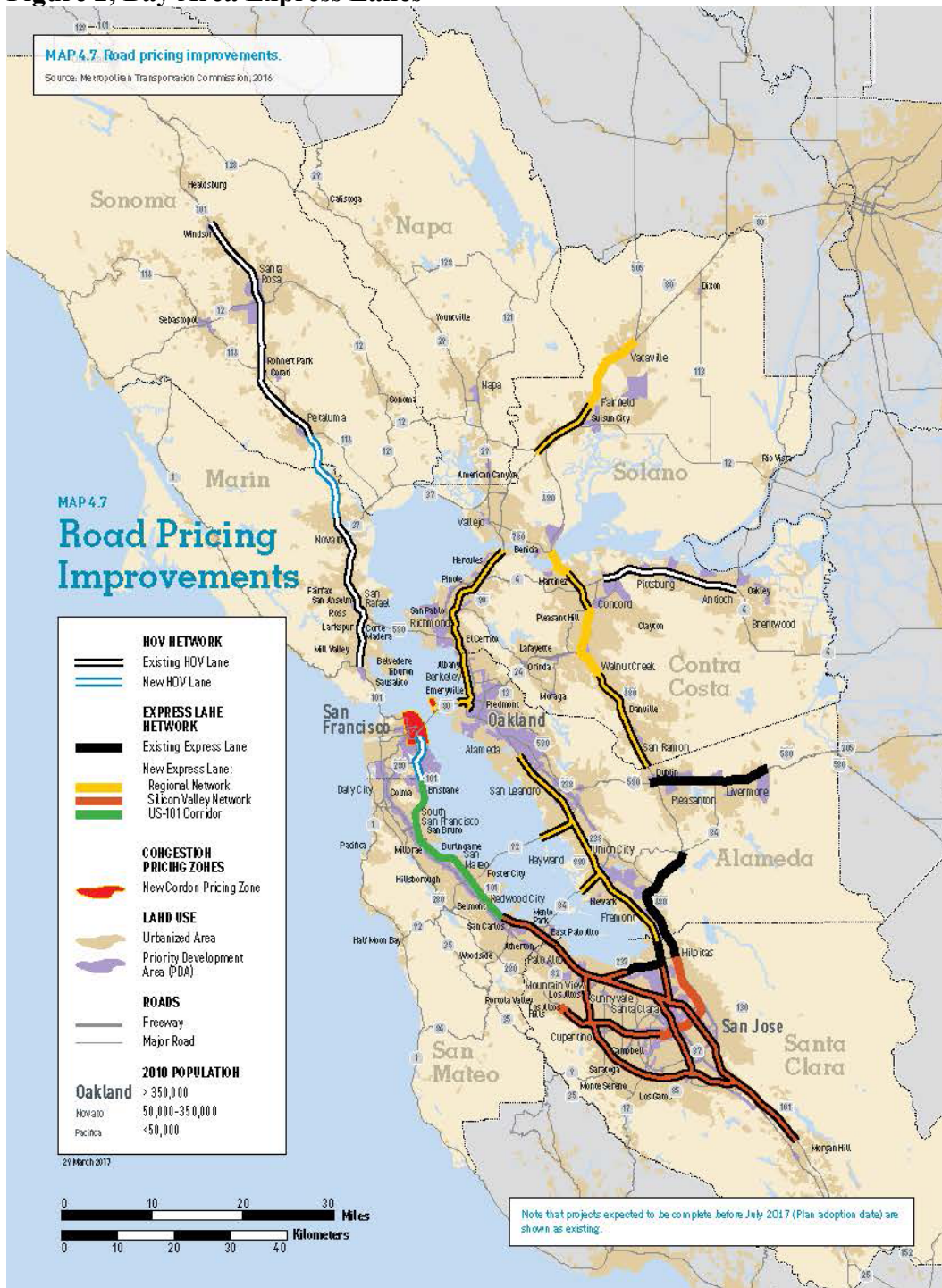
MTC sponsors a number of transportation technology programs to address the region's transportation challenges. The 511 program disseminates regional traveler information via the phone (511), web and mobile devices (511.org), and other channels, including electronic real-time transit displays, Caltrans' changeable message signs, digital voice assistants, and social media. The 511 program provides real-time traffic, parking, and transit information services, as well as a multi-modal trip planner that compares driving, transit, biking, and walking trips. 511 also provides its own online ride matching tool and supports the use of private-sector carpool app partners for ridematching, along with data feeds and Application Programming Interfaces for use by the developer community to create other tools and services.

MTC also oversees the implementation and operations of Clipper® — a regional fare payment system that can currently be used to pay fares electronically on 21 of the Bay Area's transit systems. The Clipper® program processes over 20,000,000 transactions per month, achieving MTC's goal to have Clipper® become the primary transit fare payment system in the Bay Area. A separate discussion of the Title VI implications of Clipper to MTC appears in Section VI of this Program.

In October 2011, the California Transportation Commission deemed 270 miles of Bay Area Express Lanes, shown in Figure 2 below, eligible for development and operation by MTC. MTC's express lanes will be located in Alameda, Contra Costa and Solano counties and will

work in coordination with express lanes operated by partner agencies on SR-237 in Santa Clara County and on I-580 and I-680 in Alameda County. Express lanes are specially-designated highway lanes that are free for carpools, vanpools, buses and other eligible vehicles, just like existing High Occupancy Vehicle lanes. To ensure the greatest use of the space in these lanes while keeping them flowing better than neighboring general purpose lanes, express lanes also are managed to allow solo drivers to pay tolls to use the lanes. MTC delegated its express lanes responsibilities to BAIFA in April 2013. In this role, BAIFA makes policy and operational decisions including setting toll rates. MTC will open the I-680 Contra Costa Express Lanes in summer 2017. MTC is completing design and plans to award a civil construction contract for the I-880 express lanes in Alameda County in 2017, followed closely by an extension of the I-680 Contra Costa Express Lanes in partnership with the Contra Costa Transportation Authority. Lastly, MTC and the Solano Transportation Authority are working on design of the I-80 express lanes in Solano County. All work on the MTC express lanes has been locally-funded.

Figure 2, Bay Area Express Lanes



B. Description of the San Francisco Bay Area

The region MTC serves is unique in that there are eight primary public transit systems as well as numerous other local transit operators, which together carry nearly 500 million passengers per year. The region's varied geography has given rise to a diverse range of public transit modes: antique cable cars and historic streetcars; high-speed ferries; diesel commuter rail and electric-powered rapid transit rail; diesel and natural gas buses; and electric trolley buses. The combined annual operating budget of the transit agencies is \$2.3 billion, placing the Bay Area among the top transit centers in the nation. In addition, there are numerous specialized services for elderly and disabled travelers (referred to as paratransit service), nearly 20,000 miles of local streets and roads, 1,400 miles of highway, six public ports and three major commercial airports.

The Bay Area embraces the nine counties that touch San Francisco Bay (Alameda, Contra Costa, Marin, Napa, San Francisco, San Mateo, Santa Clara, Solano and Sonoma) and includes 101 municipalities. Nearly 7.4 million people reside within its approximately 7,000 square miles. The region's population is diverse, with no single ethnic group holding a majority of the population, and the total combined minority ethnic groups representing 59 percent of the Bay Area's population.²

C. MTC Policy Advisory Council

MTC values citizen advisors to support an ongoing dialogue with individuals representing a range of interests and viewpoints, and MTC has a long history of utilizing citizen advisory committees as continual mechanisms to ensure public participation in its planning process.

Created in April 2010 by MTC Resolution No. 3931, MTC's Policy Advisory Council advises MTC on a range of dynamic topics including regional planning efforts linking transportation, housing and land use plans to reduce greenhouse gas emissions; the special mobility issues affecting elderly and disabled individuals; equitable transportation services, programs and benefits in relation to low-income individuals and communities of color; public transit service productivity improvements; cost-effectiveness measures for the region's transportation system; and strategies to secure new revenues for transportation in the Bay Area, among other issues.

² US Census American Community Survey, 2010-2014 5-year average

Based on its governing resolution, a minimum of one-third of the 27-member Council represents the perspective of low-income communities and communities of color, one-third represents the elderly and disabled, and one-third represents the environmental and business communities. The Council serves a four-year term, and vacancies are filled as needed. General recruitment, as well as vacancy recruitment, is broad, allowing enough time for interested citizens in the region to apply. The four-year term of the Council coincides with the four-year planning cycle of the update of the regional transportation plan (Plan Bay Area) in order to maximize education and input from the advisors. See Appendix A, for a list of the advisors serving on the Council for the term of September 2013 through July 2017. The next full recruitment of the Policy Advisory Council is scheduled for spring/summer of 2017, and the new group of advisors will be seated in the fall of 2017. Vacancies will be filled with individuals representing the constituency of the individual being replaced.

Typically during recruitment, the announcement and the online application are posted to MTC's web site, and a press release is sent out with follow-up conversations with several local newspapers and reporters. In addition, display ads are placed in community and minority-focused publications such as: Bay Area Reporter, Crónicas, East County Times (in print and online), El Tecolote, Korea Daily, La Voz, Santa Rosa Press Democrat (in print and online), Sing Tao, and Visión Hispana. An announcement is also included in MTC's e-newsletter that has a distribution list of over 30,000, and a postcard is mailed to those on MTC's mailing list who do not have an email address on file.

D. Financial Assistance from the Federal Transit Administration

As the MPO, MTC has a varying level of administrative oversight and programming responsibilities for FTA funds that flow to the Bay Area. For the majority of funds, MTC serves as the designated recipient of the FTA funds and selects projects in cooperation with the region's transit operators that are consistent with the planning priorities set forth in the RTP. Table 1 summarizes oversight responsibilities. The table does not include FTA earmark/discretionary funds. The funding amounts are shown for FY 2013-14, which represents the first full fiscal year of the reporting period; however, MTC's website includes the FTA program of projects for other years covered by this Program (FY 2013-14 through FY 2016-17): <http://mtc.ca.gov/our-work/fund-invest/investment-strategies-commitments/fix-it-first/transit-capital-priorities/fta>

Table 1. MTC Oversight Responsibilities

Funding Source	Grant Recipient (i.e. Direct Recipient)	MTC Subrecipients FY2013-14	FY2013-14 Amount (\$ in millions)	Percentage of FTA Funds
MTC is Designated Recipient				
Urbanized Area Formula (5307)	Transit Operators	None	\$209	48%
State of Good Repair Formula (5337)	Transit Operators	None	\$170	39%
Bus & Bus Facilities Formula (5339)	MTC ¹	Transit Operators	\$13	3%
Surface Transportation Program/Congestion Mitigation and Air Quality ²	Transit Operators	None	\$35	8%
State is Designated Recipient				
Elderly and Disabled Specialized Transit Program (5310)	Caltrans	None	\$4.5	1%
Metropolitan Planning (5303)	Caltrans	Transit Operators ³	\$3.0	1%
Non-Urbanized Area Formula (5311)	Caltrans	None	\$1.9	0%
Total			\$437	

Notes:

- (1) With passage of the FAST Act, transit operators are the direct recipients for 5339 Bus and Bus Facilities funds as of FY2015-16.
- (2) The amount for STP/CMAQ represents funds obligated in grants or transferred from FHWA to FTA in that year.
- (3) MTC is a subrecipient to Caltrans for these funds. Of the amount MTC receives, MTC dedicated approximately \$300,000 to fund transit operators' Short Range Transit Plans (SRTPs).

1. Designated Recipient: Supplemental Agreements with Grant Recipients and Direct Grants to Transit Operators

As shown in Table 1, MTC's role is limited to program and project selection for roughly 99% of the funding, including: FTA Urbanized Area Formula (Section 5307); State of Good Repair Formula (Section 5337); Bus & Bus Facilities Formula (Section 5339); and Flex funds (Surface Transportation Program (STP) / Congestion Mitigation and Air Quality Improvement (CMAQ)).

MTC is generally the designated recipient for these funds in large urbanized areas in the Bay Area (Antioch, Concord, San Francisco-Oakland, San Jose and Santa Rosa). Starting in FY 2012-13, Caltrans became the designated recipient for Section 5307 and 5339 funds apportioned to small urbanized areas (Fairfield, Gilroy-Morgan Hill, Livermore, Napa, Petaluma, Vacaville and Vallejo). However, MTC and Caltrans staff, working with FTA Region IX, reached an agreement for MTC to continue to develop the program of projects for Section 5307 and 5339 small urbanized area funds, and to execute supplemental agreements to FTA grants on behalf of Caltrans.

MTC generally relies on MTC Resolution No. 4242 (and its predecessor and successor resolutions), the San Francisco Bay Area Transit Capital Priorities Process and Criteria, to select projects that replace and rehabilitate the region's transit capital assets. MTC programs the funds, and amends the projects and funding into the TIP. Once a grant is approved for these funds, the responsibility for administration and oversight is transferred to FTA either via a direct grant relationship or through the execution of a supplemental agreement. According to the FTA supplemental agreement entered into by MTC, FTA and each grant recipient for Section 5307, and STP/CMAQ funds that are transferred to FTA, MTC as designated recipient is relieved of the responsibility of ensuring compliance with FTA grant requirements, which are fully assumed by the grant recipient. A list of all transit operators that receive FTA grants as direct recipients within MTC's geographical area and the various categories of FTA grants received by each is provided in Appendix B.

2. Designated Recipient: Job Access Reverse Commute and New Freedom Large Urbanized Area Programs

MTC previously served as the direct recipient for non-FTA grantee transit operators, public entities, and non-profits that are competitively selected for the Job Access Reverse Commute (JARC) and New Freedom programs. In MAP-21, the JARC and New Freedom programs were eliminated as stand-alone programs, and JARC functions and funding were combined with the Urbanized Area Formula (Section 5307) and the Non-Urbanized Area Formula (Section 5311) programs starting in FY 2012-13. MTC has historically used JARC funds apportioned to large urbanized areas to support the Lifeline Transportation Program and plans to continue to set aside Section 5307 funds apportioned by the JARC formula (approximately 3% of the Section 5307 appropriations) for the Lifeline Transportation Program. The New Freedom program was merged with the Section 5310 Enhanced Mobility of Seniors and Individuals with Disabilities program, for which Caltrans is the designated recipient and the direct recipient. See Section D.3 below for details about Caltrans-administered FTA programs.

MTC continues to administer and monitor funds allocated under the previous JARC (FTA Section 5316) and New Freedom (FTA Section 5317) programs for Title VI compliance.

3. Other Funds (Section 5303, Section 5311, Section 5310, Federal Earmarks)

For federal earmark and other FTA discretionary funds such as New Starts, Small Starts, and Section 5309 Bus and Bus Facilities, MTC's role is to ensure consistency with the RTP and, after

completing that consistency review, to amend the funds into the TIP. Once that role is satisfied, the transit operators work directly with FTA as direct recipients. For three FTA programs, Caltrans serves as the direct recipient of the funds. For the Enhanced Mobility of Seniors and Individuals with Disabilities program (FTA Section 5310) and the Rural Area program (FTA Section 5311), MTC assists with project selection under a cooperative relationship with Caltrans. MTC is not a grant recipient or subrecipient for 5311 funds, and is a subrecipient to Caltrans of 5310 funds for planning activities only; MTC does not pass through 5310 funds to other recipients. MTC is a subrecipient to Caltrans for Metropolitan Planning funding (Section 5303) and passes through some of these funds to transit operators annually for Short Range Transit Plan development.

III. GENERAL REPORTING REQUIREMENTS

This Section III addresses MTC's compliance with the general requirements for MPOs set forth in Chapters III and IV of the Circular.

A. Monitoring Subrecipients

Chapter III, Section 12 of the Circular requires primary recipients to monitor their subrecipients for compliance with the US DOT Title VI regulations. MTC was the primary recipient for the terminated JARC and New Freedom funding programs, and continues to monitor subrecipients with continuing JARC and New Freedom activities.

B. Title VI Complaint Procedures and Complaint Form

As required by Chapter III, Section 6 of the Circular, MTC has in place a Title VI complaint procedure, which outlines a process for local disposition of Title VI complaints and which is consistent with the guidelines found in the Circular. MTC's complaint procedures include five steps: 1) Submission of Complaint; 2) Referral to Review Officer; 3) Request for Reconsideration; 4) Appeal; and 5) Submission of Complaint to the Federal Transit Administration.

A detailed description of MTC's complaint procedures and MTC's complaint form are attached as Appendix C, and posted on the MTC website at: <http://mtc.ca.gov/about-mtc/access-everyone/civil-rights-act-file-complaint>.

The complaint form is posted in English, Spanish and Chinese. In addition the English version of the complaint form includes translation of the following statement: “If information is needed in another language, contact (415) 778-6757 or (415) 778-6769 for TDD/TTY,” in all language(s) spoken by LEP populations that meet the Safe Harbor Threshold in MTC’s service area/region.

C. Record of Investigations, Complaints and Lawsuits

1. Lawsuits

- a. Superior Court of the State of California, County of Alameda, Case No. RG 14715534
Urban Habitat Program v. Metropolitan Transportation Commission

The subject petition, filed February 27, 2014, as amended, contended that there was a controversy between the petitioner and MTC over the statutory construction of California Government Code section 66531 (relating to MTC’s preparation of guidelines for county-level congestion management agencies (CMAs) to follow in their adoption of county transportation plans) and MTC’s duties under that section. The court dismissed the action with prejudice on September 29, 2014. Although this petition did not allege discrimination on the basis of race, color or national origin, it is included here because it related to MTC’s role in the planning process and the scope and coverage of MTC’s guidance to the CMAs.

2. Record of Investigations and Complaints

A listing of all Title VI investigations, complaints received, and correspondence submitted in response to the complaints for the period of May 31, 2014 through June 1, 2017 is attached to this Program as Appendix D.

D. Meaningful Access to Limited English Proficient (LEP) Persons

Executive Order 13166 requires federal agencies to implement measures to ensure that people who speak limited English have meaningful access to federally-conducted and federally-funded programs and activities, consistent with Title VI. Both the U.S. Department of Transportation (US DOT) and FTA have implemented guidance or directives in furtherance of Executive Order 13166. In compliance with these directives, MTC is committed to taking reasonable steps to

ensure that all persons have meaningful access to its programs, services, and information, at no additional cost to individuals making the requests. In May 2013, the MTC adopted a revised *Plan for Special Language Services to Limited English Proficient (LEP) Populations*. It documents the various services and procedures that MTC has in place to assist persons with limited proficiency in the English language.

MTC staff conducted a Four-Factor Analysis or LEP needs assessment based on the US DOT LEP guidance, to determine what reasonable steps should be taken to ensure meaningful access by LEP persons. The Four-Factor Analysis report is provided as Appendix E.

See Appendix F, for a copy of the *Final Revised Plan for Special Language Services to Limited English Proficient (LEP) Populations*.

MTC performs periodic checks of translated materials to ensure they are interpreted correctly and requires translators and interpreters to meet MTC's competency standards. MTC also monitors requests for language assistance and will update its *Final Revised Plan for Special Language Services to Limited English Proficient (LEP) Populations*, as needed, to ensure meaningful access to its programs and services by LEP persons.

MTC requires staff and all new hires to complete on-line Title VI training, including information on how to provide language assistance to an LEP caller or visitor. MTC staff who routinely field telephone calls from the public developed protocols for assisting non-English speakers (including MTC's Spanish and Chinese language lines as well as how to refer people to MTC's on-call translations vendor for assistance.)

E. Beneficiary Notifications

Consistent with Chapter III, Section 5, of the Circular, MTC informs members of the public of their rights under Title VI in a number of ways, including notification on MTC's website and in the MTC-ABAG Library, which is open to the public. The Beneficiary Notifications are posted at the MTC offices in English, Spanish and Chinese, and on the MTC website in English with instructions in Spanish and Chinese on how to obtain translation of the notification into each of those languages. MTC incorporates notice of the availability of language assistance into its existing outreach materials. This includes routine use of language on printed or electronic announcements for public meetings and public workshops on key planning efforts that alert interested individuals on how to request translation services. A similar notice is posted at the

reception desk, and at MTC meetings and workshops. For special projects, such as the region's long-range transportation plan, MTC works with community-based organizations and other stakeholders to inform LEP individuals of available services, including the availability of language assistance services. MTC also uses notices in local newspapers in languages other than English as well as providing notices on non-English-language radio and television stations about the available language assistance services and how to get them.

See Appendix G, *Beneficiary Notifications*, for a sampling of MTC's written notices and website information.

F. Inclusive Public Participation

Consistent with Chapter III, Section 5 of the Circular, MTC seeks out and considers the viewpoints of minority, low-income and LEP populations in the course of conducting public outreach and involvement activities. This section describes methods used by MTC to inform minority communities of planning efforts, and how minority persons are afforded an opportunity to participate in decision-making processes.

1. Public Participation Plan

MTC's most recent federal Public Participation Plan (PPP) was adopted in February 2015, in advance of updating its long-range transportation plan. The PPP lays out the steps MTC takes to involve residents in decisions affecting Bay Area transportation and land use policies and investments. It is periodically reviewed and updated based on MTC's experiences and the changing circumstances of the Commission and the transportation community it serves.

In advance of the PPP's most recent update, MTC held an evening public meeting in October of 2014 to hear comments and suggestions for improving public engagement. ABAG staff held discussions at their Executive Committee and Regional Planning Committee, as well as at county delegate meetings. Likewise, staff sought ideas from MTC's Policy Advisory Council, the Regional Advisory Working Group, and congestion management agency planning directors. Staff also launched an online survey and comment forum, and surveyed the public at numerous community events around the region.

MTC released a Draft PPP for public comment on November 7, 2014.

In response to prior input, the Draft PPP spotlighted the process and significance of various milestones in development of Plan Bay Area 2040, the roles of various agencies, and opportunities for public comment.

Key Messages Heard

We received nearly 100 comments, including several from MTC's Policy Advisory Council and the Regional Advisory Working Group. A memo, including a summary of comments and responses as well as the adopted Public Participation Plan, can be found at this link:

<https://mtc.legistar.com/View.ashx?M=F&ID=4093706&GUID=873CCF04-86CE-4919-B046-1B1107A52214>

Comments fell into the following themes:

Be Specific — A number of comments asked for more detail in the PPP, including showing more explicitly how public comments are factored into the decision-making process. The final PPP includes strategies directing staff to summarize comments to highlight areas of consensus and areas of disagreement so that Commissioners and the public have a clear understanding of the depth and breadth of opinion on a given issue. The final PPP also calls for meeting minutes that reflect public comments and for staff documentation of how comments are considered in MTC's decisions, as well as information about how public meetings and participation are helping to shape or have contributed to MTC's key decisions and actions. The final PPP also calls for explaining the rationale when outcomes don't correspond to the views expressed.

Localize the Plan Bay Area Message — One theme expressed the need to communicate the plan and related issues via a local framework to explain why Plan Bay Area matters in a given community and/or county.

Involve Under-Served Communities — Many commenters noted the importance of taking the time to work with low income communities and communities of color over the long term to build capacity and allow for more effective participation. The final PPP calls for continued partnerships with community-based organizations to involve residents in communities that might not otherwise participate. Likewise, based on several comments, the final PPP includes revised language to form a Regional Equity Working Group similar to a panel used during the previous Plan Bay Area process.

More Access to Meetings — A number of commenters asked for better access to meetings, whether in person or via live and interactive web streaming. Several suggested holding meetings at locations that are convenient and accessible, including by public transit. While the final PPP does not go into great detail on meeting formats or locations, it does call for holding meetings at varied times and locations that are convenient to more residents. It also calls for use of interactive web features.

Evaluate and Improve — Another theme called for evaluation of the previous Plan Bay Area process and reviews of each phase of the upcoming Plan Bay Area public engagement process to identify what is likely to work and what needs to be improved. MTC and ABAG reviewed each phase of the last Plan Bay Area public process and completed a comprehensive evaluation after the Plan was approved. Those reviews helped shape the final PPP, and we anticipate continuing this practice moving forward.

Specific Plan Bay Area Topics — Many of the comments touched on specific issues to be addressed during the Plan Bay Area update that did not directly relate to public participation. When possible, we explained opportunities in the Plan Bay Area update to address these concerns.

The final PPP was adopted by the Commission as MTC Resolution No. 4174, on February 13, 2015. Revisions to the Draft provided requested clarification or expanded upon public participation opportunities, as described above.

The 2015 PPP includes five guiding principles:

- Public participation is a dynamic activity that requires teamwork and commitment at all levels of the MTC organization.
- One size does not fit all — input from diverse perspectives enhances the process.
- Effective public outreach and involvement requires relationship building — with Bay Area residents, local governments, advisory groups and special interest organizations.
- Engaging interested persons in regional transportation issues is challenging, yet possible, by making it relevant, removing barriers to participation, and saying it simply.
- An open and transparent public participation process empowers low-income communities and communities of color to participate in decision making that affects them.

The PPP is available in English, Spanish and Chinese on MTC's website at

<http://mtc.ca.gov/about-mtc/public-participation> and attached as Appendix H.

2. Public Participation in *Plan Bay Area 2040*, the San Francisco Bay Area’s Regional Transportation Plan and Sustainable Communities Strategy

An essential component of developing Plan Bay Area 2040 was reaching out to and engaging the public, stakeholders and partners in the alternative scenarios and associated policy choices. The multi-phased public participation process for Plan Bay Area 2040 spanned over three years and built on the values, needs and priorities that MTC heard from the public during development of the *2015 Public Participation Plan for the San Francisco Bay Area*.

For Plan Bay Area 2040, the proposed approach was to conduct a limited and focused update, building off the core framework established by the Plan adopted in 2013. One key difference between the 2013 Plan Bay Area and Plan Bay Area 2040 is that the latter does not require adoption of a Regional Housing Needs Allocation (RHNA), which was required in 2013, and which will be included again in the 2021 update.

Notable aspects of Plan Bay Area 2040 public engagement activities include:

A robust advisory committee structure, with active consultation of MTC’s Policy Advisory Council — which includes representatives from low-income communities and communities of color throughout the region — the Regional Advisory Working Group and the Regional Equity Working Group.

Partnerships with Community-Based Organizations working in low-income communities and communities of color to engage local residents via surveys and focus groups. MTC contracted with nonprofit groups selected through a competitive procurement to consult with underserved communities on range of transportation and housing issues.

Open Houses, Focus Groups and Online Comment Opportunities, including an interactive, multilingual game called “Build A Better Bay Area” that highlighted trade-offs associated with the Plan Bay Area 2040 planning scenarios. Open Houses in all nine Bay Area counties were held at major plan development milestones.

For a complete list of Plan Bay Area 2040 public engagement activities, please refer to the *Plan Bay Area 2040 Public Engagement Report*, available at this link:

http://2040.planbayarea.org/sites/default/files/2017-03/Public_Engagement_DPBA2040_Supplemental%20Report_3-2017_0.pdf

3. Public Participation in the TIP

MTC's PPP also guides public outreach for and participation in review of the TIP. Generally, once the draft TIP has been developed, it is then released for a 30-day public review and comment period. As part of the public review process, the draft document is made available at the MTC offices and is sent to major libraries throughout the Bay Area upon request. Notices are also sent to an extensive list of interested parties including transportation agencies, other state, federal and tribal agencies and other transportation interests with the objective to continue the consultation process for transportation planning and investments in the Bay Area. The draft TIP is submitted for intergovernmental review, via ABAG's Regional Clearinghouse, which notifies all local agencies in the Bay Area and receives their comments. The document is also made available on the MTC website. At least one public hearing is also conducted to solicit public comment, and notice of that hearing is published in regional newspapers, including newspapers directed at Spanish- and Chinese-language readerships. After the close of the public comment period, MTC's response to significant comments is compiled into an appendix of the TIP.

In 2010, MTC developed a short guide to the TIP, to facilitate public participation in the TIP adoption process. This booklet, "A Guide to the San Francisco Bay Area's Transportation Improvement Program," has been updated for the release of each TIP, was last updated in September 2016, and is available at the MTC offices, or online at http://mtc.ca.gov/sites/default/files/Guide-to-the-2017-TIP_3-17_web2.pdf.

The Draft 2015 TIP and accompanying Transportation-Air Quality Conformity Analysis were released for public review and comment on June 26, 2014, with a public hearing held on July 9, 2014. The 2015 TIP and accompanying Transportation-Air Quality Conformity Analysis were adopted by the MTC on September 24, 2014, and approved by the FTA and the FHWA on December 15, 2014. More details about the public notices and hearing specific to the TIP are found in Appendix A-57 of the 2015 TIP, available online at http://mtc.ca.gov/sites/default/files/A-57_Public_notices.pdf.

The Draft 2017 TIP and accompanying Transportation-Air Quality Conformity Analysis were released for public review and comment on June 24, 2016, with a public hearing held on July 13,

2016. The 2017 TIP and accompanying Transportation-Air Quality Conformity Analysis were adopted by the MTC on September 28, 2016, and approved by the FTA and the FHWA on December 16, 2016. More details about the public notices and hearing specific to the TIP are found in Appendix A-76 of the 2017 TIP, available online at

http://mtc.ca.gov/sites/default/files/A-76_public_notifications_for%20final_all.pdf.

To further assist in the public assessment of the TIP, and specifically to address the equity implications of the proposed TIP investments, MTC conducts an investment analysis with a focus on low-income and minority populations, seniors and persons with disabilities. The purpose of the analysis is to help the public understand whether low-income and minority populations, seniors and persons with disabilities are sharing equitably in the TIP's financial investments. The 2017 TIP Investment Analysis is included in full in Appendix I. A discussion of the equity analysis of the TIP with respect to minority residents is in Section V.B.1.b.

IV. PROGRAM-SPECIFIC REQUIREMENTS FOR DESIGNATED RECIPIENTS OF JOB ACCESS AND REVERSE COMMUTE AND NEW FREEDOM PROGRAMS

As noted in Sections II.D.2 and III.A above, MTC directly administers JARC and New Freedom grants, which were discontinued by MAP 21 in FY 2012-13. MTC continues to administer allocated JARC and New Freedom funds in accordance with FTA program guidance (FTA Circulars 9050.1 and 9045.1, respectively), which require MTC to administer JARC and New Freedom grants according to a Program Management Plan (PMP).

MTC's PMP specifically states, "MTC complies with all provisions prohibiting discrimination on the basis of race, color, or national origin on Title VI of the Civil Rights Act of 1964, as amended (42 U.S.C. § 2000d et seq.); U.S. D.O.T. regulations, Nondiscrimination in Federally-Assisted Programs of the Department of Transportation— Effectuation of Title VI of the Civil Rights Act' (49 C.F.R. Part 21), and the Circular. MTC specifically requires in all third party contracts and funding agreements that the subrecipient/contractor at any tier complies with all requirements of Title VI. Failure to do so is considered to be a breach of contract."

Please see Appendix J, for the entire PMP for FTA 5316 JARC and 5317 New Freedom Programs. The PMP can also be viewed at

<http://mtc.ca.gov/sites/default/files/Res%203986%20JARC%20and%20New%20Freedom%20Program%20Management%20Plan.pdf>

Program-specific activities are described below.

A. Lifeline Transportation Program

Prior to MAP-21, MTC's policy was to direct JARC funds to support implementation of MTC's Lifeline Transportation Program, which includes projects that address mobility and accessibility needs in low income communities throughout the region. The Lifeline Transportation Program continues to exist with other fund sources, including Section 5307. Each Lifeline Transportation Program grant cycle in place during the reporting period, program guidelines and programs of projects are provided in Appendix K.

MTC has delegated many aspects of the administration of the Lifeline Transportation Program to CMAs or other designated county-wide agencies as follows:

County	Lifeline Transportation Program Administrator
Alameda	Alameda County Transportation Commission
Contra Costa	Contra Costa Transportation Authority
Marin	Transportation Authority of Marin
Napa	Napa County Transportation and Planning Agency
San Francisco	San Francisco County Transportation Authority
San Mateo	City/County Association of Governments of San Mateo County
Santa Clara	Santa Clara Valley Transportation Authority and Santa Clara County
Solano	Solano Transportation Authority
Sonoma	Sonoma County Transportation Authority

Lifeline Program administrators are responsible for soliciting projects for the Lifeline Program. This requires a full commitment to a broad, inclusive public involvement process and using multiple methods of public outreach, as described in MTC's PPP. Methods of public outreach include, but are not limited to, highlighting the program and application solicitation on the CMA website; sending targeted postcards and e-mails to local community-based organizations, city departments, and non-profit organizations (particularly those that have previously participated in local planning processes); and contacting local elected officials and their staffs. Further guidance for public involvement is contained in MTC's PPP.

The Lifeline Program administrators are also responsible for oversight of projects funded under the county programs and ensuring that projects meet MTC obligation deadlines and project delivery requirements. In addition, Lifeline Program administrators are to ensure, at a minimum, that projects substantially carry out the scope described in the grant applications.

For the selection of projects involving federal funds, Lifeline Program administrators must also consider fair and equitable solicitation and selection of project candidates in accordance with federal Title VI requirements, i.e. funds must be distributed without regard to race, color and national origin.

Since the last Title VI Program submission in 2014, MTC, through the Lifeline Program administrators, has conducted one call for projects for the Lifeline Program in 2014, and used Proposition 1B, State Transit Assistance, and FTA Section 5307 Urbanized Area Formula funds to support eligible projects.

B. Assistance and Monitoring

MTC included the following language in all contracts with subrecipients of JARC and New Freedom programs: “Recipient agrees to comply with all the requirements imposed by Title VI of the Civil Rights Act of 1964 (47 U.S.C. § 2000(d)) and the regulations of the Department of Transportation issued thereunder (49 CFR Part 21).”

In addition to the above, MTC ensures the following, with respect to its monitoring and assistance process as enumerated below:

1. Monitoring:

In the PMP, MTC documents its process for ensuring that all subrecipients are complying with the general Title VI reporting requirements, as well as other requirements that apply to the subrecipient. Consistent with the PMP, MTC collected Title VI programs from JARC and New Freedom subrecipients with the submission of the standard agreement and annually thereafter with submission of the annual FTA certifications and assurances. MTC reviewed each Title VI program for compliance with the federal guidelines. The schedule of subrecipient Title VI programs is included in Appendix L.

2. Assistance:

MTC provided assistance to potential subrecipients applying for JARC and/or New Freedom funding, including applicants that would serve predominantly minority populations. The assistance included:

- MTC maintained an extensive database of contacts, including all agencies and organizations that MTC comes into contact with that serve senior, disabled, and low-income populations and/or are interested in transportation issues related to those populations. MTC used these contact lists to distribute the MTC-administered calls for projects, and, upon request, made contact lists available to external agency program administrators for their countywide calls for projects.
- MTC presented the program guidelines to the PAC's Equity and Access Subcommittee, and asked the subcommittee members to notify any organizations that may be interested, including organizations that serve predominantly minority populations.
- MTC provided instructions to prospective applicants on how to collect pertinent demographic information from the U.S. Census Bureau website in order to answer the civil rights question in the grant application, and applicants were also given the option of contacting MTC for assistance with collecting the demographic data.

The following is a description of the assistance that MTC provided to JARC and New Freedom subrecipients after they were awarded funding:

- MTC hosted a workshop or provided one-on-one technical assistance with subrecipients to explain the invoicing and reporting procedures, and to explain the various federal requirements, including those related to Title VI, DBE, procurements, etc. At the workshops, subrecipients were given an overview of the PMP, Title VI and the Circular (FTA Circular 4702.1A in April 2011 and FTA Circular 4702.1B in January 2013).
- Subrecipients were provided with one-on-one consultation, as requested, of their responsibilities to assure effective Title VI implementation and enforcement, as well as requirements for public participation and providing meaningful access to LEP persons. Subrecipients were provided sample forms, notices and procedures. If requested, MTC provided demographic information on race and English proficiency of residents served by subrecipients.

V. PROGRAM-SPECIFIC REQUIREMENTS FOR METROPOLITAN PLANNING ORGANIZATIONS

This Section V addresses MTC's compliance with program-specific requirements for MPOs set forth in Chapter VI of the Circular.

A. Demographic Profile of the Metropolitan Area

The Bay Area officially became a "majority minority" region in 2000,³ and like the rest of California and the United States, its population is expected to become even more diverse over time. At a neighborhood level, between 2000 and 2014, the minority population increased in almost every community in the region, with the notable exceptions of West and North Oakland, Emeryville, and West Berkeley, where the minority population declined significantly (see Map 4b below).

Minority populations include persons who identify as any of the following groups defined by the Census Bureau⁴ in accordance with guidelines provided by the U.S. Office of Management and Budget (OMB):

- American Indian or Pacific Islander Alone (non-Hispanic/non-Latino);
- Asian Alone (non-Hispanic/non-Latino);
- Black or African-American Alone (non-Hispanic/non-Latino);
- Hispanic or Latino of Any Race;
- Native Hawaiian or Pacific Islander Alone (non-Hispanic/non-Latino); and
- Other (Some Other Race, Two or More Races).

All residents who identify as Hispanic or Latino, even if they also identify with another race, are considered Hispanic or Latino. The "Non-minority" population therefore consists of persons who identify as non-Hispanic Whites or "White alone."

In 2014, there were approximately 3.1 million Whites in the Bay Area, or 41.4 percent of the total population. Between 1990 and 2014, the White population declined by 608,016 (-17

³ U.S. Decennial Census, 2000.

⁴ For Census Bureau's definitions for race and ethnicity, see:
<http://www.census.gov/topics/population/race/about.html>.

percent). During the same time, the Black or African American population declined by 60,555 (-12 percent); the Asian population increased by 874,244 (+99 percent); and the Latino or Hispanic population increased by 820,348 (+89 percent). During the same time period, the total Bay Area population increased by 22 percent, from approximately 6.0 million to 7.4 million.

Table 2: Bay Area Population by Race, 1990-2014

	1990	2000	2005-2009 Average	2010-2014 Average	Change 1990- 2014 (%)
White Alone	3,658,309	3,392,204	3,165,395	3,050,293	-17
Black Alone	516,420	497,205	463,359	455,865	-12
Asian Alone ⁵	884,547	1,278,515	1,519,768	1,758,791	+99
Latino / Hispanic	923,606	1,315,175	1,521,456	1,743,954	+89
All	6,023,577	6,783,760	6,950,764	7,360,487	+22

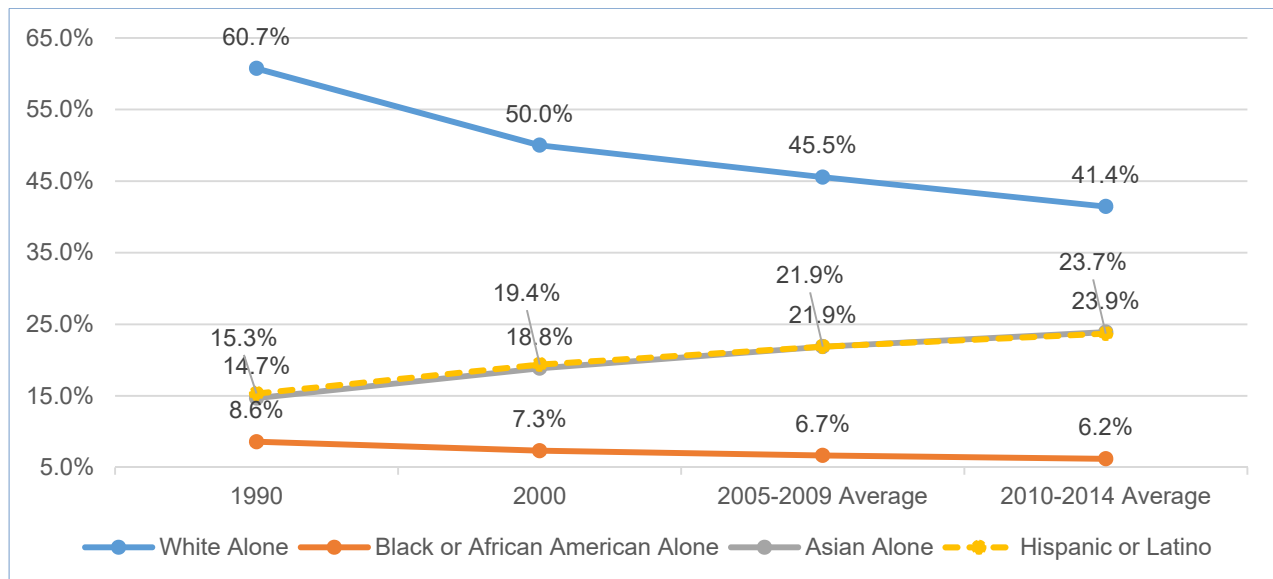
Source: 1990 Census data from NHGIS.ORG Code ET2, Census 2000 Table P8, American Community Survey 2005-2009 and 2010-2014 Table B03002

While all nine counties experienced a decline in their White population between 1990 and 2014, the steepest declines occurred in Alameda (-24 percent), San Mateo (-22 percent) and Santa Clara (-28 percent) counties. In 2014, the largest share of the White population in the region lived in Santa Clara County (21 percent). While the White population declined at the regional level, it increased in the Mission District and Presidio in San Francisco; West Berkeley, West Oakland, Oakland Chinatown, and the city of Emeryville in the East Bay; and parts of the cities of St. Helena and Napa in the North Bay.⁶ Areas where the White population increased between 2000 and 2014 also experienced a decline in their share of low-income population, indicating that at least some of this shift occurred due to rising housing costs in transit-accessible areas in inner bay communities.

⁵ In 1990, the "Asian Alone" category includes Pacific Islanders, and Pacific Islanders are not included in the "Other" category.

⁶ US Decennial Census 2000 and American Community Survey 2010-2014 5-year average.

Chart 1: Share of Bay Area Population by Race, 1990-2014

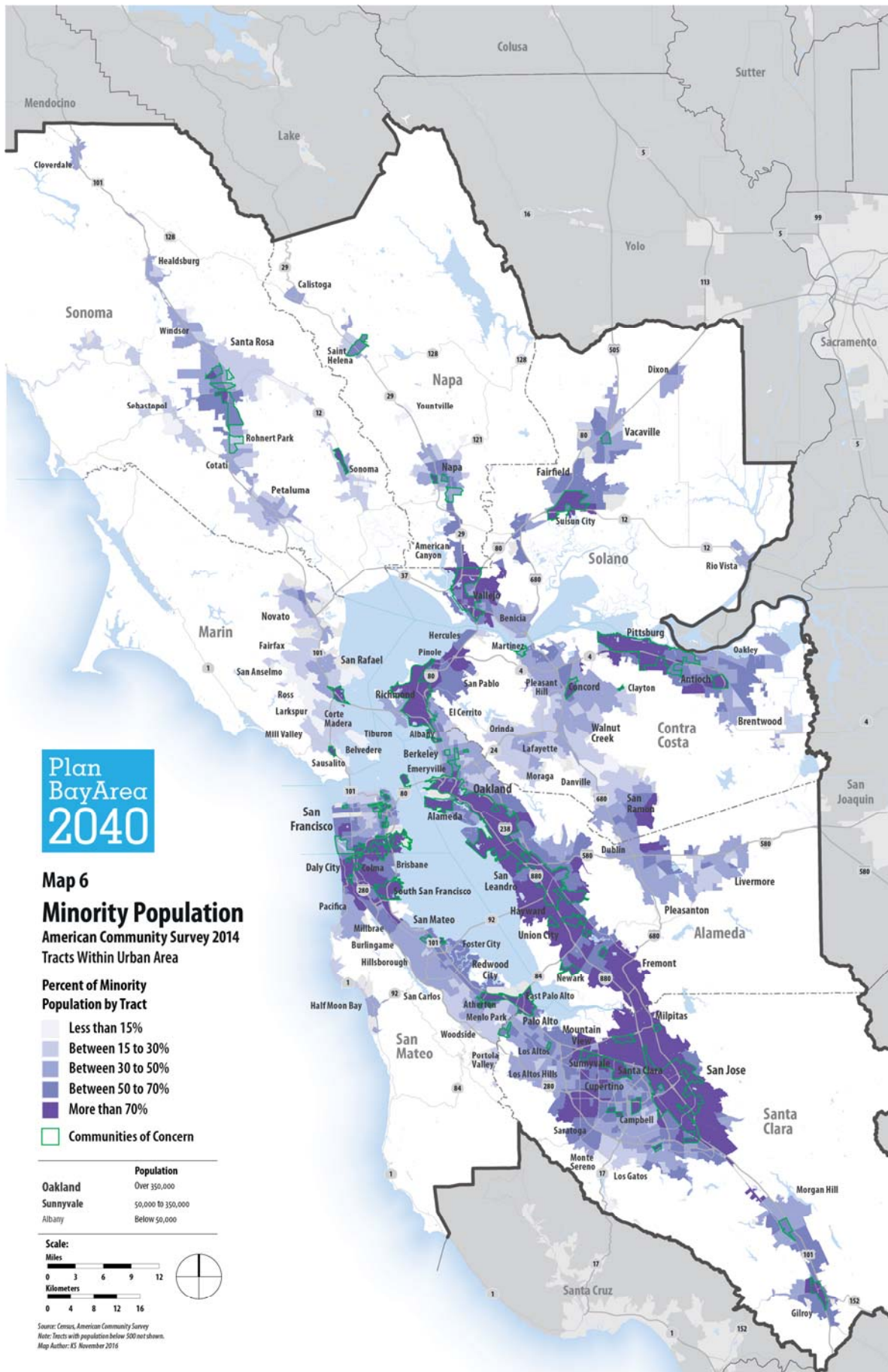


Source: 1990 Census data from NHGIS.ORG Code ET2, Census 2000 Table P8, American Community Survey 2005-2009 and 2010-2014 Table B03002

Between 1990 and 2014, the steep declines for Black or African American populations occurred in Alameda (-19 percent), San Francisco (-40 percent), San Mateo (-46 percent) and Santa Clara (-15 percent) counties. Marin County also experienced a decline, but from a small base. The Black or African American population increased in Contra Costa (+28 percent) and Solano (+32 percent) counties. Napa and Sonoma counties also experienced a gain, but from a small base. In 2014, the largest share of the Black or African American population lived in Alameda County (40 percent).

At a neighborhood level, between 2000 and 2014, the Black or African American population declined substantially in West Oakland, North Oakland, East Oakland, West Berkeley, the unincorporated community of North Richmond and the Iron Triangle neighborhood in the city of Richmond. The Black or African American population also declined in the cities of East Palo Alto and Dublin, in the Hunters Point and Mission District neighborhoods in San Francisco, and in parts of the city of Vallejo (see Map 6).⁷ At the same time, the Black or African American population increased substantially in the communities of Pittsburg, Antioch and Oakley in East Contra Costa County – areas where the share of low-income residents also increased between 2000 and 2014.

⁷ Ibid.



Between 1990 and 2014, all nine counties experienced an increase in their Asian and Latino or Hispanic populations. Steep increases for the Asian populations occurred in Alameda (+128 percent), Contra Costa (+116 percent), San Francisco (+34 percent), San Mateo (+80 percent) and Santa Clara (+141 percent) counties. Similar to the Asian population, the Latino or Hispanic population also increased in Alameda (+94 percent), Contra Costa (+193 percent), San Francisco (+27 percent), San Mateo (64 percent) and Santa Clara (+57 percent) counties. For both the Asian and the Latino or Hispanic populations, Marin, Napa, Solano and Sonoma counties also experienced a gain, but from a small base.

At a neighborhood level, between 2000 and 2014, the Hispanic population grew in almost all the communities in the region, and especially in the cities of Redwood City and Palo Alto in the Peninsula; San Jose, Mountain View and Gilroy in the South Bay; Richmond, Pinole, Oakland and Hayward in the East Bay; Pittsburg, Antioch and Concord in East Contra Costa County; and San Rafael, Santa Rosa, Napa, Vallejo and Fairfield in the North Bay.⁸

Significantly, the Hispanic population declined substantially in the Mission District in San Francisco, West and South San Jose, the Great Mall area in the city of Milpitas, and the cities of Brentwood, Napa and St Helena. During the same time, the Asian and Pacific Islander population increased significantly in the South Bay (Palo Alto to Cupertino and Milpitas), inner East Bay (Alameda, Hayward and Fremont), and the Tri Valley area (San Ramon, Dublin and Pleasanton).⁹

B. A Description of the Procedures by Which the Mobility Needs of Minority Populations Are Identified and Considered within the Planning Process

MTC undertakes both analytical and public-outreach efforts to identify and consider the needs of minority populations within the planning process. General agency efforts related to public participation in the planning process are described in detail in Section III.F of this Program, while this section describes more specific planning research and analysis efforts MTC undertakes to fulfill its Title VI obligations throughout the metropolitan planning process.

Discussion in this section focuses specifically on consideration of populations protected by Title VI, which is related but not equivalent to numerous other efforts MTC undertakes more broadly

⁸ Ibid.

⁹ Ibid.

to fulfill its two Environmental Justice Principles, which were adopted by the MTC in 2006, as recommended by MTC's Minority Citizens Advisory Committee, and members of the Bay Area Partnership:

- **Principle #1** — *Create an open and transparent public participation process that empowers low-income communities and communities of color to participate in decision making that affects them.*
- **Principle #2** — *Collect accurate and current data essential to understanding the presence and extent of inequities in transportation funding based on race and income.*

In furtherance of these principles, MTC continues to pursue major efforts to assure that MTC's planning and programming activities are nondiscriminatory and involve a wide range of stakeholders. This commitment is reflected in the varied work products described herein and further detailed on MTC's website using the links provided.

1. Identifying the Mobility Needs of Minority Populations

As part of the planning process, MTC identifies the needs of minority populations in several key ways, including both research efforts and ongoing public involvement of minority communities.

a) Plan Bay Area 2040

Key aspects of identifying the mobility needs of minority populations in the Plan Bay Area process involved both input from the Regional Equity Working Group (as described in Section V.B.2 below) and conducting regional research to identify commute trends for specific minority populations.

Minority populations have somewhat similar travel behavior compared to the broader population. But there are still some notable differences. This section describes the travel patterns of minority populations, with an emphasis on commute to work.

Minority populations in the region account for 59 percent of the total population, 61 percent of transit trips, 52 percent of roadway trips and 52 percent of all trips (transit and roadway). It is unclear why the total number of trips taken by minority populations is lower than their share of the total population, but some of the difference is a result of using multiple data sources. While the demographic data is derived from the U.S. Census Bureau, roadway trips are summarized

from the California Household Travel Survey and transit trips from both MTC's transit passenger survey and previous data collected by each transit operator.

Table 3: Share of Bay Area Population and Mode of Transportation, 2014

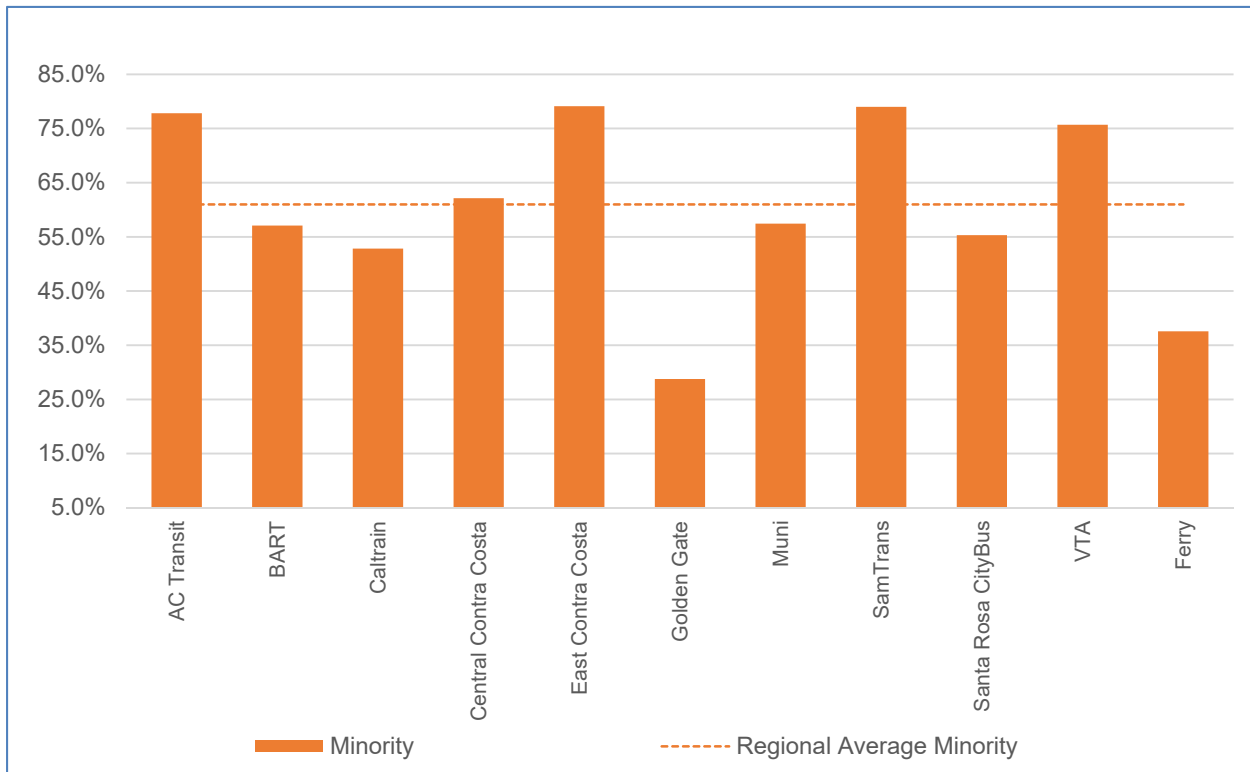
Population Subgroup	Share of Population	Share of Transit Trips	Share of Roadway Trips	Share of All Trips
Minority Population	59%	61%	52%	52%

Source: U.S. Census American Community Survey 2010-2014, 2012/2013 California Household Travel Survey, 2012-2015 MTC Transit Surveys, Multiple Transit Operator Surveys

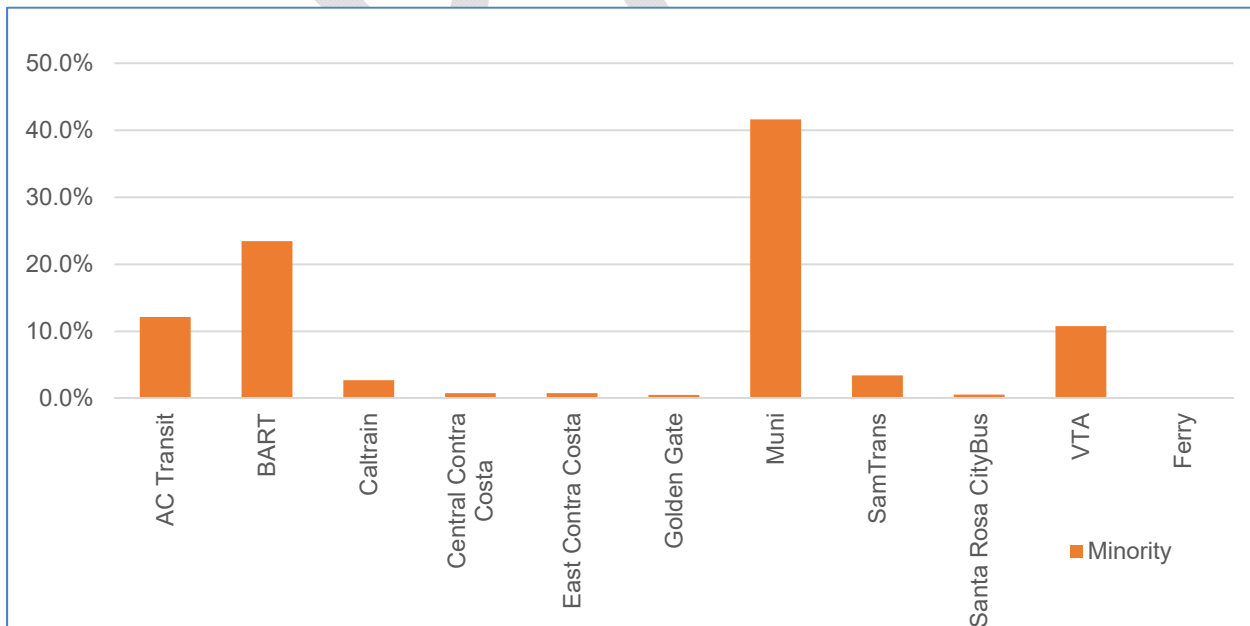
While minority populations have a higher reliance on transit (compared to their share of the population), this dependence varies widely among different operators and counties. Of the 27 transit operators in the Bay Area, AC Transit, BART, San Francisco Muni and Santa Clara Valley Transportation Authority (VTA) account for around 90 percent of all transit trips by minorities. Notably, Muni accounts for about 42 percent of all transit trips for minority populations, confirming the role of land use (higher-density, mixed-use, walkable communities) in supporting not just higher transit ridership but also access and mobility for transit-dependent populations.

AC Transit and VTA also carry some of the highest shares of minority populations in the region. 78 percent of AC Transit's riders are minorities. Similarly, 76 percent of VTA's riders are minorities. Of the larger transit operators, Golden Gate Transit and the ferry service have the smallest shares of minority riders, at 29 and 38 percent, respectively.

Chart 2: Minority Ridership as a Share of Total Transit Ridership by Operator in the Bay Area



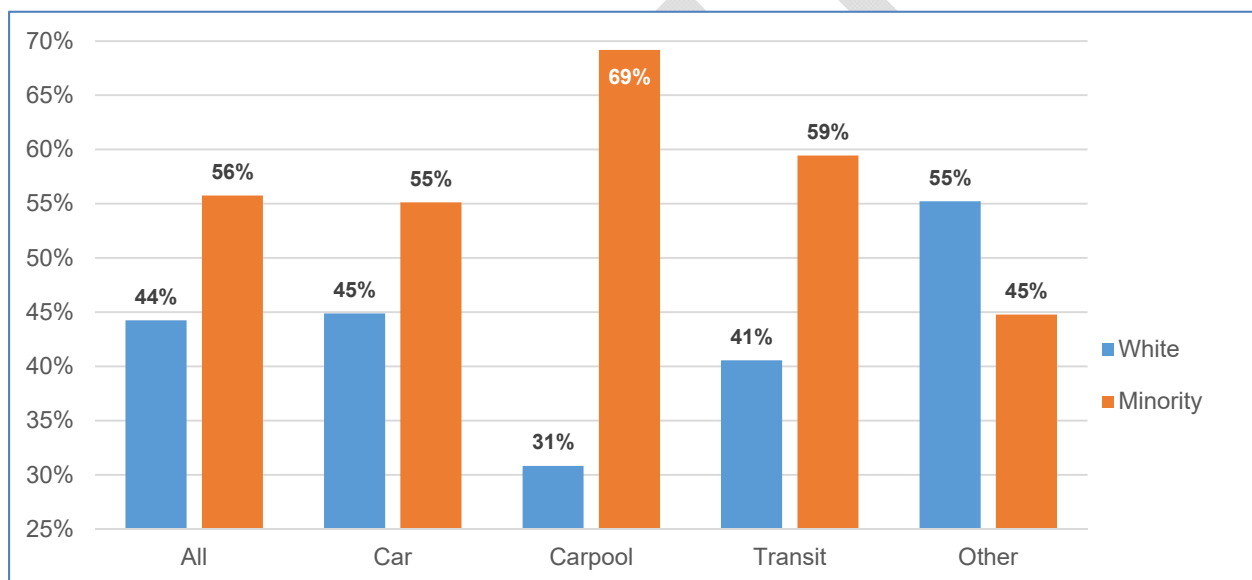
Source: 2012-2015 MTC Transit Surveys, Multiple Transit Operator Surveys Chart 3: Share of Minority Riders on all Transit Systems in Bay Area



Source: 2012-2015 MTC Transit Surveys, Multiple Transit Operator Surveys

Travel behavior for minorities varies by mode and county of residence. While minorities are 56 percent of the workforce, they comprise 69 percent of workers who carpool to work and 59 percent who take transit. These shares vary somewhat among various racial/ethnic groups. Ten percent of Hispanic/Latino and White workers take transit to work, compared to 13 percent for Asians and 17 percent for African Americans/Blacks. About 80 percent of Asian and Hispanic/Latino workers drive alone or carpool to work, compared to about 74 percent for African Americans/Blacks and Whites. With 12 and 14 percent of workers who carpool to work, Asian and Hispanic/Latino workers have the highest rates of carpooling.

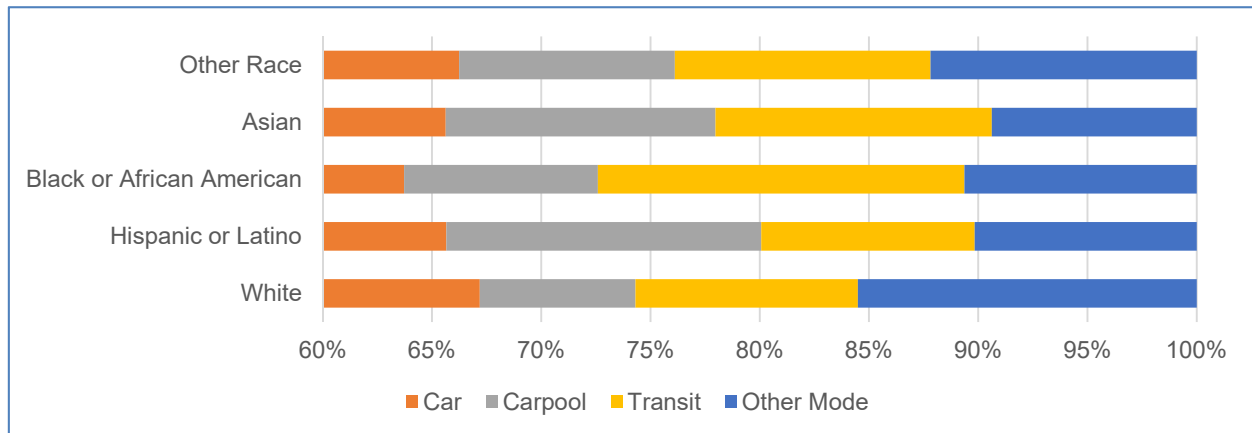
Chart 4: Means of Transportation to Work (16 Years and Over), White and Minority, Bay Area 2015



Source: U.S. Census American Community Survey, 2011-2015, 5-Year Average

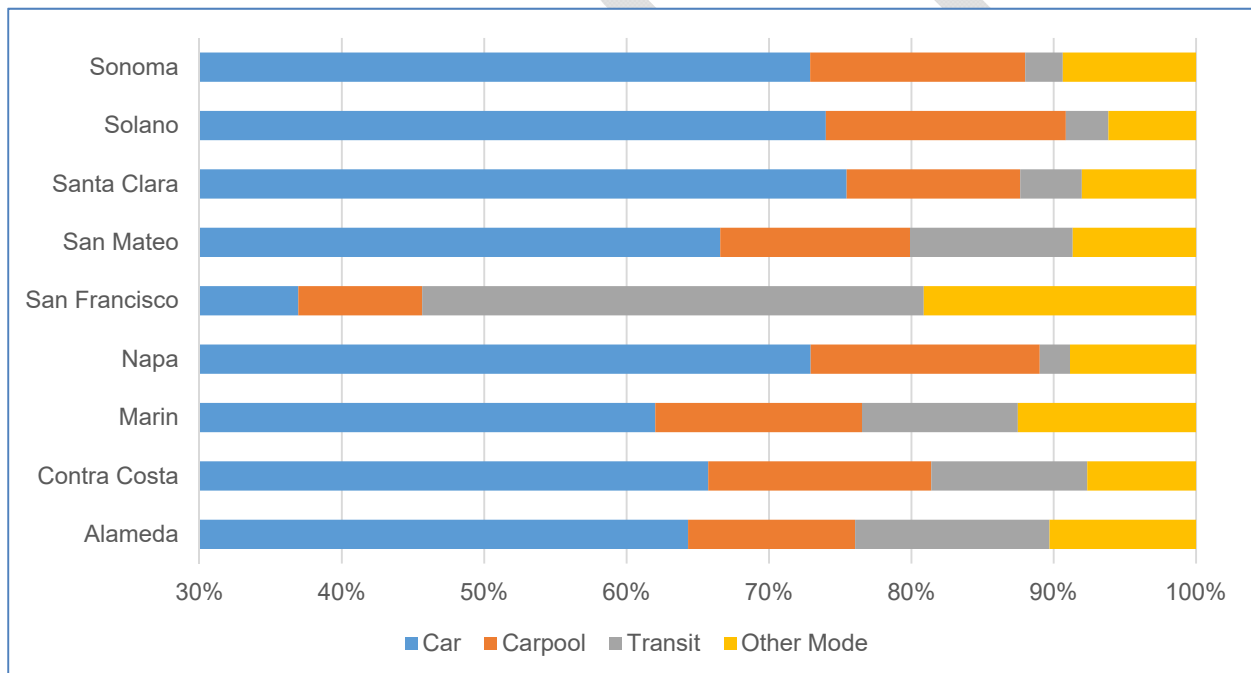
As with low-income workers, only 46 percent of minority workers in San Francisco drive alone or carpool, a much lower rate than in any other county. In comparison, 88 percent of the minority workers in Sonoma, 91 percent in Solano, 87 percent in Santa Clara and 89 percent in Napa drive alone or carpool to work. The share of minority residents who ride transit was highest in San Francisco, at 35 percent, followed by 14 percent in Alameda and 11 percent each in San Mateo, Marin and Contra Costa counties.

Chart 5: Means of Transportation to Work (16 Years and Over), by Race/Ethnicity, Bay Area, 2015



Source: U.S. Census American Community Survey, 2011-2015, 5-Year Average

Chart 6: Means of Transportation to Work, Minority Workers (16 Years and Over), Bay Area, 2015



Source: U.S. Census American Community Survey, 2011-2015, 5-Year Average

b) 2017 TIP Investment Analysis

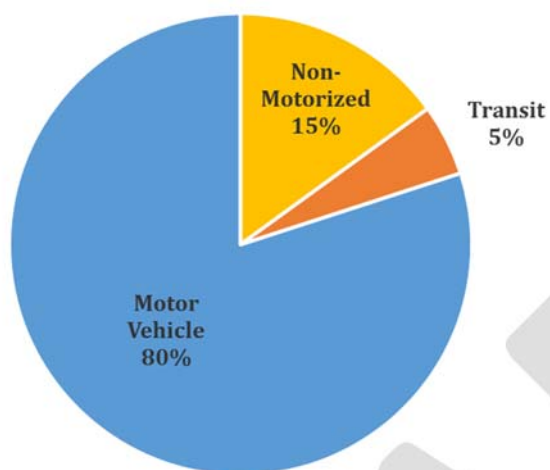
One purpose of the TIP Investment Analysis is to understand whether minority populations are sharing equitably in the TIP's financial investments. The analysis calculates the shares of 2017 TIP investments flowing to the identified communities, and compares those shares with the proportional size of this group's population and trip-making, relative to that of the general population. Understanding travel patterns of minority populations is therefore a key

underpinning of this analysis and a key part of informing the metropolitan planning process as to the mobility needs of minority populations.

Figure 3 shows the distribution by mode of total regional trip making for all Bay Area travelers, compared to the share of trips by mode for minority travelers shown in Figure 4. For complete information and discussion of these trends in the context of the 2017 TIP Investment Analysis, see the full report in Appendix I.

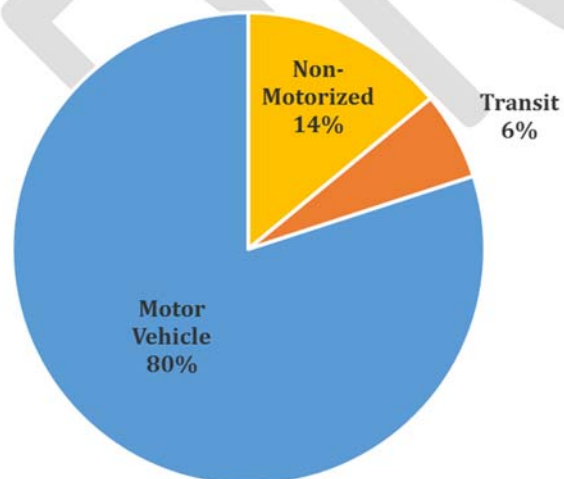
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**Figure 3. Share of Trips by Mode:
Total Population**



Source: Tabulation based on 2012 California Household Travel Survey.

**Figure 4. Share of Trips by Mode:
Minority Population**



Source: Tabulation based on 2012 California Household Travel Survey.

c) *Community-Based Transportation Planning (CBTP) Program*

MTC's CBTP Program evolved out of work done for the 2001 RTP that identified transit needs in low-income communities of concern throughout the San Francisco Bay Area and recommended community-based transportation planning as a first step in addressing these gaps. Because most of these communities of concern are also communities with high concentrations of minority residents, the CBTP Program also helps inform MTC of the mobility needs of minority populations throughout the region. MTC allocated funds for local planning efforts as a way to involve minority and low-income residents in the transportation decision-making process.

Each community-based planning process is a collaborative effort that involves the participation of residents, community-based organizations providing services within low-income and minority neighborhoods, local transit operators, CMAs, and MTC. The outcome of each planning process is a transportation plan that contains community-prioritized transportation needs, as well as solutions to address them. Solutions could include fixed-route transit service or other transportation services such as community shuttles, auto-oriented solutions or bicycle options. Recommendations outlined in the plans are forwarded to transit policy boards and other local agencies for consideration and subsequent incorporation into their planning, funding and implementation decisions.

MTC initially identified 41 low-income communities of concern throughout the Bay Area designated for Community-Based Transportation Planning. Following a pilot phase in 2002 that funded 23 CBTPs (\$60,000 was granted for completing each CBTP), in 2008, MTC approved another \$1,080,000 to complete the remaining 18 plans. In 2016, MTC approved an additional \$1.5 million to update CBTPs that are in some cases more than five years old.

For more information see <http://mtc.ca.gov/our-work/plans-projects/other-plans/community-based-transportation-plans>.

d) *Regional Survey Products*

As part of MTC's regional planning responsibilities, MTC oversees two major regional surveys to inform the planning process with respect to demographic characteristics and travel behavior for various populations within the region.

1. Bay Area Transit Passenger Demographic Survey

In 2012, MTC began a program of collecting consistent demographic and trip data from Bay Area transit passengers. Since then, passengers from 15 transit agencies have been surveyed, and the rest of the region's system is anticipated to be surveyed by 2017. MTC works with transit operators to collect consistent demographic and travel-activity data across all transit systems surveyed.¹⁰ In order to make best use of available funding and resources to support these extensive survey efforts, surveys are being conducted for different systems on a serial basis over time.

Data collected include geographic detail of the transit trip taken and passenger race/ethnicity, age, fare payment information, household income and household vehicle availability. Results of this survey are used in the Transportation Investment Analysis¹¹ to determine transit-investment benefits to low-income and minority populations based on these groups' share of transit use on individual systems and across the region as a whole. The Transit Passenger Demographic Survey also informs the Title VI analysis of PBA 2040 by establishing a consistent demographic profile of the region's overall transit ridership across all systems by minority and non-minority status.

2. Bay Area Household Travel Survey 2012/2013

The Bay Area Travel Survey (BATS) is MTC's periodic regional household travel survey, most recently completed in 2012-2013, and conducted in concert with the California Department of Transportation's statewide California Household Travel Survey (CHTS). The CHTS is an activity-based travel survey that collects information on all in-home and out-of-home activities, including all trips, over a one-day period for approximately 10,000 Bay Area households. The survey provides detailed information on many trip characteristics such as trip purpose, mode, origins and destinations, as well as household demographic and socioeconomic characteristics, and informs development of the regional travel model. In this Program, data on usage of the regional transportation system, the share of trip-making on the region's road and highway system, and different demographic groups comes from CHTS.

¹⁰ Surveys are being conducted on all transit systems claiming funds under the Transportation Development Act (TDA), consistent with those included in MTC's annual Statistical Summary of Bay Area Transit Operators.

¹¹ Operator-collected data was used when recent MTC-collected data was not available, including surveys collected by San Francisco Municipal Transportation Agency and Santa Clara Valley Transportation Authority. Data from MTC's 2007 Transit Passenger Demographic Survey provided information for the remaining six operators. Where appropriate, the 2015 MTC Statistical Summary of Bay Area Transit Operators was used to provide current ridership totals for regional comparisons.

2. Considering Mobility Needs of Minority Populations in the Planning Process

This section describes involvement and consideration of minority populations specifically in the equity analysis of Plan Bay Area and the Investment Analysis of the 2017 TIP. More general discussion of the involvement of minority populations in the planning process and MTC's Public Participation Program can be found in Section III.F of this Program.

a) The Regional Equity Working Group

In spring 2015, MTC and ABAG staff solicited participation by members of MTC's Policy Advisory Council and the MTC/ABAG Regional Advisory Working Group in the formation of a Regional Equity Working Group (REWG). The group first convened in May 2015 and has met frequently throughout the planning process. The primary purpose of the REWG is to advise MTC and ABAG staff on the development of the equity analysis, including identifying equity measures, defining communities of concern and developing the methodology for assessment. The REWG brought together stakeholders from around the region representing low-income and minority communities; seniors and persons with disabilities; staff representing local jurisdictions, transit agencies and county CMAs; public health departments; and community-based organizations and advocacy groups. All REWG meetings are open to the public.

b) MTC Policy Advisory Council

The Policy Advisory Council's Equity and Access Subcommittee (which includes representatives of minority communities within the region) reviewed and commented on staff's proposed methodology for the 2017 TIP Investment Analysis in April 2016,¹² prior to the analysis being carried out and the draft released for public review as part of the overall TIP adoption process.

C. Demographic Maps, Funding Analysis, and Impact Assessment

1. Background

As part of the metropolitan planning process, MTC analyzed both Plan Bay Area and the 2017 TIP investment programs to identify the distribution of Federal and State funds in the aggregate

¹² See the video recording of the April 2016 Policy Advisory Council: <http://mtc.ca.gov/whats-happening/meetings/meetings-archive/policy-advisory-council-14>

between minority and non-minority populations, and analyzed the distribution for any potential disparate impact prior to final adoption. This section describes the methodology and results of these analyses as required by the Circular. Further discussion of these topics and analyses can be found in the Plan Bay Area Equity Analysis Report¹³ and the 2017 Transportation Improvement Program Investment Analysis Report.¹⁴

2. Methodology

In addition to modeling travel and socioeconomic outcomes, based on various land use and transportation investments using equity measures, MTC carried out an off-model analysis of Plan Bay Area 2040's overall transportation investment strategy. This analysis illustrates the distribution of the proposed Regional Transportation Plan investments relative to different population subgroups and communities in the region. In an ongoing effort to ensure equity in the metropolitan transportation planning process, MTC has previously carried out similar analyses of the 2009 RTP (*Transportation 2035*), the 2011 Transportation Improvement Program (TIP), the 2013 Plan Bay Area and TIP, the 2015 TIP, and, most recently, the 2017 TIP.

The Transportation Investment Analysis serves three key functions, including:

- Complying with Title VI regulations (per FTA Circular 4702.1B, issued in October 2012) by conducting an assessment with “charts that analyze the impacts of the distribution of State and Federal funds in the aggregate for public transportation purposes...” and “an analysis of impacts ... that identifies any disparate impacts on the basis of race, color, or national origin...”;
- Complying with Executive Order 12898, *Federal Actions to Address Environmental Justice in Minority Populations and Low-Income Populations*, which directs each federal agency to “make achieving environmental justice part of its mission by identifying and addressing, as appropriate, disproportionately high and adverse human health or environmental effects of its programs, policies, and activities on minority populations and low-income populations...”; and
- Complying with MTC's own adopted Environmental Justice Principles.

To carry out these functions, the Transportation Investment Analysis relies on three different methodologies described in this section to determine whether Plan Bay Area 2040's investments

¹³ See <http://2040.planbayarea.org/reports>

¹⁴ See <http://mtc.ca.gov/our-work/fund-invest/transportation-improvement-program-tip/2017-tip>

are shared equitably among low-income and minority populations, and to determine whether there is any disparate impact at the regional level on the basis of race, color or national origin. No specific federal standard exists for conducting an environmental justice assessment. Similarly, FTA's Title VI requirements for MPOs do not provide any specific guidelines or benchmarks for MPO Title VI analyses. Finally, there are no established best practices or approved comparative analyses available against which MTC can measure its findings. Therefore, for this analysis, MTC is building on its prior work undertaken in the 2013 PBA investment analysis, and the 2013 and 2015 TIP.

Population/Use-Based Analysis

The population/use-based investment analysis compares the estimated share of investments that benefit low-income and minority populations to the share of their respective use of the transportation system (roadways and transit) and to their respective share of the regional population.

As an example, if a higher share of low-income populations rely disproportionately on the transit system for their access and mobility needs, and if the Draft Plan invests a higher share of revenues in the transit system, then the low-income population will accrue a bigger share of the benefits. This scenario would therefore be considered equitable to low-income populations. In the aggregate, the analysis measures transit and motor vehicle trips using the 2012 CHTS and various transit passenger demographic surveys (TPDSs). The steps involved in conducting the population/use-based analysis include:

1. Using Census data, determine the share of low-income (L0) and minority (M0) population in the region.
2. Using the CHTS and TPDS data, calculate the share of all roadway trips by county and all transit trips by transit operator for low-income (L1 and L2) and minority (M1 and M2) populations.
3. Using the Draft Plan transportation project list, tally the total investments in roadways by county (RR) and transit by operator (TT).
4. For roadway investments, for each county, assign a share of the investment (refer to RR above) to the low-income population (L3) based on their share of roadway trips (refer to L1 above) for that county. Repeat for minority population (M3).

5. For transit investments, for each transit operator, assign a share of the investment (refer to TT above) to the low-income population (L4) based on their share of transit trips (refer to L2). Repeat for minority population (M4).
6. Total the investments (roadway and transit) that were assigned to low-income (L5) and minority (M5) populations.
7. Compare the share of population (L0 and M0) and trips by mode (L1/L2 and M1/M2) to the share of assigned investments (L5 and M5) to assess the level of benefit accrued to low-income and minority populations.

Table 4: Population/Use-Based Analysis

Population	Share of Regional	Share of Roadway	Share of Transit	Share of Roadway	Share of Transit	Share of Total
Low-Income	L0	L1	L2	L3	L4	L5
Minority	M0	M1	M2	M3	M4	M5

At a regional level, while this approach takes advantage of the available data on trips for low-income and minority populations by county and transit operator, it is still a coarse analysis that has the following limitations:

- The analysis does not account for benefits and burdens at the project level. While a roadway project may benefit all users of that facility, the benefits may not necessarily accrue at the same proportion to each population group as their share of all trips in a county where the facility is located.
- The analysis also assumes that the share of trips by mode by a particular population group remains the same in future years, regardless of investments that improve efficiency, safety, capacity or access.
- The analysis does not adjust for the relative size of populations in future years. For example, the share of low-income population in 2040 may or may not be the same compared to 2014.
- Lastly, pedestrian and bicycle projects are assigned to local streets and roads due to a lack of sufficient data on use by income and race/ethnicity, and some regional programs such as the climate initiative were not included in the assessment since they do not fit the roadway or transit categories.¹⁵

¹⁵ For example, the Sonoma-Marín Area Rail Transit service will start in mid-2017, so there is no usage data currently available, even though the plan allocates future funding for the project.

The Title VI analysis is a subset of the population/use-based analysis, which only considers public transit projects that are funded through federal and state sources (described in more detail below).

Project Mapping Analysis

To supplement the population/use-based analysis described above, MTC mapped all roadway and transit projects to show the spatial distribution of projects relative to communities of concern (CoCs) and census tracts with a concentration of minority populations. This analysis only presents data visually. It does not use a metric to estimate the potential benefit or burden of each project on disadvantaged communities. It also does not include projects that cannot be mapped. For example, a substantial share of total funding in the Draft Plan is dedicated to transit operations, but this investment cannot be mapped as a project because each transit operator serves a fairly large geographic area rather than a point on a map.

This qualitative assessment involves examining the distribution of projects for any indication of systematic exclusion of CoCs or minority communities in the distribution of benefits. It also involves examining the distribution of projects for any systematic imbalances within the distribution of projects between CoCs and the remainder of the region, or between minority and non-minority communities. The analysis for minority populations satisfies one component of the Title VI analysis of the Draft Plan, as described below.

Title VI Compliance

Federal Transit Administration (FTA) released updated guidance in October 2012 specifying how MPOs such as MTC must demonstrate compliance with Title VI of the Civil Rights Act of 1964 and DoT's Title VI regulations in the metropolitan planning process. This section describes the methodology for conducting the analysis that demonstrates compliance with these requirements, including the methodology for conducting a disparate impact analysis.

Table 5: FTA Requirements for Title VI Analysis

FTA Requirement	Related Plan Bay Area 2040 Analysis
“Demographic maps that overlay the percent minority and non-minority populations as identified by Census or ACS data ...”	Project mapping analysis that overlays projects that can be mapped over above-regional-average concentrations of minority residents.
“[C]harts that analyze the impacts of the distribution of State and Federal funds in the aggregate for public transportation purposes...”	Population/use-based analysis of public transit investments using state and federal funding sources.
“An analysis of impacts identified in paragraph [above] that identifies any disparate impacts on the basis of race, color, or national origin” ¹⁶	Disparate impact analysis comparing Plan Bay Area 2040 investments per capita and per rider for minority and non-minority populations.

Because the plan covers a long time horizon and includes many types of fund sources the disparate impact analysis shows all transit investments overlaid against minority tracts, regardless of fund source. MTC will continue to investigate the feasibility of updating future RTP project databases and/or travel model parameters to include more specific fund source information in light of these FTA requirements. MTC does have the data to distinguish between public transportation investments that receive state and federal funds for the population/use-based analysis.

The state and federal fund sources included in the Title VI analysis are:

- *Transit Operating* – State Transit Assistance (revenue- and population-based), FTA Sections 5307 and 5311, Low Carbon Transit Operations Program (Cap and Trade);
- *Transit Capital (Replacements)* – FTA Sections 5307, 5340, 5311, 5337, and 5339, FHWA Ferry Boat Program, FTA Passenger Ferry Grant Program, FTA Bus and Bus Facilities Discretionary Program, STP/CMAQ, Anticipated; and

¹⁶ FTA Circular 4702.1B, page VI-2. See: https://www.transit.dot.gov/sites/fta.dot.gov/files/docs/FTA_Title_VI_FINAL.pdf.

- *Transit Capital (Expansions)* – FTA Section 5309, STP/CMAQ, Transit and Intercity Rail Program (Cap and Trade), Affordable Housing and Sustainable Communities Program (Cap and Trade), High Speed Rail, Anticipated.

To conduct the disparate impact analysis, the results of the population/use-based analysis of public transit investments using state and federal funds are assigned to minority and non-minority populations on a per capita and per-rider basis. A comparison of the per capita and per-rider investments for the two groups determines whether there is any disparate impact.

Although FTA does not provide specific guidance or standard benchmarks for MPOs to use in the metropolitan planning process to determine whether any given result represents a disparate impact, a general practice in disparate impact analysis is to use the percentage result to determine whether any differences between benefits for minority or non-minority populations may be considered statistically significant. If a disparate impact is found to be statistically significant, consideration must then be given to “whether there is a substantial legitimate justification for the policy that resulted in the disparate impacts, and if there are alternatives that could be employed that would have a less discriminatory impact.”¹⁷

3. Results: Demographic Mapping Analysis

The second part of the investment analysis is to map the location of transit and roadway projects included in the Draft Plan, overlaid with census tracts that are designated as CoCs and have a higher-than-regional-average (>59 percent) concentration of minority populations. The purpose of this analysis is to qualitatively assess the spatial distribution of projects for any apparent systematic exclusion of CoCs or minority populations at a regional level, or for any apparent systematic imbalances between the distribution of projects between CoCs and the remainder of the region, or between minority and non-minority populations. This assessment is intended to provide a regional-level analysis of the Draft Plan’s investments. Individual projects will be subject to their own Title VI and environmental justice analyses during implementation, as required under federal and state laws.

For the analysis of minority populations, the project layers from Maps 43 and 44 are overlaid with census tracts in the region that have a higher-than-regional-average (>59 percent) concentration of minority populations. As with the CoC analysis, there is a strong relationship

¹⁷ Ibid.

between the spatial distribution of investments in the Draft Plan and minority tracts. Based on this assessment, there does not appear to be any systematic exclusion of communities from Plan investments on the basis of minority status, or imbalances in the distribution of projects between minority and non-minority communities.

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4. Results: Charts That Analyze the Impacts of the Distribution of State and Federal Funds in the Aggregate for Public Transportation Purposes

To create charts illustrating the impacts of the distribution of State and Federal funds in the aggregate for public transportation purposes, a population/use-based analysis was carried out on both Plan Bay Area and the 2017 TIP. This section provides the results of those analyses.

a) Results: Plan Bay Area

The first step in the analysis is to identify the combined share of federal and state transit investments in Plan Bay Area 2040 (see table below). The investments included in the plan total \$303.5 billion over a 24-year period, for a wide range of projects that include express lanes, freight improvements, active transportation programs and transit operations. Of the total plan investments, \$203.5 billion are allocated to transit operations, maintenance, modernization and expansion. Transit is by far the largest investment made in Plan Bay Area 2040. Of the total transit investments, 18 percent (or \$53.4 billion) comes from various federal and state sources. The Title VI analysis in this Program is conducted on this amount (i.e., \$53.4 billion).

Table 6: Sources of Funding by Mode of Transportation, Plan Bay Area 2040

	Total	Federal and State		Local / Other	
	\$ million	\$ million	%	\$ million	%
Roadway / Bridge	\$88,701	\$29,220	33%	\$59,482	67%
Bicycle and Pedestrian	\$5,150	\$1,325	26%	\$3,825	74%
Freight	\$2,743	\$1,938	71%	\$805	29%
Other Programs	\$3,401	\$1,072	32%	\$2,329	68%
Public Transit	\$203,449	\$53,362	26%	\$150,087	74%
Plan Bay Area 2040 Investments	\$303,445	\$86,917	29%	\$216,528	71%

Source: MTC Analysis of Plan Bay Area 2040 Investments

Since this analysis relies on ridership data by race/ethnicity for each transit operator,¹⁸ the assessment is further limited to only those operators for whom this information is available

¹⁸ Ridership data by race/ethnicity is available for 24 of the 27 transit operators in the Bay Area. Data is not available for Amtrak (\$92 million), City of Dixon (\$17 million) and the Sonoma-Marín Area Rail Transit (SMART)

through a transit passenger survey (either conducted by the transit operator or MTC). This subset of the total federal and state transit funding for which data is available is \$43.6 billion, or 82 percent of the total.

Next, federal and state investments in transit are allocated to minority and non-minority populations using the same methodology used in the transportation investment analysis (the population/use-based analysis) outlined in Chapter 5 of the Plan Bay Area 2040 Equity Analysis Report. Essentially, federal and state investments are broken out by transit operator and allocated to minority or non-minority populations, based on their respective shares of ridership on that particular transit system. The allocations by transit operator are then added to provide the total federal and state funding that is allocated to minority and non-minority populations. This allocation of funding to minority and non-minority populations based on their use of various transit systems constitutes “benefit.” The results for each subgroup are compared to estimate the relative benefit accrued to minority and non-minority populations.

Table 7: Summary of Population/Use-Based Analysis for Federal and State Transit Funding

Population	Share of Population	Share of Transit Ridership	Investments (\$ million)		Share of Investments (%)	
			PBA 2040	Federal/State Transit	PBA 2040	Federal/State Transit
Minority	59%	62%	\$117,386	\$25,797	61%	59%
Non-Minority	41%	38%	\$76,557	\$17,850	39%	41%

Source: 2010-2014 American Community Survey, 2012-2015 MTC Transit Surveys, Multiple Transit Operator Surveys, MTC’s Analysis of Plan Bay Area Investments

Finally, investments are distributed on a per capita and a per-rider basis, so that investment benefits allocated to the region’s minority populations and riders can be compared to investment benefits allocated to the region’s non-minority populations and riders. The results from this analysis are summarized in the tables below.

Following FTA guidance, MTC’s disparate impact analysis of plan investments reveals that, on a per-capita basis, minority populations in the region would receive 59 percent of Plan Bay Area 2040’s investment benefits for public transit using federal and state sources, compared to 41 percent for non-minority populations. The share of investment benefits based on a per capita

(\$623 million). Data is also not available for the California High Speed Rail project (\$8.5 billion). These amounts are therefore not included in the population/use-based analysis.

basis is proportional to the share of minority (59 percent) and non-minority (41 percent) populations in the region. On a transit-ridership basis, minority transit riders would again receive 59 percent of the benefit, compared to 41 percent for non-minority transit riders. The share of investment benefits based on a per-rider basis is proportional to the share of minority (62 percent) and non-minority (38 percent) transit ridership.

Table 8: Disparate Impact Analysis Results, Population-Based

	Population (2014)		Federal and State Transit		Per capita
	#	%	\$ millions	%	\$
Minority	4,305,728	59%	\$25,797	59%	\$5,991
Non-Minority	3,033,324	41%	\$17,850	41%	\$5,885

Source: 2010-2014 American Community Survey, 2012-2015 MTC Transit Surveys, Multiple Transit Operator Surveys, MTC investment analysis

Table 9: Disparate Impact Analysis Results, Ridership-Based

	Ridership		Federal and State Transit		Per-Rider Benefit
	#	%	\$ millions	%	\$
Minority	998,992	62%	\$25,797	59%	\$25.82
Non-Minority	616,075	38%	\$17,850	41%	\$28.97

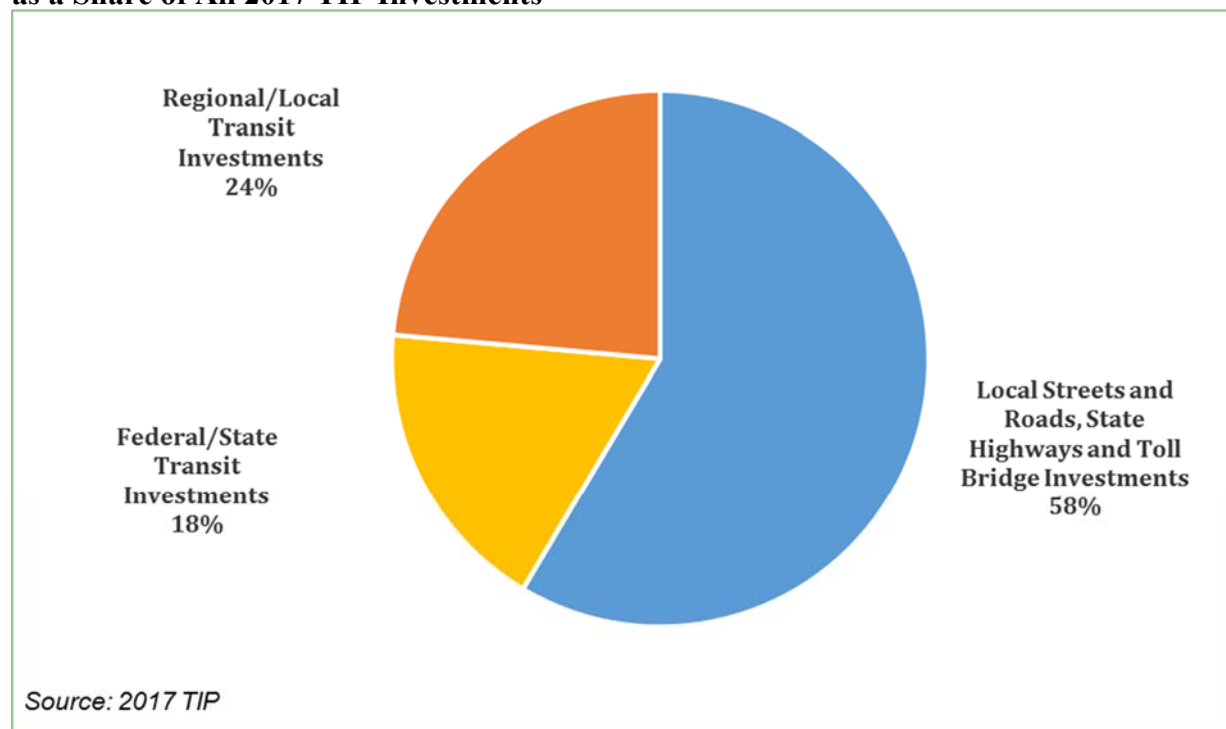
Source: 2012-2015 MTC Transit Surveys, Multiple Transit Operator Surveys, MTC investment analysis

Based on the results presented in the tables above, MTC concludes that the Draft Plan is in compliance with Title VI of the Civil Rights Act of 1964 for the distribution of federal and state transit funds.

b) Results: 2017 Transportation Improvement Program

The following summarizes the results from the Investment Analysis in 2017 TIP. First, Federal and State funding sources for public transportation are separated out from the \$6.3 billion in total 2017 TIP investments, representing 18% of the total (\$1.1 billion) as illustrated in Figure 5.

Figure 5. Public Transportation Investments from Federal and State Sources as a Share of All 2017 TIP Investments



Next, using the population/use based investment analysis methodology described above, the \$1.1 billion in the 2017 TIP's public transportation investments using Federal and State sources is attributed to minority and non-minority transit riders based on their respective shares of ridership among the various Bay Area transit agencies, and total investment shares are compared to the region's overall transit ridership and populations as a whole, as shown in Table 10.

Table 10. 2017 TIP Federal and State Transit Investments by Minority Status

Subgroup	Total Federal/ State Transit Funding (\$Millions)	% of Total Federal/ State Transit Funding	% of Regional Transit Ridership	% of Total Regional Population
Minority	\$660	58%	61%	59%
Non-minority	\$469	42%	39%	41%
Total	\$1,129	100%	100%	100%

Source: MTC analysis of 2017 TIP investments, *Transit Passenger Demographic Survey (MTC)*, *SFMTA Transit Passenger Demographic Survey*, *VTA Transit Passenger Demographic Survey*, *BART 2014 Customer Satisfaction Survey*, *2006-2007 Regional Transit Passenger Demographic Survey (Godbe Research)*, 2014 American Community Survey Table C03002.

At 58%, benefits accrued to minority populations from Federal and State transit funding may be lower than their share of the region's population (at 59%) and transit ridership (at 61%), but that does not demonstrate a systematic dis-benefit to minority populations since the difference in percentage points for share of population and ridership is 1% and 3%, respectively (see Table 10 above).

D. Analysis of the MPO's Transportation System Investments That Identifies and Addresses Any Disparate Impacts

To conduct the disparate impact analysis, the results of the population/use-based analysis of public transportation investments using State and Federal funds in the preceding section are first expressed in terms of investments per capita for both minority and non-minority transit riders (or total population) in the region as follows:

$$\text{Minority benefit per capita} = \frac{\text{Total transit investments allocated to minority riders}}{\text{Total regional minority transit ridership (or population)}}$$

$$\text{Non-minority benefit per capita} = \frac{\text{Total transit investments allocated to non-minority riders}}{\text{Total regional non-minority transit ridership (or population)}}$$

Next, the minority and non-minority per-capita benefit results are compared, expressing the minority benefit per capita as a percentage of the non-minority benefit per capita:

$$\text{Result (\%)} = \frac{\text{Minority benefit per capita}}{\text{Non-minority benefit per capita}}$$

Although the Circular does not provide specific guidance or standard benchmarks for MPOs to use in the metropolitan planning process to determine whether any given result represents a disparate impact, a general practice in disparate impact analysis is to use the percentage result to determine whether any differences between benefits for minority or non-minority populations may be considered statistically significant. If a disparate impact is found to be statistically significant, consideration must then be given to “whether there is a substantial legitimate justification for the policy that resulted in the disparate impacts, and if there are alternatives that could be employed that would have a less discriminatory impact.”¹⁹

¹⁹ FTA Circular 4702.1B, page VI-2.

1. Disparate Impact Analysis Results: Plan Bay Area

The distribution of investment benefits accruing to the region's minority and non-minority populations and riders are shown in Table 11 and Table 12, respectively, along with the relevant comparisons to evaluate for any disparate impact.

Table 11. Disparate Impact Analysis of Plan Bay Area Federal and State Transit Investments: Population Analysis

Subgroup	Total Federal/ State Transit Funding (Millions of YOE \$)	Regional Population (2010)	Per- Capita Benefit	Minority Per- Capita Benefit as % of Non- minority Per- Capita Benefit
Minority	\$24,147	4,117,836	\$5.86	120%
Non-minority	\$14,877	3,032,903	\$4.91	--
Total	\$39,025	7,150,739		--

Source: MTC analysis of Plan Bay Area investments, 2006 Transit Passenger Demographic Survey, 2010 Census SF1.
Note: Totals may not sum due to rounding.

Table 12. Disparate Impact Analysis of Plan Bay Area Federal and State Transit Investments: Ridership Analysis

Subgroup	Total Federal/ State Transit Funding (Millions of YOE \$)	Avg. Daily Transit Ridership (2006)	Per- Rider Benefit	Minority Per- Rider Benefit as % of Non- minority Per- Rider Benefit
Minority	\$24,147	816,059	\$29.59	99%
Non-minority	\$14,877	498,303	\$29.86	--
Total	\$39,025	1,314,362		--

Source: MTC analysis of Plan Bay Area investments, 2006 Transit Passenger Demographic Survey, MTC Statistical Summary for Bay Area Transit Operators.
Note: Totals may not sum due to rounding.

On a per-capita population basis, Table 11 shows minority persons in the region are receiving 120% of the benefit of Plan Bay Area's investments in public transportation from Federal and State sources compared to non-minority persons. On a ridership basis, Table 12 shows that minority riders are receiving 99% of the benefit of Federal- and State-funded transit investments in Plan Bay Area compared to non-minority riders. This 1% difference between minority and non-minority per-rider benefits is not considered statistically significant, and therefore this

analysis finds no disparate impact in the distribution of Federal and State funding for public transportation purposes between minority and non-minority populations or riders in the draft Plan Bay Area investment strategy.

2. Disparate Impact Analysis Results: 2017 Transportation Improvement Program

The distribution of investment benefits accruing to the region's minority and non-minority populations and riders are shown in Table 13 and Table 14, respectively, along with the relevant comparisons to evaluate for any disparate impact.

Table 13. Disparate Impact Analysis of 2017 TIP Federal and State Transit Investments: Population Analysis

Subgroup	Total Federal/ State Transit Funding (\$Millions)	Regional Population	Per- Capita Benefit	Minority Per- Capita Benefit as % of Non- minority Per- Capita Benefit
Minority	\$660	4,497,334	\$147	96%
Non-minority	\$469	3,064,421	\$153	--
Total	\$1,129	7,561,755		--

Source: MTC analysis of 2017 TIP investments, *Transit Passenger Demographic Survey (MTC)*, *SFMTA Transit Passenger Demographic Survey*, *VTA Transit Passenger Demographic Survey*, *BART 2014 Customer Satisfaction Survey*, *2006-2007 Regional Transit Passenger Demographic Survey (Godbe Research)*, 2014 American Community Survey Table C03002.

Table 14. Disparate Impact Analysis of 2017 TIP Federal and State Transit Investments: Ridership Analysis

Subgroup	Total Federal/ State Transit Funding (\$Millions)	Avg. Daily Transit Ridership (2006)	Per- Rider Benefit	Minority Per- Rider Benefit as % of Non- minority Per- Rider Benefit
Minority	\$660	990,834	\$666	89%
Non-minority	\$469	624,234	\$752	--
Total	\$1,129	1,615,067		--

Source: MTC analysis of 2017 TIP investments, *Transit Passenger Demographic Survey (MTC)*, *SFMTA Transit Passenger Demographic Survey*, *VTA Transit Passenger Demographic Survey*, *BART 2014 Customer Satisfaction Survey*, *2006-2007 Regional Transit Passenger Demographic Survey (Godbe Research)*, MTC Statistical Summary for Bay Area Transit Operators.

The disparate impact analysis indicates that the share of Federal and State transit investments distributed to minority populations varies as compared to their respective shares of regional transit ridership and regional population. On a per-capita population basis, Table 13 shows

minority persons in the region are receiving 96% of the benefit of the TIP's investments in public transportation from Federal and State sources compared to non-minority persons. On a per-rider basis, Table 14 shows that minority riders are receiving 89% of the benefit of Federal- and State-funded transit investments in the TIP compared to non-minority riders. It is important to note, however, that the TIP does not reflect the full picture of transportation investments in the Bay Area over the long-term. As noted above, the TIP only includes four years of near-term fund programming. Also, since the TIP primarily documents projects that require federal actions or use federal funds, it tends to include more large capital projects than operating and maintenance programs, particularly for transit. Additionally, funding shown in the TIP is included in the year that project phases begin or are obligated and does not reflect the actual flow of funding and expenditures within these phases. While rehabilitation programs will have their funding spread across many years, large capital projects tend to have their funding lumped into a shorter period even if the funds will actually be expended over a number of years, some of which may be outside the scope of the TIP. When compared to the investments described in the Plan, the 2017 TIP only reflects about 15% of the average annual transportation spending in the Bay Area.

An example of the issues described above is the fact that the 2017 TIP Investment Analysis is heavily influenced by two projects, BART's Railcar Procurement Program and Caltrain's Electrification project, as these projects have large capital phases that are beginning in the near future. Together, these projects account for over one third of all transit funding in the 2017 TIP as adopted. As BART and Caltrain are used by a lower proportion of minority riders than the regional average for transit riders, the results of the analysis show lower investments benefiting minority riders. That said, BART ridership approximately mirrors the regional demographics for minority populations on a percentage basis, and it carries large numbers of such groups in numerical terms. Prior iterations of the TIP Investment Analysis that showed a less variable distribution have been influenced by other large capital projects, such as SFMTA's Central Subway project and VTA's BART Warm Springs to Berryessa Extension project that are still ongoing, but in the current TIP period require less funding action. Additionally, approximately \$2 billion in federal transit formula funding for FY2016-17 through FY2019-20 had yet to be programmed at the time that this analysis was performed on the 2017 TIP. While BART and Caltrain will still receive a large portion of these funds, the program will also distribute funds to a wider variety of transit operators.

VI. CLIPPER® FARE PAYMENT SYSTEM

The Clipper® Program is a fare payment system based on smart card technology that is used to pay fares on transit systems throughout the Bay Area. The Clipper card is currently accepted on 21 Bay Area transit operators, including the Alameda-Contra Costa Transit District (AC Transit); Golden Gate Bridge Highway and Transportation District (GGBHTD); the San Francisco Bay Area Rapid Transit District (BART); the City and County of San Francisco Municipal Transportation Agency (SFMTA); the San Mateo County Transit District (SamTrans); the Santa Clara Valley Transportation Authority (VTA); the Peninsula Corridor Joint Powers Board (Caltrain); Central Contra Costa Transit Authority; City of Fairfield, as the operator of Fairfield and Suisun Transit; City of Petaluma; Eastern Contra Costa Transit Authority; Livermore/Amador Valley Transit Authority; Marin County Transit District; Napa County Transportation and Planning Agency; Solano County Transit; Sonoma County Transit; Vacaville City Coach; Western Contra Costa Transit Authority; San Francisco Bay Area Water Emergency Transportation Authority; City of Santa Rosa; and City of Union City. In summer 2017, the new Sonoma Marin Area Rail Transit system will become the 22nd operator to accept Clipper®.

MTC is authorized by state statute²⁰ to adopt rules and regulations to promote the coordination of fares and schedules for all public transit systems within its jurisdiction and to require every system to enter into a joint fare revenue sharing agreement with connecting systems. Pursuant to this statute, MTC adopted a Transit Coordination Implementation Plan (MTC Resolution 3866) which required certain Bay Area transit operators to implement, operate and promote the Clipper® fare payment program as their primary fare payment systems.

Transit operators participating in the Clipper® program are responsible for establishing their own fare policies, and would ordinarily be responsible for conducting the fare and service change Title VI analyses required by the Circular. However, since MTC mandated the transition to Clipper®, MTC undertook a Title VI analysis of the Clipper® transition in compliance with Chapter IV, Section 7 of the Circular. MTC reported on the result – the *Final Title VI Summary Report, Clipper® Fare Media Transitions (Final Summary Report)* – in its 2014 Title VI Program.

MTC did not impose any additional card fees or require any transit operators to transition fare media to Clipper® for the period covered by this Program.

²⁰ California Government Code § 66516.

MTC regularly conducts community and operator outreach efforts related to the Clipper[®] program. A summary of outreach efforts related to the Clipper[®] program is attached as Appendix M.

VII. GLOSSARY

ABAG	Association of Bay Area Governments
AC Transit	Alameda-Contra Costa Transit District
ACS	American Community Survey
BAAQMD	Bay Area Air Quality Management District
BAHA	Bay Area Headquarters Authority
BAIFA	Bay Area Infrastructure Financing Authority
BART	San Francisco Bay Area Rapid Transit District
BATA	Bay Area Toll Authority
Bay Area	The nine-county San Francisco Bay Area, including Alameda, Contra Costa, Marin, Napa, San Francisco, San Mateo, Santa Clara, Solano and Sonoma Counties
Bay Area Partnership	A confederation of the top staff of various transportation agencies in the region (MTC, public transit operators, CMAs, city and county public works departments, ports, Caltrans, US DOT) as well as environmental protection agencies.
BCDC	Bay Conservation and Development Commission
Caltrain	Peninsula Corridor Joint Powers Board
Caltrans	California Department of Transportation
CBTP	Community Based Transportation Plan
CCTA	Contra Costa Transportation Authority
Circular	Federal Transit Administration Circular 4702.1B

Clipper®	A card that can be used to pay fares electronically on the Bay Area's transit systems
CMA	Congestion Management Agency
CMAQ	Congestion Mitigation and Air Quality Improvement
Coordinated Plan	MTC's Coordinated Public Transit/Human Services Transportation Plan
FasTrak®	Electronic toll collection system
FHWA	Federal Highway Administration
FSP	Freeway Service Patrol
FTA	Federal Transit Administration
GGBHTD	Golden Gate Bridge, Highway and Transportation District
FY	Fiscal Year
JARC	Job Access Reverse Commute
LAVTA	Livermore Amador Valley Transit Authority
LEP	Limited English Proficient
Lifeline	Lifeline Transportation
MAP-21	Moving Ahead for Progress in the 21 st Century Act
MPO	Metropolitan Planning Organization
MTC	Metropolitan Transportation Commission
PAC	Policy Advisory Council
Plan Bay Area	The region's first long-range integrated transportation and land-use/housing strategy that guides growth and policy decisions through 2040, consistent with Senate Bill 375; also the 2013 RTP.
PMP	Program Management Plan

PPP	Public Participation Plan
RTP	Regional Transportation Plan
SAFE	Metropolitan Transportation Commission Service Authority for Freeways and Expressways
SamTrans	San Mateo County Transit District
SFCTA	San Francisco County Transportation Authority
STA	State Transit Assistance
STP	Surface Transportation Program
Subrecipient	Any entity that receives FTA financial assistance as a pass-through from another entity.
TDA	Transportation Development Act
TIP	Transportation Improvement Program
Title VI	Title VI of the Civil Rights Act of 1964, as amended (42 U.S.C. § 2000d et seq.)
US DOT	United States Department of Transportation
VTa	Santa Clara Valley Transportation Authority



Metropolitan Transportation Commission

375 Beale Street, Suite 800
San Francisco, CA 94105

Legislation Details (With Text)

File #: 17-2860 **Version:** 1 **Name:**
Type: Contract **Status:** Committee Approval
File created: 9/7/2017 **In control:** Administration Committee
On agenda: 9/13/2017 **Final action:**
Title: Contract Amendment - Legislative Representation in Washington D.C.: Government Relations, Inc. (576,000)

Contract amendment to extend the Government Relations, Inc. (Tom Bulger) Washington D.C. advocacy contract by two years.

Sponsors:

Indexes:

Code sections:

Attachments: [3b Contract Amend Gov Relations Inc.pdf](#)

Date	Ver.	Action By	Action	Result
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Subject:

Contract Amendment - Legislative Representation in Washington D.C.: Government Relations, Inc. (576,000)

Contract amendment to extend the Government Relations, Inc. (Tom Bulger) Washington D.C. advocacy contract by two years.

Presenter:

Randy Rentschler

Recommended Action:

Committee Approval



METROPOLITAN
TRANSPORTATION
COMMISSION

Agenda Item 3b

Bay Area Metro Center
375 Beale Street
San Francisco, CA 94105
TEL 415.778.6700
WEB www.mtc.ca.gov

Memorandum

TO: Administration Committee

DATE: September 6, 2017

FR: Deputy Executive Director, Operations

W. I. 1131

RE: Contract Amendment – Legislative Representation in Washington D.C.: Government Relations, Inc. (\$576,000)

Staff requests your approval of a two-year contract amendment with Government Relations, Inc. to provide legislative representation in Washington, D.C. on a sole source basis from November 1, 2017 through October 31, 2019 at a rate of \$276,000 in the first year and \$300,000 in the second year. These amounts provide a modest increase above the current funding level, which has not been raised since FY 2011-12. Staff has compared this annual rate with the amount spent on federal lobbying by transportation agencies in the Bay Area and across California and found it to be within the range of agencies of the size and scope of MTC. The current contract expires on October 31, 2017.

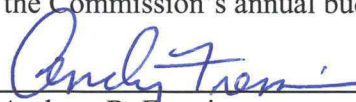
Background:

MTC has long been recognized as a national leader in transportation policy and much of that success is due to the work of our registered lobbyist, Tom Bulger, President, Government Relations, Inc. who has served the Commission in Washington, D.C. since 1984. Mr. Bulger possesses extensive experience, having represented MTC during five federal transportation authorization cycles, including the FAST Act enacted in 2015. This experience has led to close relationships with key members of Congress and their staff that are invaluable in helping to resolve funding and policy issues and advance MTC's federal advocacy platform. Because many of these members of Congress have served for such a long time — Senator Feinstein: 25 years, Congresswoman Pelosi: 30 years, Congresswoman Eshoo: 24 years — Congresswoman Lee: 19 years— they and their staffs have become especially reliant upon Mr. Bulger as a trusted liaison to MTC.

Mr. Bulger's intimate knowledge of the substantive policy and political context of federal transportation policy will be critical if Congress turns its attention to crafting an infrastructure funding package, a stated priority of the Trump Administration. Given his extensive knowledge of MTC and Bay Area transportation issues, as well as key players in Washington, D.C., Mr. Bulger continues to be the right person to represent MTC at this time.

Recommendation:

Staff requests your authorization for the Executive Director or his designee to enter into a contract amendment with Government Relations, Inc. for two additional years through October 31, 2019 at a total rate of \$576,000. Funding in excess of the 4178,909 included in the FY 2017-18 agency budget for the contract amendment will be subject to the adoption of the Commission's annual budget for FY 2018-19 and FY 2019-20.



Andrew B. Premier

AF:rl

REQUEST FOR COMMITTEE APPROVAL

Summary of Proposed Contract Amendment

Work Item No.:	1132
Vendor:	Government Relations, Inc. Washington, D.C.
Work Project Title:	Legislative Representation in Washington, D.C.
Purpose of Project:	Obtain services of a legislative advocate in Washington, D.C.
Brief Scope of Work:	Provide the Metropolitan Transportation Commission (MTC) with legislative consultant services in Washington, D.C. act as legislative advisor; monitor all legislation affecting MTC; report to the Director of Legislation and Public Affairs, Executive Director, the Legislation Committee, and the Commission as needed.
Project Cost Not to Exceed:	\$576,000 (this Amendment) Total contract value including amendments before this amendment = \$1,052,400 Maximum contract amount with this amendment = \$1,628,400
Funding Sources:	General Fund
Fiscal Impact:	\$178,908 is included in the FY 2017-18 agency budget for the contract amendment. Remaining amounts subject to inclusion in future year agency budgets.
Motion by Committee:	That the Executive Director or his designee is authorized to negotiate and enter into a contract amendment with Government Relations, Inc. for the legislative consultant services of Thomas J. Bulger as described above and in the Deputy Executive Director's September 6, 2017 memorandum, and the Chief Financial Officer is directed to set aside funds in the amounts set forth above for such amendment, subject to approval of future agency budgets.
Legislation Committee:	<hr/> Federal D. Glover, Chair
Approved:	Date: September 13, 2017