



**TRANSBAY JOINT POWERS AUTHORITY
BOARD OF DIRECTORS**

MINUTES

Thursday, April 8, 2021

REGULAR MEETING

9:30 a.m.

WATCH LIVE ON SFGOVTV: www.sfgovtv.org/tjpa

PUBLIC COMMENT CALL-IN: 1-855-282-6330 -- Access Code: 182 475 2767

Due to the COVID-19 health emergency, the Board's Meeting Room in City Hall is closed.

Members of the public are encouraged to participate remotely.

Please see additional information on the next page for remote meeting access.

In compliance with the Governor's Executive Order N-25-20 (March 12, 2020) as superseded by Order N-29-20 (March 17, 2020), this meeting will be held *exclusively* via teleconference participation of a quorum of Board members in locations not open to the public. The purpose of the orders is to provide the safest environment for all persons consistent with San Francisco Department of Public Health Orders of the Health Officer and current public health recommendations, while allowing the public to observe and address the Board.

BOARD OF DIRECTORS

Jeff Gee, Chair

Rafael Mandelman, Vice Chair

Elaine Forbes

Alicia John-Baptiste

Boris Lipkin

Diane Shaw

Jeffrey Tumlin

Dina El-Tawansy (*ex-officio*)

Interim Executive Director

Nila Gonzales

Interim Secretary

Donald Pollitt II

9:30 – REGULAR MEETING

ORDER OF BUSINESS

1. Call to Order

Chair Gee called the meeting to order at 9:30 a.m.

2. Roll Call

Interim Secretary Pollitt announced that Director Chang was joining as Director John-Baptiste's alternate.

Present: Tilly Chang
Dina El-Tawansy
Elaine Forbes
Boris Lipkin
Diane Shaw
Jeffrey Tumlin
Rafael Mandelman (*arrived during Item 5*)
Jeff Gee

Absent: Alicia John-Baptiste

3. Communications

Interim Secretary Pollitt provided instructions on the Public Call-in/Comment process.

4. Board of Director's New and Old Business

None.

5. Executive Director's Report

- Legislative Update
- Facility Operations Update
- Project Labor Agreement Quarterly Update

Interim Executive Director (ED) Gonzales recognized outgoing TJPA Chief Financial Officer (CFO) Erin Roseman, who is leaving the TJPA to join the City of Oakland, for all she has done during her tenure with the agency. She reported the TJPA held a kick-off meeting with Management Partners, the same firm that helped recruit Ms. Roseman and Facility Director John Updike, which allows the recruitment to commence immediately due to their familiarity with the agency and the position. She also noted the TJPA's knowledgeable financial consultant, Mary Pryor of NWC Partners, will assist the TJPA as it recruits to fill the CFO position.

Regarding COVID-19, Interim ED Gonzales reported the TJPA is pleased with the City's increased slow reopening, with hopes to move into the yellow-tier in a few weeks, as positive COVID-19 rates continue to decrease, and vaccinations increase. She stated with the Governor's announcement that the State plans to lift lockdown restrictions except for the mask mandate on June 15, assuming the spread continues decreasing and vaccination numbers continue to increase, TJPA is looking forward to the continued reopening of the State and will monitor the City's reopening plans and ensure the TJPA continues to align with the City's efforts. She further reported the TJPA resumed free programming activities at Salesforce Park on April 1, 2021, which included fitness, photography, and a monthly educational class on gardening. She stated the TJPA is encouraged by the attendance at the activities and the interest received to rent park space for events in the coming months. She noted TJPA plans to add more activities in the coming weeks as the City expands reopening. Additionally, she reported on the continued work with current lessees on tenant improvements to assist with their planned openings in the Fall. She also reported that an additional lease with Dim Baos has been secured to operate a juice bar in suite 119 which will be in addition to their separate Chinese cuisine operation slated for suites 125 and 129 that was put under lease in 2019.

Regarding funding, Interim ED Gonzales thanked the Metropolitan Transportation Commission (MTC) for the \$3.3 million allocation of the second CARES Act stimulus package, which will help cover Operations revenue losses and ensure that AC Transit and the San Francisco Municipal Transportation Agency (SFMTA) will not have a larger financial burden. She stated the TJPA looks forward to continuing to work with MTC for an allocation of the Federal American Rescue Plan Act (ARPA) in the coming months. She also stated that President Biden recently unveiled his \$2 trillion American Jobs Plan, which includes over \$600 billion for transportation, and the TJPA continues to identify potential funding opportunities in an effort to take advantage of funding programs the DTX project qualifies for.

Interim ED Gonzales further reported that the TJPA continues to advance DTX through multiple efforts, which included virtual fly-in meetings with TJPA federal advocates, to reintroduce/introduce the DTX project to staff members at United States Senators Diane Feinstein and Alex Padilla's offices; House Representatives Anna Eshoo, Jackie Speier, and Mark DeSaulnier and Speaker Pelosi's office. The briefings were well received and the TJPA team looks forward to working with these offices on delivering DTX. The TJPA also met with the Federal Railroad Administration to discuss its Consolidated Rail Infrastructure and Safety Improvements (CRISI) grant; the notice of funding opportunity is expected to be released in May.

Interim ED Gonzales stated that with the San Francisco County Transportation Authority (SFCTA) unanimously approving the Prop K allocation of \$6.2 million on March 23 to advance the DTX project with an acceleration modification to the Comprehensive Work Plan and Master Schedule, the Board will consider approval of this item later in the agenda which would ensure the DTX project enters the Federal Transit Administration's New Starts project development process this Fall.

Interim ED Gonzales concluded her report by noting that a comprehensive overview of the Transbay Program was provided to new and reappointed Citizens Advisory Committee (CAC)

members and the TJPA looks forward to working with the CAC in advancing TJPA initiatives and the important advocacy of the DTX project. She also stated the first quarter 2021 Project Labor Agreement report has been included in the Board packet.

Lily Madjus Wu, TJPA Communications and Legislative Affairs Manager, along with Niccolo De Luca and Andres Ramirez of Townsend Public Affairs, Julie Minerva of Carpi and Clay and Keith Hartwell and Richard Sherman of BlankRome, collectively presented the Legislative Update.

John Updike, TJPA Facility Director, presented the Facility Operations Update.

Chair Gee thanked Interim ED Gonzales and staff for the report and asked, as the region prepares to reopen, is there data on ridership embarking or disembarking at the Transit Center to help guide and inform tenants about reopenings and leasings. Mr. Updike stated that ridership data provided by SFMTA shows some boarding information and noted some tenants are not only looking at transit ridership but also the impact that remote work will have on the offices surrounding the Transit Center.

Director Forbes inquired about the progress of implementing the Wayfinding Concepts and Capital Improvements project. Mr. Updike acknowledged its importance and noted the TJPA continues to work with SFMTA and MTC to identify funding to move the project forward. Chair Gee requested Interim ED Gonzales work with transit partners to obtain ridership trends for inclusion in next month's report and Interim ED Gonzales concurred. Director Shaw and Director Tumlin both stated that their respective agencies would share its ridership information with the TJPA.

6. Citizens Advisory Committee Update

Belal Aftab, TJPA CAC Vice Chair, reported the CAC had a productive meeting on April 6 where new CAC members were welcomed, and he noted the CAC looks forward to the Board's approval of Claire Kostohryz filling the AC Transit seat and joining the CAC.

He stated the CAC appreciated the presentation by TJPA and its staff on the history of the agency and the Transbay Program. He noted the presentation was thorough and easy to understand. He also reported that CAC members have expressed concerns regarding real estate values in the area and noted the ridership trends data would be beneficial for the CAC, as it is made up of a number of different constituencies.

CAC Vice Chair Aftab concluded his report by thanking outgoing CFO, Erin Roseman, for her work on the Transbay Program.

7. 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 urged the Board to review the letter that Roland Lebrun sent and suggested the Board agendaize his proposal and extend him an offer to present at an upcoming meeting.

Hayden Miller expressed concern regarding public restrooms at the Transit Center and suggested a schedule be put in place to help visitors recognize open and closed restrooms. He also expressed concern regarding transferring between buses at the Transit Center and stated the current ground-level design is not built for buses.

Roland Lebrun commented regarding the time limit provided for public comment at the end of the April 6 CAC meeting. He also referenced the letter he sent to the Board and noted he spent 40 hours summarizing 10 years of research, primarily in Europe, London. He stated the 20-year-old DTX alignment was not designed to connect to the East Bay and the current design makes it impossible to board or exit a train at the Transit Center.

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

REGULAR CALENDAR

8. Approving the Fiscal Year 2020-2021 Capital Budget Amendment No. 1 to increase the Phase 2 Capital Budget by \$2,314,557 to \$13,991,558 and increasing the overall Capital Budget from \$90,626,061 to \$92,940,618.

Erin Roseman, TJPA CFO, presented the item.

Chair Gee thanked Vice Chair Mandelman and the SFCTA for advancing the funding to ensure the DTX project remains competitive for future funding opportunities.

No public comment.

RESOLUTION 21-008

On motion to approve:

ADOPTED: AYES – Chang, Forbes, Lipkin, Shaw, Tumlin, Mandelman, and Gee

9. Presentation of the budget outlook for Fiscal Year 2021-22 operating, debt service, and capital budgets.

Erin Roseman, TJPA CFO, presented the item.

Director Shaw referenced the Preliminary Operating Budget and asked when information would be provided to the Board for review. Ms. Roseman stated a Preliminary Operating Budget was

presented and approved at the January Board meeting and noted TJPA works with the CFO/Budget Director at AC Transit and SFMTA prior to bringing to the TJPA Board.

Director Tumlin thanked Ms. Roseman for explaining complex things in simple terms and noted the Board's appreciation, as it makes their fiduciary responsibilities easier to fulfill. Director Forbes reiterated Director Tumlin's comment, thanked Ms. Roseman for all of her hard work, and noted Oakland is lucky to have her. Director Lipkin echoed his fellow Board members and wished her well in Oakland. Director Chang thanked Ms. Roseman for the work she has done. Interim ED Gonzales thanked Ms. Roseman for the work she has done during her tenure with the agency, and also for the work she has been doing to prepare the TJPA for the next Fiscal Year. Chair Gee thanked Ms. Roseman for providing clarity on the budget and in doing it in a way that is easy for everyone to understand, especially the public. Chair Gee advised Interim ED Gonzales and staff to stay informed on Regional Measure 3 funding, to keep track on how reserves are being spent, and suggested including an update at the May Board meeting.

Public Comment:

Roland Lebrun thanked Ms. Roseman for her service and wished her well in Oakland.

10. Authorizing the Board Chair to execute a professional services agreement with CPS HR Consulting for executive recruitment services for a one-year term, with an option to extend the term for six additional months, and an amount not to exceed \$28,500.

Deborah Miller, TJPA Legal Counsel, presented item.

No public comment.

RESOLUTION 21-009

On motion to approve:

ADOPTED: AYES – Chang, Forbes, Lipkin, Shaw, Tumlin, Mandelman, and Gee

11. Approving the recommended applicant to serve as a member of the TJPA Citizens Advisory Committee to fill the remaining vacant seat.

Lily Madjus Wu, TJPA Communications and Legislative Affairs Manager, presented the item.

No public comment.

RESOLUTION 21-010

On motion to approve:

ADOPTED: AYES – Chang, Forbes, Lipkin, Shaw, Tumlin, Mandelman, and Gee

12. Approving the acceleration modification to the Comprehensive Work Plan for the Downtown Rail Extension as supported by the Executive Steering Committee (ESC) under the terms of the San Francisco Peninsula Rail Program Memorandum of Understanding.

Stephen Polechronis, Interim DTX Project Director, presented the item.

Chair Gee referenced section 7, Governance and Oversight, and asked if the project overlaps with the Blue Ribbon Task Force led by MTC. Director Chang responded in her capacity as ESC Chair and stated the Blue Ribbon Task Force is not looking at anything related to TJPA or DTX governance. Director Chang noted that the ESC has its own governance task, which is being co-led by MTC and SFCTA with participation from all ESC partners, to identify the appropriate lead for implementing the delivery method that is chosen; presumptively, the lead would be TJPA but other options will be considered to ensure coordination as the project goes into the next phases. Chair Gee stated that there has been interest to change the routing of DTX and asked, if the Board wanted to change the routing of DTX, what would that do to the Comprehensive Work Plan. Mr. Polechronis stated the project team would need to step back in a very significant way, as the Record of Decision has been approved by the Federal Transit Administration, certified by the TJPA Board, and establishes a physical footprint and the effects, impacts and mitigations. Those established mitigations would need to be incorporated into the overall design. He also stated an additional supplemental environmental document would be required, cause the project team to go as far back as scoping, and be a multi-year impact to the Master Work Schedule.

Regarding the acceleration timeline, Director Lipkin asked Mr. Polechronis if he felt confident that enough of the design work would be completed to ensure DTX would secure federal funds and Mr. Polechronis responded affirmatively.

Public Comment:

Roland Lebrun suggested the TJPA continues forward with its proposed accelerated path and that the Board initiates another path that allows others to weigh in and decide how to move forward. He recommended that the Board look at the project and review the potential surface impacts the project will have on the South of Market Area.

Jim Patrick echoed Mr. Lebrun's comment.

RESOLUTION 21-011

On motion to approve:

ADOPTED: AYES – Chang, Forbes, Lipkin, Shaw, Tumlin, Mandelman, and Gee

13. Approving the Minutes of the March 11, 2021 meeting.

No public comment.

On motion to approve:

ADOPTED: AYES – Chang, Forbes, Shaw, Tumlin, Mandelman, and Gee
ABSTAIN – Lipkin

ADJOURN – Chair Gee adjourned the meeting at 11:15 a.m.

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

Donald Pollitt II
Interim 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