



**TRANSBAY JOINT POWERS AUTHORITY  
BOARD OF DIRECTORS**

**MINUTES**

Thursday, May 12, 2016  
1 Dr. Carlton B. Goodlett Place, Room 416  
San Francisco, CA

**REGULAR MEETING**  
9:30 a.m.

**BOARD OF DIRECTORS**

Greg Harper, Chair  
Mohammed Nuru, Vice Chair  
Jeff Gee  
Jane Kim  
Edward Reiskin  
Bijan Sartipi

Interim Executive Director  
Mark Zabaneh

Secretary  
Nila Gonzales

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San Francisco, California 94105  
415-597-4620  
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9:30 – REGULAR MEETING

## ORDER OF BUSINESS

### 1. Call to Order

Chair Harper called the meeting to order at 9:35 a.m.

### 2. Roll Call

Present: Jeff Gee  
Jane Kim  
Ed Reiskin  
Mohammed Nuru  
Greg Harper

Absent: Bijan Sartipi

### 3. Communications

None.

### 4. Board of Director's New and Old Business

Chair Harper stated that over the next couple of months the focus will be on Phase 2/Downtown Rail Extension (DTX) and he understands that Interim Executive Director Zabaneh is preparing to present an update on Phase2/DTX at the June Board meeting. He also stated that item 17, the Holzer contract, would not be considered at this meeting and items 20 and 21 would be switched in terms of order.

### 5. Executive Director's Report

- Monthly Investment Transaction Report

Interim Executive Director Zabaneh thanked the Board for the opportunity to serve in the position and stated that he looks forward to working very closely with the Board to make sure Phase 1 is on schedule as well as advancing Phase 2 so that trains can arrive at the station as soon as possible. He further stated that he will be working closely with Ron Alameida, Board appointed Director of Design and Construction, to make sure Phase 1 is completed by December 2017 and that the budget for Phase 1 will have a program reserve of at least \$100 million left in it after construction is completed so that those funds can be used for Phase 2. He promised to work tirelessly with the stakeholders and funding partners to make sure a funding plan and a delivery plan is developed for Phase 2 and he confirmed he would be presenting an update on progress at next month's meeting. He also provided an update on the status of the short term financing and reported on other project elements.

Sara DeBord, TJPA Chief Financial Officer (CFO), provided the Monthly Investment Transaction Report.

## 6. Construction Update

Ron Alameida, Director of Design and Construction, and Dennis Turchon, TJPA Senior Construction Manager, presented the update.

Director Reiskin inquired whether the second shift of 50 people working at night could be increased to accelerate the schedule. Mr. Alameida stated he would look into it.

Director Gee suggested that security be increased as the building becomes enclosed.

## 7. Citizens Advisory Committee (CAC) Update

Bruce Agid, TJPA CAC Chair, thanked CAC members for the appointment as Chair. He expressed gratitude to former Executive Director, Maria Ayerdi-Kaplan, and former CAC Chair, Ted Olsson. On behalf of the CAC, he extended their appreciation to the Board for appointing Mark Zabaneh as the Interim Executive Director because they felt it was very important for a seamless transition. He also thanked the Board for the appointment of Ron Alameida and for what he brings to the team. Cost management such as bringing in-house services that were once handled by consultants is also appreciated. The Transit Center disability access presentation was presented at the May CAC meeting and the CAC believes the work is being done very well. Also at the May CAC meeting, member Bob Feinbaum brought forward a resolution focused on Phase 2 for the CAC to consider and it created an opportunity for a robust discussion. It was determined that a temporary ad-hoc working group should be established to work out a resolution for consideration. He also stated that the narrative in the media regarding the increase in project costs is incorrect and that it is more important that the lessons learned in Phase 1 are brought into Phase 2.

## 8. Public Comment

Roland Lebrun provided comments regarding funding for Phase 2. He suggested working as a team with San Jose and other cities on the Peninsula to unlock three billion dollars in bonds that are currently locked by the courts. He thinks the guiding principles to obtain these funds should be to focus on the three things the judge stated in his ruling. He further stated the approach speed to the terminal needs to be increased, the 2<sup>nd</sup> street throat design needs to be revisited, and he emphasized the need to look at a really good tail track design.

Jim Patrick, Patrick & Company, expressed his interest to get across the Bay and to put it in the design criteria. He also requested to remove item 9.3, the Minutes of the April 14, 2016 meeting, from the Consent Calendar so that he could suggest a change to them.

**THE FOLLOWING MATTERS BEFORE THE TRANSBAY JOINT POWERS AUTHORITY ARE RECOMMENDED FOR ACTION AS STATED BY THE INTERIM EXECUTIVE DIRECTOR OR THE CHAIR.**

## CONSENT CALENDAR

9. All matters listed hereunder constitute a Consent Calendar, are considered to be routine by the Transbay Joint Powers Authority, and will be acted upon by a single vote. There will be no separate discussion of these items unless a member of the Board or the public so requests, in which event the matter shall be removed from the Consent Calendar and considered as a separate item.

(9.1) Approving the Minutes of the April 4, 2016 meeting.

(9.2) Approving the Minutes of the April 12, 2016 meeting.

(9.3) Approving the Minutes of the April 14, 2016 meeting.

*Item 9.3 was removed from the Consent Calendar and considered as a separate item.*

(9.4) Approving the Minutes of the April 22, 2016 meeting.

(9.5) Authorizing the amendment of the Professional Services Agreement with Enovity for Commissioning Agent Services, to extend the term through June 30, 2019 with no additional compensation.

### RESOLUTION 16-014

(9.6) Approving an amendment to the Employment Agreement with Mark Zabaneh for the position of Interim Executive Director effective May 1, 2016.

### RESOLUTION 16-015

No public comment.

On motion to approve the Consent Calendar items 9.1, 9.2, 9.4, 9.5, and 9.6:

ADOPTED: AYES – Gee, Kim, Reiskin, Nuru, and Harper

### RECESS REGULAR MEETING AND CONVENE CLOSED SESSION

There was no member of the public who indicated that they would like to comment on the item scheduled for discussion in closed session.

### CLOSED SESSION

10. Call to Order

Chair Harper called the meeting to order at 10:20 a.m.

11. Roll Call

Present: Jeff Gee

Jane Kim

Ed Reiskin

Mohammed Nuru

Greg Harper

Absent: Bijan Sartipi

12. CONFERENCE WITH LEGAL COUNSEL–PENDING LITIGATION (Gov. Code section 54956.9(a))

Name of case: *XKT Engineering v. Herrick Corporation, et al.*, San Francisco County Superior Court case no. CGC-16-550536

ADJOURN CLOSED SESSION AND RECONVENE REGULAR MEETING – The Closed Session was adjourned at 10:45 a.m.

13. Announcement of Closed Session.

Deborah Miller, TJPA Counsel, announced that there was no action to report.

REGULAR CALENDAR

14. Approving the Operating Assistance Proposal dated April 25, 2016, and an Implementing Agency Resolution for the allocation of Regional Measure 2 Funds in an amount not to exceed \$4,691,868 for the Transbay Transit Center Program.

No public comment.

RESOLUTION 16-016

On motion to approve:

ADOPTED: AYES – Gee, Kim, Reiskin, Nuru, and Harper

15. Presentation of Phase 1 Program Budget Update.

Interim Executive Director Zabaneh presented the item.

Director Gee stated, in terms of lessons learned, the structure of fees should to be considered if the Construction Manager/General Contractor (CMGC) model is chosen for Phase 2.

**Public Comment:**

Bob Feinbaum said he was commenting personally and not as a member of the CAC. He stated when a mistake is made it should be corrected and the starting point of the Phase 1 budget has been widely misinterpreted. He suggested the Board send a letter to Harvey Rose, Budget Analyst for the City of San Francisco, to clarify the issue of his misstatement regarding the Phase 1 budget and request that he amend his report.

Gerald Cauthen provided comments regarding the history on how the project arrived at the current budget.

16. Presentation of and Public Hearing for draft Fiscal Year 2016-17 (FY 2016-17) Capital Budget in an Amount Not To Exceed \$480,220,300 and draft FY 2016-17 Operating Budget in an Amount Not To Exceed \$5,187,168.

Sara DeBord, TJPA CFO, presented the item.

Director Reiskin suggested, with the focus on Phase 2, to fully separate Phase 2 costs to have a clearer picture of all of the Phase 2 activity.

No public comment.

17. Approving an agreement with Jenny Holzer Studio related to the commission of an artwork for the Bus Deck level of the Transbay Transit Center in an amount not to exceed \$182,000 for the remaining artist fee and \$740,000 for fabrication and installation of the artwork.

Secretary Gonzales stated that earlier, under Item 4, Chair Harper announced that this item would be continued to a future meeting.

18. Approving the draft Anticipated Disadvantaged Business Enterprise (DBE) Participation Level (ADPL) for federal fiscal years 2016-17 through 2018-19 and authorization of the release of the draft ADPL for a 30-day public review/30-day public comment process.

Sara DeBord, TJPA CFO, presented the item.

No public comment.

**RESOLUTION 16-017**

On motion to approve:

**ADOPTED: AYES – Gee, Kim, Reiskin, Nuru, and Harper**

19. Authorizing the Interim Executive Director to amend the Professional Services Agreements by increasing the budget authorization by \$5,000,000 for Legal Services with the bench of law firms providing services in their respective practice areas on an as-needed basis.

Sara DeBord, TJPA CFO, presented the item.

Director Reiskin suggested utilizing the City Attorney more. Interim Executive Director Zabaneh indicated that he would reach out to the City Attorney to find out their capacity. No public comment.

#### RESOLUTION 16-018

On motion to approve:

ADOPTED: AYES – Gee, Kim, Reiskin, Nuru, and Harper

(9.3) Approving the Minutes of the April 14, 2016 meeting.

*This item was removed from the Consent Calendar and considered as a separate item.*

Public Comment:

Jim Patrick, Patrick & Company, suggested the date of the meeting be added to Item 1, Call To Order, and Item 8, Public Comment, be amended to include in his comments that he was also unhappy with the manner for the separation.

Deborah Miller, TJPA Counsel, advised that the date of the meeting is listed on the cover page.

The minutes were amended to include Mr. Patrick's additional comment under Item 8, Public Comment, to note that he was also unhappy with the manner for the separation.

The minutes were approved as amended.

ADOPTED: AYES – Gee, Reiskin, Nuru, and Harper  
ABSTAIN – Kim

#### 20. Presentation of Bus Storage Facility Update.

Phil Sandri, Program Management team, presented the item.

Chair Harper stated the lease for the Bus Storage Facility from Caltrans is expensive and it would be cheaper to deadhead buses back to the East Bay so they are working through the issues with Caltrans/California Transportation Commission. He does not think it is worth it to open the Transit Center without the Bus Storage Facility. Interim Executive Director Zabaneh explained that the Bus Storage Facility project cannot be advertised until a commitment is made between AC Transit and Caltrans on the lease.

#### 21. Presentation by San Francisco Planning Department on Railyard Alternatives and I-280 Boulevard Feasibility Study.

John Rahaim, Director of San Francisco Planning Department, presented the item.

Director Gee identified that the presentation refers to new boring technology but states that tunneling under the current alignment has been ruled out so he suggested the study explain why the current alignment has been ruled out.

**Public Comment:**

Bob Feinbaum stated the study already has its conclusions and is being put together to find ways to support it so that the alignment can be moved and valuable property, the Caltrain yard, can be acquired. He is also not supportive of the loop in the Bay and suggested what should be studied.

Roland Lebrun provided comments regarding the alignment and his understanding of its history. He suggested to rethink the box approach at 2<sup>nd</sup> Street.

Gerald Cauthen responded to comments made regarding Caltrain and High-Speed Rail operational efficiency and stated testimony should come from them directly. He also said to look for creative things to do about the underpass as Mr. Feinbaum suggested and proposed methods for tunneling.

ADJOURN – Chair Harper adjourned the meeting at 12:20 p.m.

A recording of the meeting is on file in the office of the Secretary to the Transbay Joint Powers Authority Board of Directors.

Nila Gonzales  
Board Secretary

The Ethics Commission of the City and County of San Francisco has asked us to remind individuals that influence or attempt to influence local legislative or administrative action may be required by the San Francisco Lobbyist Ordinance [Campaign and Gov't Conduct Code, Article II, Chapter 1, § 2.100, et seq.] to register and report lobbying activity. For more information about the Lobbyist Ordinance, please contact the Ethics Commission at 25 Van Ness Avenue, Suite 220, San Francisco, CA 94102, telephone (415) 252-3100, fax (415) 252-3124 and web site: [www.sfethics.org](http://www.sfethics.org).