# Bay Area Headquarters Authority (BAHA)

#### June 28, 2023

Agenda Item 3a -23-0778

### Bay Area Headquarters Authority (BAHA) Resolution No. 046 – Fiscal Year 2023-24 Operating and Capital Budgets

#### Subject:

A request for adoption of BAHA Resolution No. 046, authorizing the FY 2023-24 BAHA Operating and Capital Budgets.

On May 24, 2023, staff presented the draft FY 2023-24 Operating and Capital Budgets to the Authority, including an estimate of assessment fees to 375 Beale Condo. The budget proposed for adoption reflects a reduction of assessment fee revenue of \$119,019 attributable to BATA/MTC, correcting an error that overstated the assessment in the original calculation. There are no changes to the operating expenditures or capital budget as presented to BAHA on May 24, 2023.

#### **Background:**

BAHA was established in 20ll due to a Joint Exercise of Powers Agreement between the Metropolitan Transportation Commission (MTC) and the Bay Area Toll Authority (BATA), with the intent of purchasing the property at 375 Beale. St. This property was intended to establish a regional headquarters for MTC, the Bay Area Air Quality Management District (BAAQMD), and the Association of Bay Area Governments (ABAG). The building has been subdivided into condominium units, with BAHA, BAAQMD and ABAG as unit owners. In addition to the three owners, private tenants lease office space in the building. BAHA receives operating revenue via assessments from the condominium owners, and rental income from its tenants. BAHA contracts with Cushman & Wakefield (CW) to provide professional day-to-day property management for the building.

The BAHA operating budget is composed of 1) common area, and 2) shared services expenses. Common area expenses are provided to the benefit of the entire building, such as water, sewer, garbage, electrical, heating and air conditioning, telephone lines, lighting, and gas. Shared services expenses are the portion of the building costs that are licensed for shared use amongst the three condominium owners. Some of these items include expenses for kitchen pantries, phone booths, copy/print rooms, IT support and equipment storage rooms, conference, and Board rooms. The condominium owners are charged separate assessments for the common area and shared services costs, based on square footage ownership of the common and shared areas, as described in the Declaration of Covenants, Conditions and Restrictions.

The capital budget includes capital repairs and maintenance of the building, capital improvements such as technology upgrades and building maintenance/improvements, as well as improvements to the first floor Temescal conference room.

#### **Operating Budget Summary**

The proposed budget for FY 2023-24 shows an operating surplus of \$2.1 million, before transfers to the capital budget. Overall revenue is expected to be \$19.8 million, up 7.2% from the FY 2022-23 budget. Operating revenue is up primarily due to increases in shared services assessments, proportional to shared service expense increases (described below). Total operating expenses are estimated at \$17.6 million, excluding transfers, up 12% from the FY 2022-23 budget. The increase in expenses is primarily driven by Information Technology (IT) upgrades, such as security and hybrid telepresence technology upgrades, property management, and hybrid space planning projects. Further detailed changes are described below. The proposed budget for FY 2023-24 is balanced as presented.

#### **Operating Revenue Summary**

Total FY 2023-24 proposed revenue is \$19.7 million, an increase of \$1.3 million, or 7.2%. Lease income projections are provided by CW; due to tenant occupancy decreasing, lease income is expected to decline by \$494K. Shared services assessment and common area assessment revenue is increasing, in proportion to increased expenses. Other revenue consists of parking, expenditure reimbursements, and investment income. Other revenue is budgeted to increase significantly due to projected investment returns in the Local Agency Investment Fund. A summary of the operating revenue is shown below (in thousands):

| Revenue Source | FY2023-24            | <u>% Increase</u> | <u>\$ Change</u> |
|----------------|----------------------|-------------------|------------------|
|                | <u>Draft Budget</u>  |                   | <u>(000)</u>     |
|                | <u>(in millions)</u> |                   |                  |
| Lease Income   | \$10.1               | (4.6%)            | (\$494)          |

| Revenue Source                          | <u>FY2023-24</u>     | <u>% Increase</u> | <u>\$ Change</u> |
|---|----------------------|-------------------|------------------|
|   | <u>Draft Budget</u>  |                   | <u>(000)</u>     |
|   | <u>(in millions)</u> |                   |                  |
| Shared services assessment (fee covers  | 4.1                  | 29.2%             | \$930            |
| staff, IT services, office supplies and |                      |                   |                  |
| other shared expenses)                  |                      |                   |                  |
| Common area assessments (fees cover     | 4.6                  | 13.5%             | \$553            |
| security, janitorial, utilities,        |                      |                   |                  |
| administration, and repairs &           |                      |                   |                  |
| maintenance                             |                      |                   |                  |
| Other                                   | 0.83                 | 70%               | \$340            |
| Total                                   | \$19.7               | 7.2%              | \$1,330          |

On June 22, 2023, the 375 Beale Condominium Corporation Board is separately reviewing and considering for approval the shared services and common area assessments.

## **Operating Expense Summary**

Total operating expense, before transfers, for the proposed FY 2023-24 budget is \$17.6 million, an increase of \$1.9 million or 11.9% from the FY 2022-23 budget. Major operating expense highlights include (in thousands):

| <b>Operating Expense</b>       | <u>FY 2023-24</u>   | <u>% Increase</u> | <u>\$ Increase</u> |
|--------------------------------|---------------------|-------------------|--------------------|
|                                | <u>Draft Budget</u> |                   | <u>(000)</u>       |
|                                | (in millions)       |                   |                    |
| Salary, benefits, and overhead | \$2.5               | 11%               | \$252              |
| Other contractual services     | 0.54                | 19.7%             | \$89               |
| IT Licenses and Maintenance    | 2.4                 | 44.4%             | \$751              |
| Other expenses                 | 2.1                 | (8.8%)            | (\$201)            |
| Property Management            | 10.1                | 10.9%             | \$986              |

| <b>Operating Expense</b> | FY 2023-24           | <u>% Increase</u> | <u>\$ Increase</u> |
|--------------------------|----------------------|-------------------|--------------------|
|                          | Draft Budget         |                   | <u>(000)</u>       |
|                          | <u>(in millions)</u> |                   |                    |
| Total                    | \$17.6               | 11.9%             | \$1,877            |
|                          |                      |                   |                    |

Salaries, benefits, and overhead are increased due to staff dedicated to shared services operations. Contractual services include increased legal and professional costs, including proforma reviews, architectural and engineering services, and Audio-Visual/ IT consultants for the Temazcal event space. IT Licenses and Maintenance increases are driven by security initiatives, hosted services, and hybrid room and telepresence improvements. Other expenses are primarily driven by shared conference space furniture and equipment and signage replacement and installation to better facilitate a hybrid workspace, and temporary employees to support those efforts. The decrease in this line is due to moving the budget for lease commissions to the capital budget to better correlate with multi-year leases. Property Management increases reflect increased costs that CW require to support the building, including cleaning, security, repairs and maintenance, and administrative costs.

## **Transfers**

Staff proposes transfers to the capital fund of 1) \$2.1M from budgeted operating surplus, and 2) \$13.4M from operating reserves, in recognition of existing capital requirements for the building. Staff also propose a \$476 thousand transfer from operating reserves to repay an excess assessment collected in FY 2016-17. This budget proposes no FY 2023-24 transfer to BATA as repayment of its building contribution.

## **Capital Budget**

Staff is requesting a total of \$14.1 million in building improvement projects for FY 2023-24. The projects include (in thousands):

| • | Agency Infrastructure Improvement  | \$8,500 |
|---|------------------------------------|---------|
| • | IT Improvement Project             | \$1,655 |
| • | Agency Space Modification Planning | \$750   |
| • | Contingency                        | \$50    |
| • | CW Building Improvement Projects   | \$2,407 |

• Lease Commissions \$750

The \$2.4 million requested by Cushman & Wakefield as part of their building management responsibilities includes capital repair and maintenance work such as soundproofing walls, waterproofing, security system replacements, parking gate control replacements, amenity updates, and flooring upgrades/replacement.

Current capital project requests exceed available funding from the operating surplus (\$14.1M vs \$2.1M), requiring a draw from operating reserves of \$12M. Such a draw would leave a projected operating reserve balance of \$19.6M. In FY 2023-24, staff will work internally and with staff of BAAQMD to identify funding of ongoing capital repair and maintenance projects and plan for different income scenarios in light of projected reduced tenant income..

#### **Recommendation:**

Staff requests approval of BAHA resolution No. 46 authorizing the BAHA Operating and Capital Budget for FY2023-24.

#### Attachment:

- FY 2023-24 Bay Area Headquarters Authority (BAHA) Operating and Capital Budget Presentation
- BAHA Resolution No. 46

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Andrew B. Fremier

| Date: | June 28, 2023    |
|-------|------------------|
| W.I.: | 9110, 9120, 9130 |

## ABSTRACT

## BAHA Resolution No. 46

This resolution approves the FY 2023-24 Bay Area Headquarters Authority (BAHA) Operating and Capital Budgets.

Further discussion of the BAHA Operating and Capital Budgets can be found in the BAHA Summary Sheet dated June 28, 2023.

Date: June 28, 2023 W.I.: 9110, 9120, 9130

#### Re: <u>Bay Area Headquarters Authority FY 2023-24 Operating and Capital Budgets</u>

## BAY AREA HEADQUARTERS AUTHORITY RESOLUTION No. 46

<u>WHEREAS</u>, the Metropolitan Transportation Commission ("MTC") and the Bay Area Toll Authority ("BATA") have executed a joint exercise of powers agreement dated September 28, 2011 which creates and establishes the Bay Area Headquarters Authority ("BAHA"); and

<u>WHEREAS</u>, BAHA staff has prepared a budget setting forth the anticipated revenues and expenditures of BAHA for FY 2023-24; now, therefore be it

<u>RESOLVED</u>, that BAHA approves the Operating and Capital Budgets for FY 2023-24, prepared in accordance with generally accepting accounting principles, attached hereto as Attachment A, and incorporated herein as though set forth at length; and, be it further

<u>RESOLVED</u>, that the Executive Director or designee may approve adjustments among line items in the BAHA Budget for FY 2023-24, provided that there shall be no increase in the overall BAHA Budget without prior approval of BAHA; and, be it further

<u>RESOLVED</u>, that the Executive Director or designee shall submit written requests to BAHA for approval of consultants, professional services, and expenditures authorized in the BAHA Budget for FY 2023-24; and be it further

<u>RESOLVED</u>, that the Executive Director and Chief Financial Officer are authorized to carry over and re-budget all funds and contracts properly budgeted in the prior year for which expenditures were budgeted and encumbered and which will take place in FY 2023-24; and, be it further

**RESOLVED**, that the Executive Director and Chief Financial Officer are authorized to

BAHA Resolution No. 46 Page 2

create an operating reserve equivalent to one-year operating revenue and a capital replacement reserve equivalent to the accumulated depreciation expense and to transfer all excess BAHA funds including annual surplus funds included in the annual budget to fund the reserve. Any withdrawal from the designated reserves, requires specific approval of BAHA; and, be it further

<u>RESOLVED</u>, that the Executive Director and Chief Financial Officer are authorized to transfer all excess annual operating surplus remaining after annual budgeted reserve transfers to BATA; and, be it further

<u>RESOLVED</u>, that the Executive Director and Chief Financial Officer are authorized to utilize generally available cash as an advance for project cash flow purposes provided the advance is repaid from project funds by the close of the fiscal year; and, be it further

<u>RESOLVED</u>, that the BAHA staff shall furnish BAHA with a quarterly financial report to reflect budgeted and actual income, expenditures, obligations for professional and consultant services, and such other information and data as may be requested by BAHA.

BAY AREA HEADQUARTERS AUTHORITY

Alfredo Pedroza, Chair

The above resolution was entered into by the Bay Area Headquarters Authority at a regular meeting of the Authority held in San Francisco, California and at other remote locations, on June 28, 2023.

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|  | A  | ctuals as of | Adopted         | Draft            |     | Change in \$       | Change in %         |
|--|----|--------------|-----------------|------------------|-----|--------------------|---------------------|
|  |    | 2/28/2023    | FY 2022-23      | FY 2023-24       | Inc | crease/(Decrease)  | Increase/(Decrease) |
| Revenue:                                     |    |              |                 |                  |     |                    |                     |
| Assessment fee - shared services             | \$ | 2,385,787    | \$<br>3,181,049 | \$<br>4,111,441  | \$  | 930,392            | 29.2%               |
| Assessment fee - common area                 |    | 3,067,822    | 4,090,429       | 4,643,321        |     | 552,892            | 13.5%               |
| Lease income                                 |    | 7,108,108    | 10,643,074      | 10,149,405       |     | (493 <i>,</i> 669) | -4.6%               |
| Expense reimbursements                       |    | 93,987       | 190,400         | 258,400          |     | 68,000             | 35.7%               |
| Other income - parking                       |    | 101,751      | 109,995         | 103,515          |     | (6 <i>,</i> 480)   | -5.9%               |
| Utility reimbursements                       |    | 78,854       | 172,829         | 96,784           |     | (76,045)           | -44.0%              |
| Other income                                 |    | 169,757      | 11,621          | 366,963          |     | 355,342            | 3057.8%             |
| Total revenue                                |    | 13,006,065   | 18,399,397      | 19,729,829       |     | 1,330,432          | 7.2%                |
| Expenses:                                    |    |              |                 |                  |     |                    |                     |
| Salaries and Benefits                        |    | 890,307      | 1,485,099       | 1,653,147        |     | 168,048            | 11.3%               |
| Overhead                                     |    | 433,134      | 742,550         | 826,574          |     | 84,024             | 11.3%               |
| Temp service                                 |    | -            | 150,000         | 200,000          |     | 50,000             | 33.3%               |
| Legal services                               |    | -            | 50,000          | 52,700           |     | 2,700              | 5.4%                |
| Other contractual services                   |    | 60,059       | 450,000         | 538,750          |     | 88,750             | 19.7%               |
| IT licenses, maintenance                     |    | 621,470      | 1,692,300       | 2,442,884        |     | 750,584            | 44.4%               |
| Audit/tax prep                               |    | 89,063       | 134,500         | 125,000          |     | (9 <i>,</i> 500)   | -7.19               |
| Supplies                                     |    | 35,794       | 147,000         | 167,000          |     | 20,000             | 13.6%               |
| Parking operation                            |    | -            | 350,682         | 350,682          |     | -                  | 0.0%                |
| Catering                                     |    | 5,903        | 130,000         | 30,000           |     | (100,000)          | -76.9%              |
| Other expenses                               |    | 96,861       | 440,000         | 300,600          |     | (139,400)          | -31.7%              |
| Furniture Replacement                        |    |              | -               | 262,500          |     | 262,500            | 100.0%              |
| Special Event Setups                         |    | 851          | 30,000          | 91,500           |     | 61,500             | 205.0%              |
| Insurance                                    |    | 54,893       | 65,000          | 84,066           |     | 19,066             | 29.3%               |
| Art related                                  |    | 19,625       | 75,000          | 150,000          |     | 75,000             | 100.0%              |
| Café Space Project                           |    | 12,523       | 150,000         | 200,000          |     | 50,000             | 33.3%               |
| Lease commission                             |    | _            | 500,000         | -                |     | (500,000)          | -100.09             |
| Cleaning Service                             |    | 1,548        | 15,000          | 20,000           |     | 5,000              | 33.3%               |
| Security                                     |    | -            | 50,000          | 52,500           |     | 2,500              | 5.0%                |
| Contractual services - CW                    |    | 6,547,788    | 9,083,191       | 10,069,429       |     | 986,238            | 10.9%               |
| Total expense                                |    | 8,869,819    | 15,740,322      | 17,617,332       |     | 1,877,010          | 11.9%               |
| Operating surplus/(deficit) before transfers |    | 4,136,246    | 2,659,075       | 2,112,496        |     | (546,579)          | -20.6%              |
| Transfers in/(out):                          |    |              |                 |                  |     |                    |                     |
| Transfer in from Operating Reserve           | \$ | -            | \$<br>-         | \$<br>13,858,105 | \$  | 13,858,105         | N/A                 |
| Transfer to BATA                             |    | (1,080,623)  | -               | -                |     | -                  | N/#                 |
| Transfer to BATA for FY17 Excess Assessment  |    | -            | -               | (255,718)        |     | (255,718)          | N//                 |
| Transfer to MTC for FY17 Excess Assessment   |    | -            | -               | (220,298)        |     | (220,298)          | N//                 |
| Transfer to Capital                          |    | -            | <br>(2,659,075) | <br>(15,494,586) |     | (12,835,511)       | 482.7%              |
| Total transfer                               |    | (1,080,623)  | (2,659,075)     | (2,112,497)      |     | 546,578            | -20.6%              |

## Bay Area Headquarters Authority (BAHA) FY 2023-24 Operating and Capital Budget

| Operating surplus/(deficit) | \$<br>3,055,623 \$ | - \$ | - \$ | - \$ |  |
|-----------------------------|--------------------|------|------|------|--|
|                             |                    |      |      |      |  |

# Bay Area Headquarters (BAHA) FY 2023-24 Operating and Capital Budget

| Actuals as of<br>Q2/28/2023         Adopted<br>FY 2022.23         Commercial<br>Operations         and Shared<br>Services         BAHA<br>Operating         Pri 2023.24           Revenue:         Assessment fee - shared services         \$ 2,385,787         \$ 3,181,049         \$<   |  |    |                 |                 | _  |                 |    |           |             |                  |
|--|--|----|-----------------|-----------------|----|-----------------|----|-----------|-------------|------------------|
| 02/28/2023         FY 2022-23         Operations         Services         Operating         FY 2023-24           Revenue:         Assessment fee - shared services         \$ 2,385,787         \$ 3,181,049         \$ -         \$ 4,111,441         \$ -         \$ 4,643,321         -         4,643,321           Assessment fee - common area         30,067,822         4,090,429         -         4,643,321         -         -         1,0149,005           Expenser eimbursements         7,088,108         10,643,01         -         -         258,400         78,88,400           Parking         101,751         109,995         103,515         -         -         96,784         -         -         96,784         -         -         96,784         -         -         96,784         -         -         96,784         -         -         96,784         -         -         96,784         -         -         96,784         -         -         96,784         -         -         96,784         -         -         96,784         -         -         96,784         -         -         96,784         -         -         96,784         -         -         96,784         -         0,000         1,653,347         -  |  | _  |                 |                 |    | Building and    |    |           |             |                  |
| Revenue:         S         2.385,787         S         3.181,049         S         4.111,441         S         5         4.111,441         S         4.463,221         4.643,221         5         4.111,441         S         S         4.417,282         5         4.113,305         10.335         10.143,305         10.335         10.143,305         10.335         10.143,305         10.335         10.1325  |  |    |                 | •               |    |                 | ě  |           |             |                  |
| Assessment fee - shared services         \$         2,385,787         \$         3,181,049         \$         -         \$         4,111,441         \$         -         \$         4,413,321           Lease income         7,108,010,6407         10,149,005         -         -         4,643,321         -         4,643,321           Expenser eimbursements         93,987         190,400         -         -         258,400         258,400           Parking         10,17,71         100,995         103,515         -         -         96,783           Other revenue         13,006,065         18,399,397         10,361,672         8,754,762         613,395         19,728,825           Expenses:         -         -         150,000         -         553,719         269,452         552,553         538,750         53,000         167,000         132,260         350,000         167,000         132,000 <td< th=""><th></th><th>02</th><th>2/28/2023</th><th>FY 2022-23</th><th></th><th>Operations</th><th></th><th>Services</th><th>Operating</th><th>FY 2023-24</th></td<> |  | 02 | 2/28/2023       | FY 2022-23      |    | Operations      |    | Services  | Operating   | FY 2023-24       |
| Assessment fee - common area         3,067,822         4,090,429         -         4,643,321         -         4,643,321           Lease income         7,108,108         10,643,074         10,149,405         -         -         10,149,405           Expense reimbursements         93,987         190,400         -         -         228,400         228,400         228,400         228,400         228,400         288,400         288,400         288,400         288,400         288,400         288,400         288,400         288,400         288,400         288,400         288,400         366,563         197,29,825         185,57,70         10,000,0100,000,000,000,000,000,000,000   |  |    |                 |                 |    |                 |    |           |             |                  |
| Less income         7,108,108         10,643,074         10,149,405         -         -         10,149,405           Expense reimbursements         93,987         100,009         103,515         -         -         96,784           Utility reimbursements         78,854         172,829         96,784         -         -         96,784           Other revenue         13,006,065         18,399,397         10,361,672         8,754,762         613,395         19,729,825           Expenses:         -         -         13,006,065         18,399,397         10,361,672         8,754,762         613,395         19,729,825           Coverhead         433,134         742,550         -         557,119         269,455         82,657,119         269,455         82,657,119         269,455         82,657,119         269,455         82,650         125,000         -         2,500         52,000         2,422,845         53,700         53,750         538,7   | Assessment fee - shared services             | \$ | 2,385,787       | \$<br>3,181,049 | \$ | -               | \$ | 4,111,441 | \$ -        | \$ 4,111,441     |
| Expense reinbursements         93.987         190.400         -         -         258.400         258.400           Parking         101,751         109.995         103,515         -         -         96,784           Other revenue         163,757         11,621         11,968         -         354,995         365,962           Expenses:         -         -         13,006,065         18,399,397         10,261,672         8,754,762         613,395         19,729,825           Expenses:         -         -         -         557,119         269,455         825,574           Overhead         433,134         742,550         -         557,119         269,455         825,575           Other contractual services         60,059         450,000         -         -         538,750         538,950         125,000         55,000         68,500         125,000         55,000 <td>Assessment fee - common area</td> <td></td> <td>3,067,822</td> <td>4,090,429</td> <td></td> <td>-</td> <td></td> <td>4,643,321</td> <td>-</td> <td>4,643,321</td>           | Assessment fee - common area                 |    | 3,067,822       | 4,090,429       |    | -               |    | 4,643,321 | -           | 4,643,321        |
| parking         101,751         109,995         103,515         -         -         103,515           Utility reimbursments         78,854         172,229         96,784         -         -         96,784           Other revenue         13,005,065         18,399,397         10,361,672         8,754,762         613,395         19,729,825           Expenses:         -         1,114,238         538,910         1,653,147           Overhead         433,134         742,550         -         557,119         26,945           Overhead         433,134         742,550         -         557,119         26,945         82,657           Tremp Services         -         150,000         -         100,000         100,000         200,000         2,442,848           Utility reinbursments         66,059         450,000         -         -         538,750 <t< td=""><td>Lease income</td><td></td><td>7,108,108</td><td>10,643,074</td><td></td><td>10,149,405</td><td></td><td>-</td><td>-</td><td>10,149,405</td></t<>                             | Lease income                                 |    | 7,108,108       | 10,643,074      |    | 10,149,405      |    | -         | -           | 10,149,405       |
| Utility reimbursements         78,854         172,829         96,784         -         96,784           Other revenue         13,006,055         18,399,307         11,621         11,968         -         354,995         366,963           Total revenue         13,006,055         18,399,307         10,361,672         8,754,762         613,395         19,729,825           Expenses:         -         1,114,238         538,910         1,653,147           Overhead         433,134         174,2550         -         557,119         269,455         82,65,710           Chern Service         -         50,000         -         -         538,750         52,700           Other contractual services         60,059         450,000         -         1,559,984         782,000         2,442,884           Audit/tax prep         89,063         134,500         -         132,000         35,000         125,000           Special Event Setups         96,861         440,000         -         132,000         35,062         125,000           Cher expenses         96,861         440,000         -         132,000         26,900         30,000         -         91,500         -         91,500           Special Event Se  | Expense reimbursements                       |    | 93,987          | 190,400         |    | -               |    | -         | 258,400     | 258 <i>,</i> 400 |
| Other revenue         169,757         11,621         11,968         -         354,995         366,963           Total revenue         13,006,065         18,399,397         10,361,672         8,754,762         613,395         19,728,825           Expense:         -         -         1,114,238         538,910         1,653,147           Overhead         433,134         742,550         -         557,119         269,455         826,574           Legal services         -         150,000         -         100,000         100,000         200,000           Cotre contractual services         60,059         450,000         -         -         538,750         538,950         167,000         152,000         55,000         <  | Parking                                      |    | 101,751         | 109,995         |    | 103,515         |    | -         | -           | 103,515          |
| Total revenue         13,006,065         18,399,397         10,361,672         8,754,762         613,395         19,729,825           Expenses:         Salaries and Benefits         890,307         1,485,099         -         1,114,238         538,010         1,653,447           Overhead         433,134         742,550         -         557,119         269,455         826,573           Temp Service         -         50,000         -         250         52,450         527,000           Legal services         60,059         450,000         -         1,559,984         782,900         2,442,884           Audit/tax prep         89,063         134,500         -         56,500         68,500         125,000           Supplies         35,794         147,000         -         132,000         350,082         320,082         -         30,000         166,700           Parking operation         -         350,682         320,682         -         30,000         166,820         30,000         -         91,500         -         91,500         -         91,500         30,000         -         91,500         -         91,500         -         91,500         -         91,500,500         -         -   | Utility reimbursements                       |    | 78,854          | 172,829         |    | 96 <i>,</i> 784 |    | -         | -           | 96 <i>,</i> 784  |
| Expenses:         Salaries and Benefits         890,307         1,485,099         -         1,114,238         538,910         1,653,147           Overhead         433,134         742,550         -         557,119         269,455         826,574           Temp Services         -         150,000         -         100,000         100,000         200,000           Correct         -         50,000         -         -         538,750         535,000         132,000         35,000         167,000         300,000         350,000         167,000         300,000         350,000         166,000         300,000         350,000         166,000         300,000         350,000         166,000         300,000         191,500         -         91,500         300,000         150,000         150,000         150,000         150,000         150,000         150,000         150,000         100,064,231         100,064,2  | Other revenue                                |    | 169,757         | 11,621          |    | 11,968          |    | -         | 354,995     | 366,963          |
| Salaries and Benefits         890,307         1,485,099         -         1,114,238         538,910         1,653,147           Overhead         433,134         774,2550         -         557,119         269,455         826,574           Termp Service         -         150,000         -         000,000         100,000         200,000           Legal services         60,059         450,000         -         -         538,750         538,750           Th licenses, maintenance         621,470         1,692,900         -         132,000         35,000         167,000           Supplies         35,794         147,000         -         132,250         68,500         125,000           Parking operation         -         350,682         320,682         -         300,000         350,000         30,000         30,000         30,000         30,000         30,000         165,000         484,066         84,066 <td>Total revenue</td> <td></td> <td>13,006,065</td> <td>18,399,397</td> <td></td> <td>10,361,672</td> <td></td> <td>8,754,762</td> <td>613,395</td> <td>19,729,829</td>       | Total revenue                                |    | 13,006,065      | 18,399,397      |    | 10,361,672      |    | 8,754,762 | 613,395     | 19,729,829       |
| Overhead         433,134         742,550         -         557,119         269,455         826,574           Temp Services         -         150,000         -         100,000         100,000         200,000           Uter contractual services         60,059         450,000         -         -         538,750         538,750           Other contractual services         60,059         450,000         -         -         538,750         538,750           Uter contractual services         621,470         1,692,300         -         1,659,984         782,900         2,442,884           Audit/tax prep         835,794         147,000         -         132,000         350,082           Catering         5,903         130,000         -         50,000         25,000         30,000           Other expenses         96,861         440,000         -         132,350         168,250         30,000           Insurance         54,893         65,000         -         -         84,066         84,066           Furniture Replacement         -         -         262,500         -         -         150,000         150,000           Catering         1,548         150,000         -         -   | Expenses:                                    |    |                 |                 |    |                 |    |           |             |                  |
| Temp Service       -       150,000       -       100,000       100,000       200,000         Legal services       -       50,000       -       250       52,450       52,700         Other contractual services       60,059       450,000       -       56,500       68,500       2442,884         Audit/tax prep       89,063       134,500       -       56,500       68,500       125,000         Parking operation       -       350,682       320,682       -       30,000       350,063         Catering       5,903       130,000       -       5,000       25,000       300,000         Other contractual services       96,861       440,000       -       132,350       168,250       300,662         Other expenses       96,861       440,000       -       132,350       168,250       300,000         Insurance       54,893       65,000       -       -       84,066       84,066         Furniture Replacement       -       -       262,500       -       -       -       -         Janitorial       1,548       150,000       -       -       -       -       -       -       -       -       -       - <td< td=""><td>Salaries and Benefits</td><td></td><td>890,307</td><td>1,485,099</td><td></td><td>-</td><td></td><td>1,114,238</td><td>538,910</td><td>1,653,147</td></td<>   | Salaries and Benefits                        |    | 890,307         | 1,485,099       |    | -               |    | 1,114,238 | 538,910     | 1,653,147        |
| Legal services         -         50,000         -         250         52,450         52,700           Other contractual services         60,059         450,000         -         -         538,750         530,000         55,000         55,000         55,000         55,000         56,000         56,000         56,000         56,000         56,000         52,500         52,500         52,500         52,500         52,500         52,500         52,500         52,500         52,500         52,500         52,500         52,50  | Overhead                                     |    | 433,134         | 742,550         |    | -               |    | 557,119   | 269,455     | 826 <i>,</i> 574 |
| Other contractual services         60,059         450,000         -         -         538,750         538,750           IT licenses, maintenance         621,470         1,659,300         -         1,659,984         782,900         2,442,884           Audit/tax prep         89,063         134,500         -         56,500         68,500         125,000           Supplies         35,774         147,000         -         322,002         35,000         350,062           Parking operation         -         350,682         320,682         -         30,000         350,063         300,000           Other expenses         96,861         440,000         -         122,300         168,250         300,600         300,000         -         91,500         -         91,500         168,250         300,600         -         182,300         -         91,500         150,000         -         262,500         150,000         150,000         150,000         150,000         150,000         200,000         200,000         200,000         25,500         52,500         52,500         52,500         52,500         52,500         52,500         52,500         52,500         52,500         52,500         52,500         52,500         52,500  | Temp Service                                 |    | -               | 150,000         |    | -               |    | 100,000   | 100,000     | 200,000          |
| IT licenses, maintenance       621,470       1,692,300       -       1,659,984       782,900       2,442,884         Audit/tax prep       89,063       134,500       -       56,500       66,500       125,000         Supplies       35,794       147,000       -       132,000       35,000       167,000         Parking operation       -       35,682       320,682       -       30,000       350,682         Catering       5,903       130,000       -       132,350       168,250       300,000         Other expenses       96,861       440,000       -       132,350       168,250       300,000         Insurance       54,893       65,000       -       -       84,066       84,066         Furniture Replacement       -       -       262,500       -       -       150,000       150,000       - </td <td>Legal services</td> <td></td> <td>-</td> <td>50,000</td> <td></td> <td>-</td> <td></td> <td>250</td> <td>52,450</td> <td>52,700</td>   | Legal services                               |    | -               | 50,000          |    | -               |    | 250       | 52,450      | 52,700           |
| Audit/tax prep         89,063         134,500         -         56,500         68,500         125,000           Supplies         35,794         147,000         -         132,000         35,000         167,000           Parking operation         -         350,682         -         30,000         350,082         -         30,000         350,082           Catering         5,903         130,000         -         5,000         25,000         300,000           Other expenses         96,861         440,000         -         132,350         168,250         300,000           Insurance         54,893         65,000         -         -         84,066         84,066           Furniture Replacement         -         -         262,500         -         150,000           Caté Space Project         12,523         150,000         -         -         -         -           Utility         -         -         -         -         -         -         -           Janitorial         1,548         15,000         -         -         20,000         20,000         20,000         20,000         20,000         20,000         20,000         22,500         5,25,00   | Other contractual services                   |    | 60,059          | 450,000         |    | -               |    | -         | 538,750     | 538,750          |
| Supplies         35,794         147,000         -         132,000         35,000         167,000           Parking operation         -         350,682         320,682         -         30,000         350,682           Catering         5,903         130,000         -         5,000         25,000         30,000           Other expenses         96,861         440,000         -         132,350         168,250         30,000           Special Event Setups         851         30,000         -         91,500         -         91,500           Insurance         54,893         65,000         -         -         84,066         84,066           Furniture Replacement         -         -         -         262,500         200,000         200,000           Café Space Project         12,523         150,000         - <td< td=""><td>IT licenses, maintenance</td><td></td><td>621,470</td><td>1,692,300</td><td></td><td>-</td><td></td><td>1,659,984</td><td>782,900</td><td>2,442,884</td></td<>  | IT licenses, maintenance                     |    | 621,470         | 1,692,300       |    | -               |    | 1,659,984 | 782,900     | 2,442,884        |
| Parking operation         -         350,682         320,682         -         30,000         350,682           Catering         5,903         130,000         -         5,000         25,000         300,000           Other expenses         96,861         440,000         -         132,350         168,250         300,600           Special Event Setups         851         30,000         -         91,500         -         91,500           Insurance         54,893         65,000         -         -         84,066         84,066           Furniture Replacement         -         262,500         -         262,500         262,000         260,000         200,000         260,000         266,000         262,500         262,500         200,000         200,000         200,000         200,000         262,500         200,000         200,000         26,000 <td>Audit/tax prep</td> <td></td> <td>89<i>,</i>063</td> <td>134,500</td> <td></td> <td>-</td> <td></td> <td>56,500</td> <td>68,500</td> <td>125,000</td>                       | Audit/tax prep                               |    | 89 <i>,</i> 063 | 134,500         |    | -               |    | 56,500    | 68,500      | 125,000          |
| Catering         5,903         130,000         -         5,000         25,000         30,000           Other expenses         96,861         440,000         -         132,350         168,250         300,600           Special Event Setups         851         30,000         -         91,500         -         91,500           Insurance         54,893         65,000         -         -         84,066         84,066           Furniture Replacement         -         -         262,500         -         -         200,000   | Supplies                                     |    | 35,794          | 147,000         |    | -               |    | 132,000   | 35,000      | 167,000          |
| Other expenses         96,861         440,000         -         132,350         168,250         300,600           Special Event Setups         851         30,000         -         91,500         -         91,500           Insurance         54,893         65,000         -         -         84,066         84,060           Furniture Replacement         262,500         -         150,000         150,000         262,500           Art Related         19,625         75,000         -         -         150,000         260,000           Lease commission         -         500,000         -   | Parking operation                            |    | -               | 350,682         |    | 320,682         |    | -         | 30,000      | 350,682          |
| Special Event Setups         851         30,000         -         91,500         -         91,500           Insurance         54,893         65,000         -         -         84,066         84,066           Furniture Replacement         19,625         75,000         -         -         150,000         262,500           Art Related         19,625         75,000         -         -         200,000         200,000           Lease commission         -         500,000         -<  | Catering                                     |    | 5,903           | 130,000         |    | -               |    | 5,000     | 25,000      | 30,000           |
| Insurance         54,893         65,000         -         -         84,066         84,066           Furniture Replacement         19,625         75,000         -         -         150,000         150,000           Café Space Project         12,523         150,000         -         -         200,000         200,000           Lease commission         -         500,000         -   | Other expenses                               |    | 96,861          | 440,000         |    | -               |    | 132,350   | 168,250     | 300,600          |
| Furniture Replacement       262,500       262,500         Art Related       19,625       75,000       -       -       150,000       150,000         Café Space Project       12,523       150,000       -       -       200,000       200,000         Lease commission       -       500,000       -       <   | Special Event Setups                         |    | 851             | 30,000          |    | -               |    | 91,500    | -           | 91,500           |
| Art Related       19,625       75,000       -       -       150,000         Café Space Project       12,523       150,000       -       -       200,000         Lease commission       -       500,000       -       -       -       -         Janitorial       1,548       15,000       -       -       -       -       -         Janitorial       1,548       15,000       -       -       20,000       20,000         Security       -       -       -       20,000       20,000       20,000         Contractual services - CW       6,547,788       9,083,191       5,426,108       4,643,321       -       10,069,429         Total expense w/o depreciation       8,869,819       15,740,322       5,746,790       8,754,762       3,115,780       17,617,332         Operating surplus/(deficit) before transfers       4,136,246       2,659,075       4,614,882       -       (2,502,385)       2,112,496         Transfer in from Operating Reserve       - <td>Insurance</td> <td></td> <td>54,893</td> <td>65,000</td> <td></td> <td>-</td> <td></td> <td>-</td> <td>84,066</td> <td>84,066</td>  | Insurance                                    |    | 54,893          | 65,000          |    | -               |    | -         | 84,066      | 84,066           |
| Café Space Project       12,523       150,000       -       -       200,000         Lease commission       -       500,000       -       -       -       -         Janitorial       1,548       15,000       -       -       20,000       20,000         Security       - <t< td=""><td>Furniture Replacement</td><td></td><td></td><td></td><td></td><td></td><td></td><td>262,500</td><td></td><td>262,500</td></t<>   | Furniture Replacement                        |    |                 |                 |    |                 |    | 262,500   |             | 262,500          |
| Lease commission       -       500,000       -       -       -       -         Utility       -       -       -       -       -       -       -         Janitorial       1,548       15,000       -       -       20,000       20,000         Security       50,000       -       -       52,500       52,500         Contractual services - CW       6,547,788       9,083,191       5,426,108       4,643,321       -       10,069,429         Total expense w/o depreciation       8,869,819       15,740,322       5,746,790       8,754,762       3,115,780       17,617,332         Operating surplus/(deficit) before transfers       4,136,246       2,659,075       4,614,882       -       (2,502,385)       2,112,496         Transfer in from Operating Reserve       13,858,105       13,858,105       13,858,105       13,858,105       13,858,105         Transfer to BATA       (1,080,623)       -       -       -       -       -       -         Transfer to Capital Reserve       -       (2,659,075)       -       -       (255,718)       (255,718)         Transfer to Capital Reserve       -       (2,659,075)       -       -       (15,494,586)       (15,494,586) <td>Art Related</td> <td></td> <td>19,625</td> <td>75,000</td> <td></td> <td>-</td> <td></td> <td>-</td> <td>150,000</td> <td>150,000</td>  | Art Related                                  |    | 19,625          | 75,000          |    | -               |    | -         | 150,000     | 150,000          |
| Utility       -       -       -       -       -       -         Janitorial       1,548       15,000       -       -       20,000       20,000         Security       50,000       -       -       52,500       52,500       52,500         Contractual services - CW       6,547,788       9,083,191       5,426,108       4,643,321       -       10,069,429         Total expense w/o depreciation       8,869,819       15,740,322       5,746,790       8,754,762       3,115,780       17,617,332         Operating surplus/(deficit) before transfers       4,136,246       2,659,075       4,614,882       -       (2,502,385)       2,112,496         Transfers In/(Out)       ransfer to BATA       (1,080,623)       -   | Café Space Project                           |    | 12,523          | 150,000         |    | -               |    | -         | 200,000     | 200,000          |
| Janitorial       1,548       15,000       -       -       20,000       20,000         Security       50,000       -       -       52,500       52,500         Contractual services - CW       6,547,788       9,083,191       5,426,108       4,643,321       -       10,069,429         Total expense w/o depreciation       8,869,819       15,740,322       5,746,790       8,754,762       3,115,780       17,617,332         Operating surplus/(deficit) before transfers       4,136,246       2,659,075       4,614,882       -       (2,502,385)       2,112,496         Transfers In/(Out)       ransfer to BATA       (1,080,623)       -<   | Lease commission                             |    | -               | 500,000         |    | -               |    | -         |             | -                |
| Security         50,000         -         -         52,500         52,500           Contractual services - CW         6,547,788         9,083,191         5,426,108         4,643,321         -         10,069,429           Total expense w/o depreciation         8,869,819         15,740,322         5,746,790         8,754,762         3,115,780         17,617,332           Operating surplus/(deficit) before transfers         4,136,246         2,659,075         4,614,882         -         (2,502,385)         2,112,496           Transfers In/(Out)         Transfer to BATA         (1,080,623)         -   | Utility                                      |    |                 | -               |    | -               |    | -         | -           | -                |
| Contractual services - CW       6,547,788       9,083,191       5,426,108       4,643,321       -       10,069,429         Total expense w/o depreciation       8,869,819       15,740,322       5,746,790       8,754,762       3,115,780       17,617,332         Operating surplus/(deficit) before transfers       4,136,246       2,659,075       4,614,882       -       (2,502,385)       2,112,496         Transfers In/(Out)       Transfer to BATA       (1,080,623)       - <td>Janitorial</td> <td></td> <td>1,548</td> <td>15,000</td> <td></td> <td>-</td> <td></td> <td>-</td> <td>20,000</td> <td>20,000</td>  | Janitorial                                   |    | 1,548           | 15,000          |    | -               |    | -         | 20,000      | 20,000           |
| Total expense w/o depreciation       8,869,819       15,740,322       5,746,790       8,754,762       3,115,780       17,617,332         Operating surplus/(deficit) before transfers       4,136,246       2,659,075       4,614,882       -       (2,502,385)       2,112,496         Transfers In/(Out)       Transfer in from Operating Reserve       13,858,105       13,858,105       13,858,105         Transfer to BATA       (1,080,623)       -       -       -       -         Transfer to MTC for FY17 Excess Assessment       -       -       -       -       -         Transfer to Capital Reserve       -       (2,659,075)       -       -       (15,494,586)       (15,494,586)         Total transfers       (1,080,623)       (2,659,075)       -       -       -       -         Total transfers       (1,080,623)       (2,659,075)       -       -       (15,494,586)       (15,494,586)         Total transfers       (1,080,623)       (2,659,075)       -       -       (2,112,497)       (2,112,497)   | Security                                     |    |                 | 50,000          |    | -               |    | -         | 52,500      | 52 <i>,</i> 500  |
| Total expense w/o depreciation       8,869,819       15,740,322       5,746,790       8,754,762       3,115,780       17,617,332         Operating surplus/(deficit) before transfers       4,136,246       2,659,075       4,614,882       -       (2,502,385)       2,112,496         Transfers In/(Out)       Transfer to BATA       (1,080,623)       -       -       -       -         Transfer to BATA for FY17 Excess Assessment       -       -       -       -       -       -         Transfer to Capital Reserve       -       (2,659,075)       -       -       (255,718)       (255,718)         Transfer to Capital Reserve       -       (2,659,075)       -       -       (15,494,586)       (15,494,586)         Total transfers       (1,080,623)       (2,659,075)       -       -       (2,112,497)       (2,112,497)  | Contractual services - CW                    |    | 6,547,788       | 9,083,191       |    | 5,426,108       |    | 4,643,321 | -           | 10,069,429       |
| Transfers In/(Out)         Transfer in from Operating Reserve         Transfer to BATA         Transfer to BATA for FY17 Excess Assessment         Transfer to MTC for FY17 Excess Assessment         Transfer to Capital Reserve         Transfer to Capital Reserve         Transfers         (1,080,623)         -         <  | Total expense w/o depreciation               |    |                 |                 |    |                 |    |           | 3,115,780   | 17,617,332       |
| Transfer in from Operating Reserve       13,858,105       13,858,105         Transfer to BATA       (1,080,623)       -       -       -         Transfer to BATA for FY17 Excess Assessment       -       -       -       -         Transfer to MTC for FY17 Excess Assessment       -       (220,298)       (220,298)       (220,298)         Transfer to Capital Reserve       -       (1,080,623)       -       -       (15,494,586)       (15,494,586)         Total transfers       (1,080,623)       (2,659,075)       -       -       (2,112,497)       (2,112,497)   | Operating surplus/(deficit) before transfers |    | 4,136,246       | 2,659,075       |    | 4,614,882       |    | -         | (2,502,385) | 2,112,496        |
| Transfer to BATA       (1,080,623)       -   | Transfers In/(Out)                           |    |                 |                 |    |                 |    |           |             |                  |
| Transfer to BATA       (1,080,623)       -   |  |    |                 |                 |    |                 |    |           | 13,858,105  | 13,858,105       |
| Transfer to BATA for FY17 Excess Assessment       -       -       -       (255,718)       (255,718)         Transfer to MTC for FY17 Excess Assessment       (220,298)       (220,298)       (220,298)         Transfer to Capital Reserve       -       (2,659,075)       -       -       (15,494,586)       (15,494,586)         Total transfers       (1,080,623)       (2,659,075)       -       -       (2,112,497)       (2,112,497)   |  |    | (1,080,623)     |                 |    | -               |    | -         | -           | -                |
| Transfer to MTC for FY17 Excess Assessment       (220,298)       (220,298)         Transfer to Capital Reserve       -       (2,659,075)       -       -       (15,494,586)       (15,494,586)         Total transfers       (1,080,623)       (2,659,075)       -       -       (2,112,497)       (2,112,497)   | Transfer to BATA for FY17 Excess Assessment  |    |                 | -               |    | -               |    | -         | (255,718)   | (255,718)        |
| Transfer to Capital Reserve       -       (2,659,075)       -       -       (15,494,586)       (15,494,586)         Total transfers       (1,080,623)       (2,659,075)       -       -       (2,112,497)       (2,112,497)  |  |    |                 |                 |    |                 |    |           |             | (220,298)        |
| Total transfers (1,080,623) (2,659,075) (2,112,497) (2,112,497)  |  |    | -               | (2,659,075)     |    | -               |    | -         |             | (15,494,586)     |
| Total Operating Surplus / (Deficit) 3 055 623 - 4 614 882 - (4 614 882) -  | -  |    | (1,080,623)     |                 | _  | -               |    | -         |             | (2,112,497)      |
|  | Total Operating Surplus/(Deficit)            |    | 3,055,623       | <br>            | -  | 4,614,882       |    | _         | (4,614,882) |                  |

BAHA Resol Date: Jı W.I.: 911 Attachment A

| Distribution of Condo Area Fees |    |           |    |            |    |           |  |  |  |
|---------------------------------|----|-----------|----|------------|----|-----------|--|--|--|
| Common                          |    |           |    |            |    |           |  |  |  |
| Area                            | F  | Y 2022-23 |    | FY 2023-24 |    | Change \$ |  |  |  |
| BAAQMD                          | \$ | 1,856,236 | \$ | 2,107,138  | \$ | 250,902   |  |  |  |
| ABAG*                           |    | 98,432    |    | 221,556    | \$ | 123,124   |  |  |  |
| BATA/MTC                        |    | 2,135,761 |    | 2,314,627  |    | 178,866   |  |  |  |
| Total                           | \$ | 4,090,429 | \$ | 4,643,321  | \$ | 552,892   |  |  |  |
| Shared                          |    |           |    |            |    |           |  |  |  |
| Services                        |    |           |    |            |    |           |  |  |  |
| BAAQMD                          | \$ | 1,443,560 | \$ | 1,865,772  | \$ | 422,212   |  |  |  |
| ABAG                            |    | 287,567   |    | 186,822    | \$ | (100,745) |  |  |  |
| BATA/MTC                        |    | 1,449,922 |    | 2,058,847  |    | 608,925   |  |  |  |
| Total                           | \$ | 3,181,049 | \$ | 4,111,441  | \$ | 930,392   |  |  |  |
|                                 |    |           |    |            |    |           |  |  |  |
| Grand Total                     | \$ | 7,271,478 | \$ | 8,754,762  | \$ | 1,483,284 |  |  |  |

\* Max ABAG assessment fee for FY 2022-24 is \$408,378 based on CC&R Section 2.01(h)(6). Per MTC Commission approval on December 15, 2021, ABAG shared services are paid by MTC and ABAG will pay all Common Area assessments.

|                                 | RSF                             |         |
|---------------------------------|---------------------------------|---------|
| MTC/BATA                        | 96,257                          | 45.58%  |
| BAAQMD                          | 95,834                          | 45.38%  |
| ABAG                            | 19,091                          | 9.04%   |
|                                 |                                 |         |
|                                 | 211,182 **                      | 100.00% |
| 375 Condo Sq. Ft                |                                 |         |
| 375 Beale Condo                 | 211,182 **                      | 42.67%  |
| BAHA Commercial                 | 283,774                         | 57.33%  |
| Total CC&R Sq. Ft.              | 494,956                         | 100.00% |
|                                 |                                 |         |
| ** Agency Space RSF from CC&R E | xhibit B and 15,600 RSF for 1st | floor   |

| Building Development Budget FY 2023-24           |    | LTD Budget    |    | LTD Actual   |    | aining Budget | Additions  | Total LTD Budget  |
|--|----|---------------|----|--------------|----|---------------|------------|-------------------|
| Sources  | In | ru FY 2022-23 | As | of 2/28/2023 | As | of 2/28/2023  | FY 2023-24 | Thru FY 2023-24   |
| Insurance proceeds                               | \$ | 1,817,087     | \$ | 1,284,457    | \$ | 532,630       | \$<br>-    | \$<br>1,817,087   |
| Transfer in from MTC                             | •  | 801,160       | ·  | 801,160      |    | ,<br>_        | -          | 801,160           |
| Transfer in from SAFE                            |    | 112,910       |    | 112,910      |    | -             | -          | 112,910           |
| Purchase from ABAG                               |    | 1,600,000     |    | 5,015,497    |    | (3,415,497)   | -          | 1,600,000         |
| Purchase from Air District                       |    | 34,000,000    |    | 29,684,243   |    | 4,315,757     | -          | 34,000,000        |
| Reimbursement from PG&E                          |    | 54,601        |    | 54,601       |    | -             | -          | 54,601            |
| TFCA Grant                                       |    | 82,000        |    | 82,000       |    | -             | -          | 82,000            |
| Grant Local Match from MTC/BATA                  |    | 119,000       |    | 119,000      |    | -             | -          | 119,000           |
| Grant Local Match from Air District              |    | 150,000       |    | 150,000      |    | -             | -          | 150,000           |
| Capital Contribution (BATA), SPANs & staff costs |    | 285,356,009   |    | 285,356,009  |    | -             | -          | 285,356,009       |
| Interest Revenue                                 |    | -             |    | 325,858      |    | (325,858)     | -          | -                 |
| Reimbursement for Capital Expenditure            |    | -             |    | 1,156,132    |    | (1,156,132)   | -          | -                 |
| Miscellaneous                                    |    | -             |    | 640,127      |    | (640,127)     | -          | -                 |
| Transfer in from BAHA Operation                  |    | 290,781       |    | 245,634      |    | 45,147        | -          | 290,781           |
| Total Transfer In                                | \$ | 324,383,548   | \$ | 325,027,628  | \$ | (644,080)     | \$<br>-    | \$<br>324,383,548 |
| Uses   |    |               |    |              |    |               |            |                   |
| Purchase Building                                | \$ | 93,000,000    | \$ | 93,000,000   | \$ | -             | \$<br>-    | \$<br>93,000,000  |
| Building Development                             |    | 154,207,882   |    | 154,127,400  |    | 80,482        | -          | 154,207,882       |
| Insurance  |    | 573,017       |    | 573,317      |    | (300)         | -          | 573,017           |
| Furniture, Fixtures, Equipment                   |    | 15,000,000    |    | 15,000,000   |    | -             | -          | 15,000,000        |
| 12V Feed   |    | 307,606       |    | 307,606      |    | -             | -          | 307,606           |
| EV Charging Station                              |    | 351,000       |    | 340,324      |    | 10,676        | -          | 351,000           |
| Staff Costs                                      |    | 8,404,890     |    | 8,290,594    |    | 114,296       | -          | 8,404,890         |
| Transfer Out                                     |    | 400,000       |    | -            |    | 400,000       | -          | 400,000           |
| Total Usage                                      | \$ | 272,244,395   | \$ | 271,639,241  | \$ | 605,154       | \$<br>-    | \$<br>272,244,395 |
| LTD Actual & Encumbrances as of Feb. 2023        |    |               |    |              |    |               |            |                   |
| Remaining Balance                                |    |               |    | 53,388,387   |    |               |            |                   |
| Evenes Revenue Transferred to Comm Dev Fund      |    | E2 120 1E2    |    |              |    | (1 240 224)   |            |                   |

(1,288,160)

-

 Excess Revenue Transferred to Comm Dev Fund
 52,139,153
 53,388,387
 (1,249,234)

-

Net Surplus/(Deficit)

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#### Commercial Development Fund Life To Date thru FY 2023-24

| Program # Budget |                                     | LTD Budget<br>Thru FY 2022-23 | LTD Actual<br>As of 2/28/2023 | Remaining Budget<br>As of 2/28/2023 | Tenant<br>Improvements | FY 2023-24<br>Commissions | Total | LTD Budget<br>FY 2023-24 |
|------------------|-------------------------------------|-------------------------------|-------------------------------|-------------------------------------|------------------------|---------------------------|-------|--------------------------|
| 9143             | Transfer In                         | \$ 52,139,153                 | \$ 53,388,387                 | \$ (1,249,234)                      | \$-                    | \$-\$                     | -     | \$ 52,139,153            |
| 9140             | Ada's Café                          | 465,454                       | 279,174                       | 186,280                             | -                      | -                         | -     | 465,454                  |
| 9141             | BCDC                                | 7,016,736                     | 881,145                       | 6,135,591                           | -                      | -                         | -     | 7,016,736                |
| 9142             | Cubic Reimbursement for TI          | 562,648                       | 527,972                       | 34,676                              |                        |                           |       | 562,648                  |
| 9144             | Air District                        | 3,000,000                     | 3,000,000                     | -                                   | -                      | -                         | -     | 3,000,000                |
|                  |                                     | 63,183,991                    | 58,076,678                    | 5,107,313                           | -                      | -                         | -     | 63,183,991               |
| 9135             | T.I. Rutherford and Chekene         | 1,235,930                     | 599,726                       | 636,204                             | -                      | -                         | -     | 1,235,930                |
| 9136             | Conduent (Xerox)                    | 110,975                       | 110,975                       | -                                   | -                      | -                         | -     | 110,975                  |
| 9137             | T.I. Degenkolb                      | 2,287,410                     | 2,287,410                     | -                                   | -                      | -                         | -     | 2,287,410                |
| 9138             | T.I. Twilio                         | 10,178,398                    | 10,178,398                    | -                                   | -                      | -                         | -     | 10,178,398               |
| 9139             | Engineering/Architectural           | 350,000                       | 217,129                       | 132,871                             | -                      | -                         | -     | 350,000                  |
| 9140             | T.I. Ada's Café                     | 465,454                       | 279,174                       | 186,280                             | -                      | -                         | -     | 465,454                  |
| 9141             | BCDC                                | 7,016,736                     | 881,145                       | 6,135,591                           | -                      | -                         | -     | 7,016,736                |
| 9142             | Cubic                               | 562,648                       | 527,972                       | 34,676                              | -                      | -                         | -     | 562,648                  |
| 9144             | Temazcal                            | 5,049,886                     | 4,643,447                     | 406,439                             | -                      | -                         | -     | 5,049,886                |
|                  | Total Tenant Improvements           | 27,257,437                    | 19,725,376                    | 7,532,061                           | -                      | -                         | -     | 27,257,437               |
| 9143             | Marketing                           | 35,926,554                    | 38,351,302                    | 12,639,374                          |                        |                           | -     | 35,926,554               |
|                  | Transfer Out - Building Improvement | 2,500,000                     |                               | 2,500,000                           | -                      | -                         | -     | 2,500,000                |
|                  | Net                                 | \$ 33,426,554                 | \$ 38,351,302                 | \$ 15,139,374                       | \$ -                   | \$ - \$                   | -     | \$ 33,426,554            |

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#### Building Improvement Fund Life-To-Date (LTD) thru FY 2023-24

| Program | # Budget                           | TD Budget<br>ru FY 2022-23 | LTD Actuals<br>of 3/31/2023 | naining Budget<br>of 4/17/2023 | Draft<br>FY 2023-24 | LTD Budget<br>hru FY 23-24 |
|---------|------------------------------------|----------------------------|-----------------------------|--------------------------------|---------------------|----------------------------|
|         | Transfer In                        | \$<br>7,188,075            | \$<br>7,188,075             | \$<br>5,173,009                | \$<br>15,494,586    | \$<br>22,682,661           |
|         | In-House Improvement Project       |                            |                             |                                |                     |                            |
| 9160    | IT Improvement Project             | \$<br>1,644,000            | \$<br>640,168               | \$<br>1,003,832                | \$<br>1,655,000     | \$<br>3,299,000            |
| 9161    | Agency Space Modification          | 950,000                    | 12,196                      | 937,804                        | 6,750,000           | 7,700,000                  |
| 9162    | Agency Infrastructure Improvement  | 520,000                    | 144,749                     | 375,251                        | 2,550,000           | 3,070,000                  |
| 9163    | Level 1 Public Space Modifications | 1,411,000                  | 20,376                      | 1,390,624                      | -                   | 1,411,000                  |
|         | Total In-House Project             | \$<br>4,525,000            | \$<br>817,489               | \$<br>3,707,511                | \$<br>10,955,000    | \$<br>15,480,000           |
|         | CW Improvement Project             |                            |                             |                                |                     |                            |
| 9180    | AHUs1-4 Eyebrow Install            | \$<br>860,000              | \$<br>203,500               | \$<br>656,500                  |                     | \$<br>860,000              |
| 9181    | Building Improvement               | 3,185,000                  | 994,077                     | 2,190,923                      | 2,407,660           | 5,592,660                  |
|         | Total CW Project                   | \$<br>4,045,000            | \$<br>1,197,577             | \$<br>2,847,423                | \$<br>2,407,660     | \$<br>6,452,660            |
|         | Total Building Improvement Budget  | \$<br>8,570,000            | \$<br>2,015,066             | \$<br>6,554,934                | \$<br>13,362,660    | \$<br>21,932,660           |
|         | Lease Commissions                  | \$<br>-                    | \$<br>-                     | \$<br>-                        | \$<br>750,000       | \$<br>750,000              |
|         | Net                                | \$<br>(1,381,925)          | \$<br>5,173,009             | \$<br>1,381,925                | \$<br>1,381,925     | \$<br>-                    |