

**TRANSBAY JOINT POWERS AUTHORITY  
BOARD OF DIRECTORS**

**MINUTES**

Thursday, May 13, 2010  
1 Dr. Carlton B. Goodlett Place, Room 416  
San Francisco, CA

REGULAR MEETING  
9:30 a.m.

BOARD OF DIRECTORS

Nathaniel Ford, Chair  
Elsa Ortiz, Vice Chair  
Mark Church  
Michael Cohen  
Chris Daly  
Bijan Sartipi

Executive Director  
Maria Ayerdi-Kaplan

Secretary  
Nila Gonzales

201 Mission St. #2100  
San Francisco, California 94105  
415-597-4620  
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9:30 – REGULAR MEETING

## ORDER OF BUSINESS

### 1. Call to Order

Chairman Ford called the meeting to order at 9:30 am.

### 2. Roll Call

Secretary Gonzales announced that Director Church would not be in attendance due to a scheduling conflict and, therefore, Director Lloyd was sitting in as his alternate.

Present: Michael Cohen  
Chris Daly  
Art Lloyd  
Elsa Ortiz  
Bijan Sartipi  
Nathaniel Ford

Absent: Mark Church

### 3. Communications

None.

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

None.

### 5. Executive Director's Report

- Construction Manager/General Contractor (CMGC) SBE Update
- Bus Storage Facilities Update

Executive Director (ED) Ayerdi-Kaplan reported on activity since the last Board meeting. She stated that Pelli Clarke Pelli Architects continued working on the construction documents and that the first bid for the buttress, shoring and excavation work would be released in June to the six contractors who were prequalified. She also stated that discussions are ongoing with Caltrans and AC Transit regarding the configuration of the existing Fremont Street on-ramp. She further stated that the team has continued meeting with the community and businesses in the surrounding area related to the upcoming work with the project. She reported on various other updates including utility relocation, bus storage facilities and meetings with the State Fire Marshall on the required fire sprinkler requirements. She further reported that the Temporary Terminal punch-list work continues, the work on the Essex Street transit lane improvement has begun, and coordination with MTC on real time signage devices is underway. She also reported on the rail extension part of the program, stating that Parsons has continued their work and have delivered a number of deliverables and that TJPA has continued coordination efforts with Caltrain and the California High Speed Rail Authority.

Thomas Soohoo, Webcor/Obayashi Small Business Manager, presented the CMGC SBE Update.

Phil Sandri, Project Manager, presented the Bus Storage Facilities Update.

Director Daly requested that he be kept informed on the plans for the neighborhood input on the design elements of the sound wall and fencing so that he can be involved.

Director Cohen requested that an update be provided to the Board as the progress on the planning gets underway so that the size and appearance of the sound walls can be understood.

Chairman Ford recessed the meeting for a short time due to technical difficulties. The meeting was recessed at 9:53am and resumed at 10:03am.

#### 6. Public Comment

None.

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

#### REGULAR CALENDAR

7. Adopting the revised Baseline Budget for Phase 1 of the Transbay Transit Center Program in the amount of \$1,589,000,000, Funding Plan, Schedule and Certifying that Funds are available to construct the Transbay Transit Center.

ED Ayerdi-Kaplan introduced the item and noted the resolution had been amended since distributed.

Robert Beck, TJPA Senior Program Manager, and Nancy Whelan, TJPA Financial Consultant, presented the item.

Vice Chair Ortiz expressed her support for this item. She stated that AC Transit requires certification of funding to move their operations and she thanked the ED for relieving the concerns that she raised at the last meeting, which included the extension of two years that AC Transit would be at the Temporary Terminal. She further stated that the AC Transit Board met and approved the proposed plan.

Director Cohen requested an updated opinion of value on the land which he felt would be helpful in relieving his concerns with funding for Phase II. Ms. Whelan replied that the process is already underway.

Secretary Gonzales read the added resolved clause into the record prior to taking the vote.

No public comment.

RESOLUTION 10-009

On motion to approve:

**ADOPTED: AYES – Cohen, Daly, Lloyd, Ortiz and Ford**

8. Presentation of and Public Hearing for draft Fiscal Year 2010-11 Capital Budget in an amount not to exceed \$362,948,000 and draft FY 2010-11 Operating Budget in an amount not to exceed \$3,817,000.

Nancy Whelan, TJPA Financial Consultant, presented the item.

No public comment.

9. Approving the Minutes of the April 22, 2010 meeting.

No public comment.

On motion to approve:

ADOPTED: AYES – Cohen, Daly, Lloyd, Ortiz and Ford

The minutes were approved.

#### 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

1. Call to Order

Chairman Ford called the closed session to order at 10:35 am

2. Roll Call

Present: Michael Cohen  
Chris Daly  
Art Lloyd  
Elsa Ortiz  
Bijan Sartipi  
Nathaniel Ford

Absent: Mark Church

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

(3.1) Property: 77-79 Natoma Street, San Francisco (Block 3721, Lot 031)

TJPA Negotiators: Maria Ayerdi-Kaplan, Executive Director, and Andrew W. Schwartz and Deborah L. Keeth, Shute, Mihaly & Weinberger LLP, outside counsel

Negotiating parties: TJPA; Varnish Fine Art, LLC; Jennifer L. Rogers; Kerri L. Stephens

Under negotiation: Price and terms of payment for TJPA's acquisition of property interest in 77-79 Natoma Street, San Francisco (Block 3721, Lot 031); compensation for loss of business goodwill under California Code of Civil Procedure Section 1263.510

## RESOLUTION 10-010

On motion to approve:

ADOPTED: AYES – Cohen, Daly, Lloyd, Ortiz, and Ford

- (3.2) Property: Portion of Caltrans Parcel T bounded by the Transbay Terminal, Fremont, Mission, and First Streets

TJPA Negotiators: Maria Ayerdi-Kaplan, Executive Director; Charles Sullivan, Deputy City Attorney; and Andrew W. Schwartz, Shute, Mihaly & Weinberger, outside counsel

Negotiating parties: TJPA and Hines

Under negotiation: Terms of the Exclusive Negotiating Agreement between the TJPA and Hines and the price and terms of Hines' purchase of the Property from the TJPA

ADJOURN CLOSED SESSION AND RECONVENE REGULAR MEETING – The Closed Session was adjourned at 10:55 am.

### 10. Announcement of Closed Session.

Deborah Keeth, TJPA Counsel, announced that the Board met for a conference with their real property negotiators in regards to Item 3.1 and unanimously authorized the ED to execute an agreement with Varnish Fine Art, LLC, to provide compensation in the amount of \$200,000 in settlement of all claims relating to goodwill loss. She further announced that the Board met for a conference with their real property negotiators in regards to Item 3.2 and there was no action to report.

ADJOURN – Chairman Ford adjourned the meeting at 11:00 am

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

Nilá Gonzales  
Board Secretary

The Ethics Commission of the City and County of San Francisco has asked us to remind individuals and entities that influence or attempt to influence local legislative or administrative action may be required by the San Francisco Lobbyist Ordinance [SF Admin. Code Sections 16.520 - 16.534] to register and report lobbying activity. For more information about the Lobbyist Ordinance, please contact the Ethics Commission at 1390 Market Street, Suite 801, San Francisco, CA 94102, telephone (415) 554-9510, fax (415) 554-8757 and web site: [sfgov.org/ethics](http://sfgov.org/ethics).