

**City and County of San Francisco
Municipal Transportation Agency
One South Van Ness Ave., 7th Floor
San Francisco, California 94103**

Tenth Amendment

Contract No. SFMTA-2016-17 (FTA)

THIS TENTH AMENDMENT (Amendment) is made as of _____, in San Francisco, California, by and between **Transdev Services, Inc.** (Contractor), and the City and County of San Francisco, a municipal corporation (City), acting by and through its Municipal Transportation Agency (SFMTA).

Recitals

- A. City and Contractor have entered into the Agreement (as defined below).
- B. On July 1, 2016, City and Contractor entered into a Paratransit Broker and Operating Agreement (the Agreement), with a term of five years, and an option to extend the term for an additional five years.
- C. On April 30, 2017, the parties executed the First Amendment to the Agreement (1) to delete Section 10.8 (Health Care Accountability Ordinance); (2) to add clauses that were inadvertently omitted from Appendix D to the Agreement and (3) to correct Exhibit E by retitling it Appendix E and correcting the SBE goal.
- D. On May 25, 2017, the parties executed the Second Amendment to the Agreement (1) to provide for the City to lease to Contractor 22 additional accessible minivans and 27 additional paratransit vans for use in the SF Access Program; (2) to eliminate references to mandatory subleasing of the Vehicles and (3) to eliminate references to lease payments.
- E. On June 1, 2017, the parties executed the Third Amendment to the Agreement to amend Appendix B to the Agreement to reflect the changes in the budget due to the expanded level of service provided by the Contractor in the Group Van Program.
- F. On May 16, 2019, the parties executed the Fourth Amendment to the Agreement to provide for the City to lease to Contractor 8 additional paratransit vans and 10 additional hybrid sedans for use in the SF Access and Group Van Program.
- G. On February 6, 2020, the parties executed the Fifth Amendment to the Agreement to provide for the City to lease to Contractor 35 additional paratransit vans for use in the SF Access and Group Van Program.
- H. On June 23, 2021, the parties executed the Sixth Amendment to amend the Agreement to exercise the option to extend the contract for an additional five- year period, increasing the Agreement amount by \$165,368,919, to a total not to exceed \$308,271,023, and for a term beginning July 1, 2021, and ending June 30, 2026.

- I. On April 1, 2022, the parties executed the Seventh Amendment to the Agreement to provide for the City to lease to Contractor 22 additional paratransit vans for use in the SF Access and Group Van Programs.
- J. On January 1, 2024, the parties executed the Eighth Amendment to the Agreement to provide for the City to lease to Contractor 7 additional paratransit vans for use in the SF Access and Group Van Programs.
- K. On December 5, 2025, the parties executed the Ninth Amendment to the Agreement to provide for the City to lease to Contractor 65 additional paratransit vans for use in the SF Access and Group Van Programs.
- L. City and Contractor desire to modify the Agreement on the terms and conditions set forth herein to (1) reflect cost savings negotiated between SFMTA and the Contractor - including reductions in the General and Administrative (G&A) rates, Management Fee rates, and the facilities lease, as well as improved operational and administrative efficiencies, (2) extend the term for an additional 24 months through June 30, 2028, and (3) increase the amount of the Agreement by \$30,831,549, for a total not to exceed amount of \$339,102,572.
- M. This is a contract for Services. Contractor committed 10% to Small Business Enterprise (SBE) and/or Disadvantaged Business Enterprise(s) (DBEs), and this Amendment is consistent with that requirement.
- N. The SFMTA Board (MTAB) approved this Amendment by **[insert resolution number]** approved on **[insert date of Commission or Board action]** in the amount of **[insert Dollar Amount]** for the period commencing **[Insert Start Date]** and ending **[Insert End Date]**.
- O. The City’s Board of Supervisors approved this Amendment by **[insert resolution number]** approved on **[insert date of Commission or Board action]** in the amount of **[insert Dollar Amount]** for the period commencing **[Insert Start Date]** and ending **[Insert End Date]**.

NOW, THEREFORE, Contractor and the City agree as follows:

Article 1 Definitions

The following definitions shall apply to this Amendment:

1.1 **Agreement.** The term “Agreement” shall mean the Agreement dated July 1, 2016, between Contractor and City, as amended by the:

- First Amendment, dated April 30, 2017, and
- Second Amendment, dated May 25, 2017, and
- Third Amendment, dated June 1, 2017, and
- Fourth Amendment, dated May 16, 2019, and

Fifth Amendment, dated February 6, 2020, and
Sixth Amendment, dated June 23, 2021, and
Seventh Amendment, dated April 1, 2022, and
Eighth Amendment, dated January 1, 2024, and
Ninth Amendment, dated December 5, 2025.

1.2 **Other Terms.** Terms used and not defined in this Amendment shall have the meanings assigned to such terms in the Agreement.

Article 2 Modifications to the Agreement

The Agreement is modified as follows:

2.1 **Section 2.1 of Article 2, Term of the Agreement.** Section 2.1 of the Agreement currently reads as follows:

2.1 The term of the Agreement shall commence on July 1, 2016, and expire on June 30, 2026.

Section 2.1 is amended to read as follows:

2.1 The term of the Agreement shall commence on July 1, 2016, and expire on June 30, 2028, unless earlier terminated as otherwise provided herein.

2.2 **Section 3.3 of Article 3, Amount of Contract.** Section 3.3 of the Agreement currently reads as follows:

3.3 Amount of Contract. Compensation under this Agreement shall be based on a costs-plus-fixed-fee structure, in accordance with the annual approved budgets. In no event shall the amount of this Agreement exceed Three Hundred Eight Million, Two Hundred Seventy-One Thousand, Twenty-Three Dollars (\$308,271,023), including the Reimbursable Expenses, Other Broker Costs, the Management Fees, G&A, and Service Provider Costs, for the entire term of the Agreement, including the option period. The breakdown of all Broker and TD expenses associated with this Agreement are listed in Appendix B, which is incorporated by reference as though fully set forth.

Section 3.3 is amended to read as follows:

3.3 Amount of Contract. Compensation under this Agreement shall be based on a costs-plus-fixed-fee structure, in accordance with the annual approved budgets. In no event shall the amount of this Agreement exceed Three Hundred Thirty-Nine Million, One Hundred Two Thousand, Five Hundred Seventy-Two Dollars (\$339,102,572),

including the Reimbursable Expenses, Other Broker Costs, the Management Fees, G&A, and Service Provider Costs, for the entire term of the Agreement, including the option period. The breakdown of all Broker and TD expenses associated with this Agreement are listed in Appendix B-1, which is incorporated by reference as though fully set forth.

2.3 **Section 3.5 of Article 3, G&A.** Section 3.5 of the Agreement currently reads as follows:

3.5 G&A. Subject to the limitations in Section 3.8, City will pay Contractor G&A Expenses as set forth in Appendix B, as five percent of the Reimbursable Expenses on the monthly invoice. Contractor's invoices for Broker Reimbursable Expenses shall not add G&A Expenses to Cabconnect costs.

Section 3.5 is amended to read as follows:

3.5 G&A. Subject to the limitations in Section 3.8, City will pay Contractor G&A Expenses as set forth in Appendix B, as five percent of the Reimbursable Expenses on the monthly invoice though September 30, 2025. Contractor's invoices for Broker Reimbursable Expenses shall not add G&A Expenses to Cabconnect costs through the duration of the Agreement.

Starting on October 1, 2025 through June 30, 2026, the G&A rate shall be set at three percent of all Reimbursable Expenses for Broker and Transit Division. This rate will be applied on and after the date of the Amendment. Contractor will provide the cost-savings from October 1, 2025 through the Effective Date of this Amendment through a credit on future invoices to reimburse SFMTA for the resulting excess payments.

Starting on July 1, 2026 through June 30, 2028, the G&A rate shall be set at four and a half percent of all Reimbursable Expenses for the Transit Division. Contractor's invoices for Operations Reimbursable Expenses shall not add G&A Expenses to any legal fees. The G&A rate for Reimbursable Expenses for the Broker shall remain at three percent.

2.4 **Appendix B, Calculation of Charges.** Appendix B is replaced in its entirety by a new Appendix B-1, attached to this Amendment and fully incorporated within the Agreement.

The new Appendix B-1 includes the following changes:

- Updated the budgets for FY16/17 – FY24/25 to reflect the actual expenditures for Paratransit program
- Revised FY25/26 Budget with the cost saving measures included
- Included the budget for the two extension years (FY26/27 and FY27/28)

- Updated G&A rates for current year as well as the two extension years (FY26/27 and F27/28)

The budget for the extension years includes projected increases in service demand and other variable costs, such as labor, while extending the cost reductions from operational and administrative efficiencies. These efficiencies include, but are not limited to, reduced rent for the Broker's office and anticipated fuel savings from using City owned facilities.

Article 3 Reserved. (Updates of Standard Terms to the Agreement)

Article 4 Effective Date

Each of the modifications set forth in Article 2 shall be effective on and after the date of this Amendment.

Article 5 Legal Effect

Except as expressly modified by this Amendment, all of the terms and conditions of the Agreement shall remain unchanged and in full force and effect.

IN WITNESS WHEREOF, Contractor and City have executed this Amendment as of the date first referenced above.

CITY	CONTRACTOR
<p>San Francisco Municipal Transportation Agency</p> <hr/> <p>Julie B. Kirschbaum Director of Transportation</p> <p>Authorized By:</p> <p>Municipal Transportation Agency Board of Directors</p> <p>Resolution No: _____</p> <p>Adopted: _____</p> <p>Attest: _____ Secretary to the Board</p> <p>Board of Supervisors</p> <p>Resolution No: _____</p> <p>Adopted: _____</p> <p>Attest: _____ Clerk of the Board</p> <p>Approved as to Form:</p> <p>David Chiu City Attorney</p> <p>By: _____ Annie Smiddy Deputy City Attorney</p>	<p>Transdev Services, Inc.</p> <hr/> <p> Laura Hendricks Chief Executive Officer 720 East Butterfield Road, Suite 300 Lombard, IL 60148-5601</p> <hr/> <p> Mathieu Le Bourhis Chief Financial Officer 720 East Butterfield Road, Suite 300 Lombard, IL 60148-5601</p> <p>City Supplier Number: 0000009263</p>

4924-6195-3667 v.1

Appendices:

Appendix B-1: Calculation of Charges

APPENDIX B-1
Calculation of Charges

Appendix B is replaced in its entirety and shall be referred to as Appendix B-1 as set forth below:

BUDGET SUMMARY: FY 2017 - FY 2021

Broker

Description	FY 16/17	FY 17/18	FY 18/19	FY 19/20	FY 20/21
Broker Reimbursable Expenses					
Personnel	1,753,996	1,772,836	1,900,263	1,922,866	2,091,736
Contracted Services	239,091	245,428	285,634	305,083	330,630
Direct Costs	1,458,854	1,385,697	1,531,664	1,471,074	1,753,083
Subtotal Broker Reimbursable Expenses	3,451,940	3,403,961	3,717,561	3,699,023	4,175,450
Broker G&A	155,048	152,641	168,322	167,395	191,219
Broker Management Fee	173,637	178,770	179,090	183,135	190,223
Total Broker	3,780,626	3,735,372	4,064,973	4,049,553	4,556,892
Five-Year Broker Total	\$20,187,415				
Broker Service Provider Costs					
Approx. 20% of Group Van, Taxi, Intercounty, DAAS	6,858,960	5,365,904	6,921,706	4,338,578	3,708,221
Subtotal Broker Service Provider Costs	6,858,960	5,365,904	6,921,706	4,338,578	3,708,221
Other Broker Costs (not subject to G&A and Management Fee)					
Peer Escort Program					
Paratransit Plus					
Capital Purchase (Trapeze Pass-Web)					
Subtotal Other Broker Costs					
Total Broker Service Providers & Other Broker Costs	6,858,960	5,365,904	6,921,706	4,338,578	3,708,221
Five-Year Total Broker Service Provider & Other Broker Costs	\$27,193,369				

Transit Division (TD) (SF Access, approx. 80% of Group Van, Shop-a-Round, Van Gogh)

Description	FY 16/17	FY 17/18	FY 18/19	FY 19/20	FY 20/21
Transit Division (TD) Reimbursable Expenses					
Personnel	10,674,668	12,166,536	13,446,912	14,467,609	10,381,185
Contracted Services	584,937	615,717	574,409	549,085	295,916
Direct Costs	2,583,466	3,330,552	3,923,846	3,299,094	2,402,757
Subtotal TD Reimbursable Expenses	13,843,072	16,112,806	17,945,167	18,315,788	13,079,858
TD G&A	692,044	805,631	890,032	913,963	653,854
TD Management Fee	336,401	423,446	453,013	476,247	491,198
Total Transit Division	14,492,234	16,951,424	18,807,430	19,385,596	14,019,651
Five-Year Transit Division Total	\$83,656,334				

Grand Totals

Description	FY 16/17	FY 17/18	FY 18/19	FY 19/20	FY 20/21
Grand Total	25,131,819	26,052,700	29,794,109	27,773,727	22,284,764
Five-Year Grand Total	\$131,037,118				

BUDGET SUMMARY: OPTION YEARS (FY2022 - FY2026)

Broker

Description	FY 21/22*	FY 22/23*	FY 23/24*	FY 24/25*	FY 25/26*
Broker Reimbursable Expenses					
Personnel	2,065,449	2,167,200	2,212,580	2,338,884	2,330,733
Contracted Services	438,838	404,366	431,163	403,756	473,253
Direct Costs	1,691,759	1,575,368	2,311,632	1,636,814	1,359,775
Subtotal Broker Reimbursable Expenses	4,196,045	4,146,934	4,955,374	4,379,453	4,163,761
Broker G&A	192,383	189,791	230,212	200,423	133,159
Broker Management Fee	195,484	199,727	204,213	212,221	147,586
Total Broker	4,583,912	4,536,452	5,389,799	4,792,097	4,444,506
Five-Year Broker Total	\$23,746,767				
Broker Service Provider Costs					
Approx. 20% of Group Van, Taxi, Intercounty, DAAS	4,601,664	5,163,647	6,082,179	6,697,714	6,821,776
Subtotal Broker Service Provider Costs	4,601,664	5,163,647	6,082,179	6,697,714	6,821,776
Other Broker Costs (not subject to G&A and Management Fee)					
Peer Escort Program					
Paratransit Plus					
Capital Purchase (Trapeze Pass-Web)					
Subtotal Other Broker Costs					
Total Broker Service Providers & Other Broker Costs	4,601,664	5,163,647	6,082,179	6,697,714	6,821,776
Five-Year Total Broker Service Provider & Other Broker Costs	\$29,366,980				

Transit Division (TD) (SF Access, approx. 80% of Group Van, Shop-a-Round, Van Gogh)

Description	FY 21/22*	FY 22/23*	FY 23/24*	FY 24/25*	FY 25/26*
Transit Division (TD) Reimbursable Expenses					
Personnel	12,335,301	13,841,883	13,556,983	13,568,537	13,507,713
Contracted Services	430,252	543,190	291,061	345,486	329,727
Direct Costs	3,012,551	3,657,243	3,531,482	3,420,941	3,327,039
Subtotal TD Reimbursable Expenses	15,778,104	18,042,316	17,379,525	17,334,964	17,164,479
TD G&A	785,726	880,511	867,432	863,418	597,638
TD Management Fee	503,213	520,889	532,632	546,510	530,569
Total Transit Division	16,766,941	18,770,784	18,521,645	18,456,201	18,292,686
Five-Year Transit Division Total	\$90,808,257				

Grand Totals

Description	FY 21/22*	FY 22/23*	FY 23/24*	FY 24/25*	FY 25/26*
Grand Total	25,952,517	28,470,883	29,993,623	29,946,012	29,558,968
Five-Year Grand Total	\$143,922,004				

* Option years exercised by SFMTA

BUDGET SUMMARY: EXTENSION (FY2027 - FY2028)

Description	FY 26/27	FY 27/28
Broker Reimbursable Expenses		
Personnel	2,534,512	2,636,783
Contracted Services	439,416	450,533
Direct Costs	1,524,055	1,547,101
Subtotal Broker Reimbursable Expenses	4,497,983	4,634,417
Broker G&A	124,090	128,183
Broker Management Fee	145,789	149,882
Total Broker	4,767,862	4,912,482
Five-Year Broker Total	\$9,680,344	
Broker Service Provider Costs		
Approx. 20% of Group Van, Taxi, Intercounty, DAAS	7,094,647	7,307,486
Subtotal Broker Service Provider Costs	7,094,647	7,307,486
Other Broker Costs (not subject to G&A and Management Fee)		
Peer Escort Program		
Paratransit Plus		
Capital Purchase (Trapeze Pass-Web)		
Subtotal Other Broker Costs		
Total Broker Service Providers & Other Broker Costs	7,094,647	7,307,486
Two-Year Total Broker Service Provider & Other Broker Costs	\$14,402,133	

Transit Division (TD) (SF Access, approx. 80% of Group Van, Shop-a-Round, Van Gogh)

Description	FY 26/27	FY 27/28
Transit Division (TD) Reimbursable Expenses		
Personnel	14,071,420	15,251,991
Contracted Services	464,337	488,670
Direct Costs	3,504,393	3,664,398
Subtotal TD Reimbursable Expenses	18,040,150	19,405,059
TD G&A	809,107	870,528
TD Management Fee	451,004	485,126
Total Transit Division	19,300,260	20,760,713
Two-Year Transit Division Total	\$40,060,973	

Grand Totals

Description	FY 26/27	FY 27/28
Grand Total	31,162,769	32,980,681
Two-Year Grand Total	\$64,143,450	

BROKER: FY 2017 - FY 2021

Description	FY 16/17	FY 17/18	FY 18/19	FY 19/20	FY 20/21
PERSONNEL					
Labor	1,155,093	1,101,700	1,171,869	1,201,441	1,342,726
401K/Retirement	50,869	52,140	53,444	54,780	56,149
Fringe	509,094	483,631	520,247	536,779	611,706
<i>Fringe Percentage</i>	44.1%	43.9%	44.4%	44.7%	45.6%
<i>Mobility Management Labor & Fringe excluded from Broker G&A</i>	89,808	187,506	208,147	184,646	137,305
SUBTOTAL - PERSONNEL	1,753,996	1,772,836	1,900,263	1,922,866	2,091,736
CONTRACTED SERVICES					
Professional/Consultant	184,179	187,945	226,108	241,406	249,496
Janitorial	54,912	57,482	59,526	63,677	81,134
SUBTOTAL - CONTRACTED SERVICES	239,091	245,428	285,634	305,083	330,630
DIRECT COSTS					
Utilities	17,960	18,815	19,633	21,584	21,728
Telecommunications	112,487	138,503	164,850	139,265	153,204
Rent	465,416	467,128	512,059	506,994	522,595
Other Incidental Direct Costs	20,043	21,356	38,097	55,411	38,435
Printing	30,479	29,673	28,786	20,450	23,172
Supplies	14,203	10,287	9,913	9,794	8,814
Shipping/Mailing	37,177	24,175	23,962	24,722	21,930
Security Services	5,725	13,217	6,975	9,214	7,261
Travel	9,265	10,171	5,713	3,259	110
Insurance	7,364	7,368	7,368	7,368	7,368
Computer Supplies/Maint./Hosting	328,368	221,803	201,655	241,755	226,330
SF Gross Receipts & SF Payroll Tax	45,514	70,871	75,049	62,066	97,888
CabConnect	351,120	351,120	351,120	351,120	351,120
Mobility Management Direct and Indirect Costs	19,348	22,155	113,356	40,447	162,651
Projected Equipment Purchases	3,972	3,108	2,351	2,345	137,745
SUBTOTAL - DIRECT COSTS	1,468,441	1,409,750	1,560,887	1,495,795	1,780,351
Less Mobility Management Indirect Costs	(9,037)	(19,058)	(29,223)	(20,463)	(27,268)
Credits/Adjustments/Incentive	(550)	(4,995)		(4,258)	
TOTAL BROKER REIMBURSABLE EXPENSES	3,451,940	3,403,961	3,717,561	3,699,023	4,175,450
Broker G & A ¹ & ³	149,583	142,159	152,247	156,140	176,219
Mobility Management G&A ²	5,465	10,482	16,075	11,255	15,000
Broker Admin Management Fee	173,637	178,770	179,090	183,135	190,223
Incentives			1,000		
TOTAL BROKER	3,780,626	3,735,372	4,065,973	4,049,553	4,556,892

Notes:

- (1) Broker G&A is calculated as 5% of Broker Reimbursable Expenses excluding Cabconnect costs, Mobility Management Labor & Fringe, and Mobility Management Direct and Indirect costs. The Broker G&A rate will be subject to audit at the end of each fiscal year by SFMTA.
- (2) Mobility Management G&A includes 5% of Mobility Management Labor & Fringe and Direct and Indirect costs.
- (3) Starting October 2025 - June 2028, the G&A and Management Fee rate shall be 3% of Reimbursable Expenses, excluding CabConnect costs.

BROKER: OPTION YEARS (FY 2022 - FY 2025)

Description	FY 21/22	FY 22/23	FY 23/24	FY 24/25
PERSONNEL				
Labor	1,317,001	1,369,271	1,393,390	1,432,694
401K/Retirement	57,553	58,992	61,978	
Fringe	599,566	618,910	644,601	696,118
<i>Fringe Percentage</i>	45.5%	45.2%	46.3%	48.6%
<i>Mobility Management Labor & Fringe excluded from Broker G&A</i>	148,882	179,019	174,589	210,071
SUBTOTAL - PERSONNEL	2,065,449	2,167,200	2,212,580	2,338,884
CONTRACTED SERVICES				
Professional/Consultant	354,012	323,603	359,530	340,950
Janitorial	84,826	80,763	71,633	62,806
SUBTOTAL - CONTRACTED SERVICES	438,838	404,366	431,163	403,756
DIRECT COSTS				
Utilities	19,042	19,896	21,252	23,948
Telecommunications	181,380	153,561	175,151	165,668
Rent	591,941	557,064	578,131	588,919
Other Incidental Direct Costs	35,218	73,907	49,945	58,349
Printing	24,538	31,861	11,283	52,545
Supplies	11,789	12,644	13,627	15,397
Shipping/Mailing	22,682	26,027	30,812	17,673
Security Services	9,729	9,122	10,267	10,133
Travel	203	7,593	12,938	5,435
Insurance	7,368	7,368	7,368	7,368
Computer Supplies/Maint./Hosting	361,337	271,822	216,350	232,414
SF Gross Receipts & SF Payroll Tax	66,882	30,942	42,105	44,959
CabConnect	348,442	351,120	351,120	351,120
Mobility Management Direct and Indirect Costs	25,506	28,173	53,006	65,733
Projected Equipment Purchases	1,559	13,103	15,891	2,290
SUBTOTAL - DIRECT COSTS	1,707,617	1,594,204	1,589,247	1,641,952
Less Mobility Management Indirect Costs	(15,858)	(18,836)	(20,782)	(25,073)
Credits/Adjustments/Incentive			743,167	19,935
TOTAL BROKER REIMBURSABLE EXPENSES	4,196,045	4,146,934	4,955,374	4,379,453
Broker G & A ^{1 & 3}	183,661	179,431	218,838	186,633
Mobility Management G&A ²	8,722	10,360	11,374	13,790
Broker Admin Management Fee	195,484	199,727	204,213	212,221
TOTAL BROKER	4,583,912	4,536,452	5,389,799	4,792,097

Notes:

- (1) Broker G&A is calculated as 5% of Broker Reimbursable Expenses excluding Cabconnect costs, Mobility Management Labor & Fringe, and Mobility Management Direct and Indirect costs. The Broker G&A rate will be subject to audit at the end of each fiscal year by SFMTA.
- (2) Mobility Management G&A includes 5% of Mobility Management Labor & Fringe and Direct and Indirect costs.
- (3) Starting October 2025 - June 2028, the G&A and Management Fee rate shall be 3% of Reimbursable Expenses, excluding CabConnect costs.

BROKER: OPTION YEARS (FY 2025 - FY 2026)

**BROKER: EXTENSION
(FY2027 - FY2028)**

Description	FY 25/26 (Jul - Sept)	FY 25/26 (Oct - Jun)	FY26/27	FY27/28
PERSONNEL				
Labor	364,904	1,192,000	1,637,728	1,682,633
401K/Retirement			61,978	63,528
Fringe	183,789	590,040	896,784	954,150
<i>Fringe Percentage</i>	<i>49.5%</i>	<i>49.5%</i>	<i>54.8%</i>	<i>56.7%</i>
<i>Mobility Management Labor & Fringe excluded from Broker G&A</i>				
SUBTOTAL - PERSONNEL	548,693	1,782,040	2,534,512	2,636,783
CONTRACTED SERVICES				
Professional/Consultant	125,409	286,389	374,726	383,903
Janitorial	16,456	45,000	64,690	66,630
SUBTOTAL - CONTRACTED SERVICES	141,864	331,389	439,416	450,533
DIRECT COSTS				
Utilities	4,472	18,000	24,279	25,007
Telecommunications	47,911	90,000	253,553	261,160
Rent	151,480	277,194	375,190	374,990
Other Incidental Direct Costs	13,701	45,000	42,571	43,680
Printing	1,835	36,000	50,290	51,798
Supplies	1,654	9,000	15,956	16,435
Shipping/Mailing	25,880	9,000	29,982	30,881
Security Services	2,137	6,300	8,269	8,517
Travel	22	900	5,544	5,544
Insurance	1,842	5,526	23,839	24,519
Computer Supplies/Maint./Hosting	2,651	193,000	258,687	267,286
SF Gross Receipts & SF Payroll Tax	0	33,000	46,307	47,697
CabConnect	87,780	263,340	361,654	361,654
Mobility Management Direct and Indirect Costs	11,803	18,000	27,934	27,934
Projected Equipment Purchases	547	1,800		
SUBTOTAL - DIRECT COSTS	353,715	1,006,060	1,524,055	1,547,101
Less Mobility Management Indirect Costs				
Credits/Adjustments/Incentive	(6,993)			
TOTAL BROKER REIMBURSABLE EXPENSES	1,037,279	3,119,489	4,497,983	4,634,417
Broker G & A ¹ & ³	47,475	85,684	124,090	128,183
Mobility Management G&A ²				
Broker Admin Management Fee	54,001	93,585	145,789	149,882
TOTAL BROKER	1,138,755	3,298,758	4,767,862	4,912,482

Notes:

(1) Broker G&A is calculated as 5% of Broker Reimbursable Expenses excluding Cabconnect costs, Mobility Management Labor & Fringe, and Mobility Management Direct and Indirect costs. The Broker G&A rate will be subject to audit at the end of each fiscal year by SFMTA.

(2) Mobility Management G&A includes 5% of Mobility Management Labor & Fringe and Direct and Indirect costs.

(3) Starting October 2025 - June 2028, the G&A and Management Fee rate shall be 3% of Reimbursable Expenses, excluding CabConnect costs.

TRANSIT DIVISION (TD): FY 2017 - FY 2021

Description	FY 16/17	FY 17/18	FY 18/19	FY 19/20	FY 20/21
PERSONNEL					
Labor	7,981,394	9,106,594	10,138,863	10,571,072	7,449,131
Fringe					
<i>Fringe billed within payroll</i>					
Payroll Taxes					
FICA	750,435	824,468	919,455	971,320	675,888
SUTA					
FUTA					
401K/Retirement	39,665	74,775	110,414	129,222	89,440
Vacation & Other PTO	929,848	1,070,264	1,059,144	1,263,964	1,039,769
Health Insurance	448,737	523,528	611,951	841,500	656,887
Employee Incentives	5,488	12,381	47,304	37,450	1,403
Mechanic Tool Allowance					
Mechanic ASE Incentive ¹					
<i>Fringe billed separately from payroll</i>					
STD & LTD					
HCSO ORDINANCE PAYMENTS					
Dental Insurance					
Vision Insurance					
Life Insurance					
Employee Assistance Program					
Workers Comp. Insurance	519,100	554,527	559,780	653,081	468,667
Subtotal Fringe	2,693,274	3,059,942	3,308,049	3,896,537	2,932,054
SUBTOTAL - PERSONNEL	10,674,668	12,166,536	13,446,912	14,467,609	10,381,185
CONTRACTED SERVICES					
Operator Uniforms	24,406	20,571	43,070	53,013	11,367
Third Party Admin. of Drug & Alcohol Testing	12,548	8,253	13,767	27,650	16,368
Physicals	14,799	13,439	21,518	6,333	736
DriveCam Review	32,364	34,472	51,913	10,035	48,580
Mechanic Uniforms	6,336	8,224	6,559	7,869	10,092
Out-of-shop Repairs	25,409	58,521	38,824	23,902	5,564
Major Component Rebuilds	184,440	143,344	21,329	4,911	8,880
Towing	36,375	23,764	7,119	6,063	600
Contracted Vehicle Cleaning	47,460	60,240	57,408	72,565	74,490
Shop & Garage Equipment Repair	370	4,941	2,601	2,318	5,610
Environmental Expenses	4,306	8,759	5,167	8,410	2,800
Payroll Processing	9,247	12,249	12,982	15,700	9,307
IT Consulting	171,793	213,668	222,017	309,550	100,375
Legal Fees	15,086	5,274	70,136	767	1,148
SUBTOTAL - CONTRACTED SERVICES	584,937	615,717	574,409	549,085	295,916

TRANSIT DIVISION (TD): FY 2017 - FY 2021 (cont.)

Description	FY 16/17	FY 17/18	FY 18/19	FY 19/20	FY 20/21
DIRECT COSTS					
Safety & Training Supplies	5,430	12,214	17,792	27,362	5,876
Fuel	1,087,570	1,369,702	1,468,838	1,421,426	744,842
GM & Shop Truck Fuel	9,689	12,301	20,803	18,632	15,794
Non-revenue Vehicle Lease		18,747	22,632	1,569	1,162
Lubricants	15,216	24,546	13,472	10,415	6,848
Tires	64,726	85,959	41,662	39,876	17,373
Parts	169,150	233,792	195,975	137,369	83,127
Non-revenue Vehicle Repairs					
Shop Supplies	36,880	28,977	37,238	53,605	67,875
Bus Cleaning Supplies	6,575	7,517	7,465	5,861	
Vehicle Insurance	529,042	638,790	616,922	631,413	509,490
Recruiting Expenses	15,595	35,825	58,516	49,424	17,952
Office Supplies	18,907	12,335	12,705	15,613	17,791
Shipping/Mailing	1,988	3,228	3,775	4,521	5,900
Printing & Photocopying	8,808	10,858	7,126	12,832	14,702
Maintenance/Service Contracts	100	12,975	1,908	1,908	6,561
Travel	25,996	82,159	96,933	15,073	2,194
Utilities	50,926	49,196	48,415	54,154	61,732
Telephone & Internet	86,001	88,621	96,198	112,214	117,385
Building & Grounds	10,380	9,084	41,512	8,152	30,558
SF Gross Receipts & SF Payroll Tax	49,529	74,865	71,616	69,200	79,458
Facility Lease	265,237	368,381	596,008	547,021	572,267
Non-revenue Vehicle Registration	346	535		286	1,750
General Manager Car	6,052	6,322	3,350	6,864	5,791
Revenue Vehicle Lease					
Projected Equipment Purchases	118,231	143,495	370,717	36,039	14,941
SUBTOTAL - DIRECT COSTS	2,582,372	3,330,422	3,851,580	3,280,831	2,401,369
CREDITS	(1,094)	(130)	(72,266)	(18,263)	(1,388)
TOTAL TD REIMBURSABLE EXPENSES	13,840,884	16,112,545	17,800,635	18,279,262	13,077,083
TD G & A ^{2, 3 & 4}	692,044	805,631	890,032	913,963	653,854
TD Management Fee	336,401	423,446	453,013	476,247	491,198
CASH FARE	(377,095)	(390,199)	(336,250)	(283,876)	(202,483)
TOTAL TRANSIT DIVISION	14,492,234	16,951,424	18,807,430	19,385,596	14,019,651

Notes:

- (1) Incentives for Automotive Service Excellence (ASE) Certification.
- (2) Transit Division G&A is calculated as 5% of TD Reimbursable Expenses. The TD G&A rate will be subject to audit at the end of each fiscal year by SFMTA.
- (3) From October 2025 to June 2026, the G&A rate shall be 3% of TD Reimbursable Expenses.
- (4) Starting June 2026, the G&A rate shall be 4.5% of TD Reimbursable Expenses, excluding any Legal Fees costs.

TRANSIT DIVISION (TD): OPTION YEARS (FY 2022 - FY 2025)

Description	FY 21/22	FY 22/23	FY 23/24	FY 24/25
PERSONNEL				
Labor	8,902,751	9,951,778	9,884,455	9,870,889
Fringe				
<i>Fringe within payroll</i>				
Payroll Taxes				
FICA	819,373	905,520	884,473	885,879
SUTA				
FUTA				
401K/Retirement	92,918	106,503	102,221	98,288
Vacation & Other PTO	1,124,345	1,133,891	1,082,797	1,095,931
Health Insurance	771,274	845,848	938,260	862,243
Employee Incentives	45,219	246,719	11	72,038
Mechanic Tool Allowance				
Mechanic ASE Incentive ¹				
<i>Fringe billed separately from payroll</i>				
STD & LTD				
HCSO ORDINANCE PAYMENTS				
Dental Insurance				
Vision Insurance				
Life Insurance				
Employee Assistance Program				
Workers Comp. Insurance	579,421	651,624	664,767	683,270
Subtotal Fringe	3,432,551	3,890,105	3,672,528	3,697,648
SUBTOTAL - PERSONNEL	12,335,301	13,841,883	13,556,983	13,568,537
CONTRACTED SERVICES				
Operator Uniforms	73,285	34,901	32,874	59,708
Third Party Admin. of Drug & Alcohol Testing	54,249	52,026	23,688	35,473
Physicals	1,540	244	5,768	8,097
DriveCam Review	41,940	40,995	59,717	84,334
Mechanic Uniforms	14,324	14,345	16,516	20,892
Out-of-shop Repairs	4,769	15,023	14,660	5,546
Major Component Rebuilds			7,606	
Towing	2,188		8,650	6,871
Contracted Vehicle Cleaning	81,408	91,002	90,114	110,790
Shop & Garage Equipment Repair	625	8,156	6,339	1,779
Environmental Expenses	2,847	2,478	2,319	2,704
Payroll Processing	9,898	10,806	10,712	9,291
IT Consulting	117,094	2,426		
Legal Fees	26,086	270,788	12,099	
SUBTOTAL - CONTRACTED SERVICES	430,252	543,190	291,061	345,486

TRANSIT DIVISION (TD): OPTION YEARS (FY 2022 - FY 2025) (cont.)

Description	FY 21/22	FY 22/23	FY 23/24	FY 24/25
DIRECT COSTS				
Safety & Training Supplies	11,535	8,640	12,858	9,508
Fuel	1,131,654	1,344,968	1,302,818	1,094,711
GM & Shop Truck Fuel	17,854	13,622	6,102	6,280
Non-revenue Vehicle Lease	1,400	1,036	1,407	
Lubricants	9,398	20,993	16,328	18,134
Tires	7,544	63,503	29,680	50,893
Parts	68,967	134,087	112,943	86,778
Non-revenue Vehicle Repairs				
Shop Supplies	77,147	66,627	53,482	40,285
Bus Cleaning Supplies	21,900	6,387	403	1,092
Vehicle Insurance	562,590	601,303	614,326	683,214
Recruiting Expenses	79,692	34,826	17,551	23,002
Office Supplies	12,483	14,191	11,094	12,818
Shipping/Mailing	5,851	5,397	4,426	5,929
Printing & Photocopying	15,237	10,623	6,961	7,395
Maintenance/Service Contracts	1,946	3,427	2,088	2,208
Travel	8,058	16,991	3,190	37,033
Utilities	67,109	84,184	77,776	78,162
Telephone & Internet	107,991	130,603	121,769	120,701
Building & Grounds	13,670	36,379	57,349	15,371
SF Gross Receipts & SF Payroll Tax	52,475	67,535	73,853	66,038
Facility Lease	579,297	718,487	964,490	1,002,466
Non-revenue Vehicle Registration	314	658	233	1,309
General Manager Car	6,177	6,251	4,723	492
Revenue Vehicle Lease				
Projected Equipment Purchases	120,474	50,475	20,202	23,808
SUBTOTAL - DIRECT COSTS	2,980,761	3,441,192	3,516,053	3,387,625
	(31,790)	(216,051)	(15,430)	(33,316)
TOTAL TD REIMBURSABLE EXPENSES	15,714,523	17,610,214	17,348,666	17,268,332
TD G & A ^{2, 3 & 4}	785,726	880,511	867,432	863,418
TD Management Fee	503,213	520,889	532,632	546,510
CASH FARE	(236,521)	(240,829)	(227,085)	(222,059)
TOTAL TRANSIT DIVISION	16,766,941	18,770,784	18,521,645	18,456,201

Notes:

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(3) From October 2025 to June 2026, the G&A rate shall be 3% of TD Reimbursable Expenses.

(4) Starting June 2026, the G&A rate shall be 4.5% of TD Reimbursable Expenses, excluding any Legal Fees costs.

TRANSIT DIVISION (TD): OPTION YEARS (FY 2025 - FY 2026)

**BROKER: EXTENSION
(FY2027 - FY2028)**

Description	FY 25/26 (Jul - Sept)	FY 25/26 (Oct - Jun)	FY 26/27	FY 27/28
PERSONNEL				
Labor	2,279,194	7,560,000	9,801,504	10,561,343
Fringe				
<i>Fringe within payroll</i>				
Payroll Taxes				
FICA	197,426	642,000	859,580	923,526
SUTA				
FUTA				
401K/Retirement	23,224	77,000	129,400	184,747
Vacation & Other PTO	216,326	630,000	880,801	956,075
Health Insurance	312,683	790,000	1,663,726	1,811,611
Employee Incentives	2,000	9,000	47,904	49,340
Mechanic Tool Allowance				
Mechanic ASE Incentive ¹				
<i>Fringe billed separately from payroll</i>				
STD & LTD				
HCSO ORDINANCE PAYMENTS				
Dental Insurance				
Vision Insurance				
Life Insurance				
Employee Assistance Program				
Workers Comp. Insurance	183,860	585,000	688,506	765,350
Subtotal Fringe	935,519	2,733,000	4,269,916	4,690,648
SUBTOTAL - PERSONNEL	3,214,713	10,293,000	14,071,420	15,251,991
CONTRACTED SERVICES				
Operator Uniforms	17,035	45,000	55,350	57,010
Third Party Admin. of Drug & Alcohol Testing	13,821	27,000	32,884	33,870
Physicals	2,747	9,000	7,506	7,731
DriveCam Review	12,000	36,000	79,128	81,502
Mechanic Uniforms	5,527	15,300	21,089	21,722
Out-of-shop Repairs	1,607	4,500	63,614	77,876
Major Component Rebuilds				
Towing	4,481	9,000	2,735	2,817
Contracted Vehicle Cleaning	29,040	81,000	119,864	123,459
Shop & Garage Equipment Repair	400	1,800	3,010	3,101
Environmental Expenses	400	1,800	1,556	1,603
Payroll Processing	3,269	9,000	12,601	12,979
IT Consulting			5,000	5,000
Legal Fees			60,000	60,000
SUBTOTAL - CONTRACTED SERVICES	90,327	239,400	464,337	488,670

TRANSIT DIVISION (TD): OPTION YEARS (FY 2025 - FY 2026) (cont.)

**BROKER: EXTENSION
(FY2027 - FY2028)**

Description	FY 25/26 (Jul - Sept)	FY 25/26 (Oct - Jun)	FY 26/27	FY 27/28
DIRECT COSTS				
Safety & Training Supplies	2,120	8,100	9,574	9,861
Fuel	269,546	810,000	843,329	872,845
GM & Shop Truck Fuel	1,200	5,400	22,732	23,414
Non-revenue Vehicle Lease	200	900		
Lubricants	2,292	9,000	47,965	49,404
Tires	12,552	36,000	47,429	48,852
Parts	20,477	63,000	89,244	86,935
Non-revenue Vehicle Repairs			1,097	1,130
Shop Supplies	10,565	27,000	4,304	4,433
Bus Cleaning Supplies			1,180	1,216
Vehicle Insurance	169,608	513,000	1,096,533	1,153,836
Recruiting Expenses	4,541	18,000	34,887	35,934
Office Supplies	2,053	9,000	13,084	13,477
Shipping/Mailing	1,300	4,500	6,067	6,249
Printing & Photocopying	1,294	4,500	7,671	7,901
Maintenance/Service Contracts		2,000	2,274	2,342
Travel	10,268	27,000	27,301	28,120
Utilities	18,128	54,000	80,222	82,629
Telephone & Internet	31,882	90,000	37,572	38,700
Building & Grounds	3,045	9,000	15,495	15,959
SF Gross Receipts & SF Payroll Tax	17,000	51,000	66,038	70,793
Facility Lease	248,535	738,000	1,024,564	1,083,950
Non-revenue Vehicle Registration	200	900	5,315	5,315
General Manager Car				
Revenue Vehicle Lease			889	888
Projected Equipment Purchases	3,332	16,600	19,625	20,214
SUBTOTAL - DIRECT COSTS	830,139	2,496,900	3,504,393	3,664,398
TOTAL TD REIMBURSABLE EXPENSES	4,135,179	13,029,301	18,040,150	19,405,059
TD G & A ^{2, 3 & 4}	206,759	390,879	809,107	870,528
TD Management Fee	139,690	390,879	451,004	485,126
CASH FARE				
TOTAL TRANSIT DIVISION	4,481,627	13,811,059	19,300,260	20,760,713

Notes:

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- (3) From October 2025 to June 2026, the G&A rate shall be 3% of TD Reimbursable Expenses.
- (4) Starting June 2026, the G&A rate shall be 4.5% of TD Reimbursable Expenses, excluding any Legal Fees costs.