



**TRANSBAY JOINT POWERS AUTHORITY  
BOARD OF DIRECTORS**

**MINUTES**

Thursday, February 9, 2017  
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

Executive Director  
Mark Zabaneh

Secretary  
Nila Gonzales

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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  
Bijan Sartipi  
Mohammed Nuru  
Greg Harper

*Secretary Gonzales announced that Chair Harper requested to move items 3 and 4 to the end of the Regular Calendar and there were no objections.*

### 3. Communications

Per concurrence of the Board, item moved to the end of the Regular Calendar.

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

Per concurrence of the Board, item moved to the end of the Regular Calendar.

### 5. Executive Director's Report

Executive Director Zabaneh reported that the California Transportation Commission (CTC) approved a 25-year lease for the Bus Storage Facility at their January 19, 2017 meeting and the TJPA has provided AC Transit with a sublease based on the lease terms provided by Caltrans and approved by the CTC. The AC Transit Board is expected to approve the sublease at their meeting later this month. He further reported, in follow up to the TJPA Board's desire to extend an invitation to the California High Speed Rail Authority (CHSRA) to join the TJPA Board, he met with CHSRA's Chief Executive Officer Jeff Morales and he agreed that adding the CHSRA to the TJPA Board will be beneficial with Phase 1 nearly complete and the focus being on Phase 2, which includes bringing high speed rail and Caltrain to the Transbay Transit Center. He also stated that the San Francisco County Transportation Authority (SFCTA) allocation of \$6.8 million to advance Phase 2 will now be considered at the February 28, 2017 meeting due to the new commissioners needing more time to understand the request. Additionally, he reported that he met with San Francisco Planning Director John Rahaim, on January 31, 2017, to discuss the development of an integrated schedule for Phase 2 and the City's Railyard Alternatives and I-280 Boulevard (RAB) feasibility study. He also provided Mr. Rahaim with an update on the

Supplemental Environmental Impact Study/Environmental Impact Report (SEIS/EIR) and responses to the City's comments.

Director Reiskin inquired on whether other comments were received on the SEIS/EIR that were of substance in shaping the final. Executive Director Zabaneh stated he did not believe so and felt the comments from the Planning Department could be addressed.

## 6. Construction Update

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

Director Reiskin suggested the team work with the communications staff of the various operators and the City of San Francisco to make recommendations on opening celebration options. He also stated it would be helpful for the Board to understand any delays for beginning operations, at or soon after substantial completion, due to not having the facility operator onboard.

Vice Chair Nuru requested a schedule of specific details that need to be in place to open.

Director Gee stated the onboarding of the Master Lessee and tenant improvement buildout is not on the schedule shown in this presentation. Mr. Alameida stated he is working with Executive Director Zabaneh and team to incorporate those components into the presentation.

## 7. Citizens Advisory Committee (CAC) Update

Secretary Gonzales announced that Bruce Agid, TJPA CAC Chair, was unable to be present but asked the agency to read his comments into the record. TJPA CAC liaison Scott Boule read the following statement from CAC Chair Agid:

*“As our CAC was cancelled this month, my comments today are brief and limited to 2 subjects.*

*1. CAC Co-Chair Lauren Post and I attended a meeting on January 19th between Mark Zabaneh, Scott Boule, other TJPA Project team members and Jeff Kositsky and Sam Dodge from the Department of Homelessness and Supportive Housing. We were pleased with the depth of the discussion and the possibilities identified for the groups to work together to ready the Transit Center and adjacent neighborhoods for the opening of the center to address and support the homeless population which most certainly will be attracted. It was pointed out it would have been advantageous to have had this discussion earlier. With that said, there is a sense of urgency and potential opportunities and next steps were identified. The CAC looks forward to a presentation on the elements of a plan and schedule within the next few months.*

*2. We continue to encourage and look forward to seeing an agreement between the TJPA Project Team and the San Francisco Planning Department on a fully funded integrated roadmap to complete the planning efforts for Phase 2 of the project, the “Downtown Extension (DTX)”.*

*This includes Phase 3 of the RAB Study, which will provide the Decision Makers with a complete analysis and recommendation on a preferred alignment for the DTX.*

*Thank you for the opportunity to provide this update and look forward to providing the CAC update in person next month.”*

#### 8. Public Comment

Members of the public may address the Authority on matters that are within the Authority's jurisdiction and are not on today's calendar.

Jim Patrick expressed concerns regarding delays with onboarding the Master Lessee and urged Board to move briskly. He also conveyed his disappointment that the SFCTA allocation of \$6.8 million for DTX was not approved at their January 24, 2017 meeting.

THE FOLLOWING MATTERS BEFORE THE TRANSBAY JOINT POWERS AUTHORITY ARE RECOMMENDED FOR ACTION AS STATED BY THE 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 January 12, 2017 meeting.

(9.2) Authorizing the Executive Director to execute Amendment No. 2 to the Seifel Consulting and The Concord Group real estate economics bench consultants' contracts to extend the term of the agreements to December 31, 2018.

#### RESOLUTION 17-004

No public comment.

On motion to approve the Consent Calendar:

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

## REGULAR CALENDAR

10. Presentation by Boston Properties of its interest and capabilities with respect to managing the Terminal.

Chair Harper introduced the item by stating the presentation is solely the result of his initiative and staff had not been involved. Steven Colvin of Boston Properties provided the presentation.

11. Authorizing the Executive Director to execute a Site License Agreement with Concourse Communications Group, a wholly owned subsidiary of Boingo Wireless, to provide neutral host distributed antenna system services for a twenty-year term, with upfront payments to the TJPA totaling \$1,000,000, additional payments totaling a minimum \$2,500,000 and up to \$3,000,000 as carriers are signed, and minimum annual payments to the TJPA of 25% of gross revenue or \$125,000, whichever is greater.

Sara DeBord, Chief Financial Officer, presented the item.

No public comment.

RESOLUTION 17-005

On motion to approve:

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

12. Authorizing the Executive Director to execute an amendment to the Professional Services Agreement with URS Corporation to accommodate increased Program Management/Program Controls services for an amount not to exceed \$5,400,000.

Dennis Turchon, Senior Construction Manager, presented the item.

Chair Harper stated he wanted to separate the DTX component of the item. Executive Director Zabaneh explained that the DTX component of the item is for project management/project controls, not for design. Following further discussion, Chair Harper withdrew his request to bifurcate the DTX portion of the amendment.

After some discussion, there was a motion by Vice Chair Nuru, clarified by Director Reiskin, and seconded by Director Kim, to continue the item to the next meeting so staff could provide more specificity on the amendment.

No public comment.

On motion to continue the item to the next meeting:

AYES – Gee, Kim Reiskin, Nuru, and Harper

13. Authorizing the Executive Director to execute an agreement for Federal Advocacy Services with Carpi & Clay, Inc. for two years and compensation of \$320,000 with an option to extend the agreement for up to four one-year terms and defined increases in compensation if the options are exercised.

Scott Boule, Legislative Affairs/Community Outreach Manager, presented the item.

No public comment.

RESOLUTION 17-006

On motion to approve:

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

14. Election of Chair and Vice Chair pursuant to the TJPA Joint Powers Agreement.

Director Reiskin nominated Director Nuru as Chair of the TJPA. Director Kim seconded the nomination.

No public comment.

On motion to elect Director Nuru as Chair:

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

The motion to elect Director Nuru as Chair passed.

Director Harper nominated Director Gee as Vice Chair of the TJPA. Director Reiskin seconded the nomination.

No public comment.

On motion to elect Director Gee as Vice Chair:

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

The motion to elect Director Gee as Vice Chair passed.

*Per concurrence of the Board, earlier in the meeting, the next two items were moved to the end of the regular calendar.*

3. Communications

Director Harper stated he prefers placement of this item at the end of the agenda which is similar to other bodies he has served on; however, he understands its current placement is in accordance with how San Francisco works it.

4. Board of Director's New and Old Business

None.

RECESS REGULAR MEETING AND CONVENE CLOSED SESSION

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

CLOSED SESSION

15. Call to Order

The closed session was called to order at 11:30 a.m.

16. Roll Call

Present: Jeff Gee

Jane Kim

Ed Reiskin

Bijan Sartipi

Mohammed Nuru

Greg Harper

17. CONFERENCE WITH REAL PROPERTY NEGOTIATORS (Gov. Code section 54956.8)

Property: Transbay Transit Center (generally located between Mission, Beale, Howard, and Second Street in San Francisco; Assessor's Block 3721, Lots 006 and 124; Assessor's Block 3720, Lots 010 and 011; Assessor's Block 3719, Lot 003)

Agency negotiator: Mark Zabaneh, Executive Director; Shuprotim Bhaumik, HR&A Advisors, Inc.; Joan Story, Sheppard Mullin

Negotiating parties:

- Cushman & Wakefield
- Lincoln Property Company

Under negotiation: Price and terms of payment for long-term master lease of Transbay Transit Center

18. CONFERENCE WITH LEGAL COUNSEL—EXISTING LITIGATION

(Paragraph (1) of subdivision (d) of Gov. Code Section 54956.9)

Name of case: John Eng, et al. vs. Millennium Partners I, Inc., et al., San Francisco County Superior Court, Case No. CGC-16-553574

and

Name of case: Laura S. Lehman, et al. vs. Transbay Joint Powers Authority, et al., San Francisco County Superior Court, Case No. CGC 16-553758

and

Name of case: Pamela Butterly, et al. vs. Sean Jeffries, et al., San Francisco County Superior Court, Case No. CGC-17-556292

#### 19. CONFERENCE WITH LEGAL COUNSEL—ANTICIPATED LITIGATION

Significant exposure to litigation pursuant to paragraph (2) of subdivision (d) of Section 54956.9: (4 potential cases)

ADJOURN CLOSED SESSION AND RECONVENE REGULAR MEETING – The Closed Session was adjourned at 12:35 p.m.

#### 20. Announcement of Closed Session

Heather Minner, TJPA Counsel, announced that there was no action to report.

ADJOURN – The meeting was adjourned at 12:40 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).