

**TRANSBAY JOINT POWERS AUTHORITY
BOARD OF DIRECTORS**

MINUTES

Thursday, December 10, 2009
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

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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 Vice Chair Ortiz and Director Sartipi would not be in attendance and Directors Anziano and Harper would be sitting in for them.

Present: Tony Anziano
Mark Church
Michael Cohen
Chris Daly
Greg Harper
Nathaniel Ford

Absent: Elsa Ortiz
Bijan Sartipi

3. Communications

None.

4. Board of Director's New and Old Business

Director Daly announced that he will be hosting a community meeting to discuss the Transbay Transit Center and, more specifically, High Speed Rail's study of Main and Beale Streets which would have significant impacts to constituents in the District he represents. It will be held on Wednesday, December 16, 2009 at 5:30pm at the South Beach Harbor Community Room, Pier 40A, The Embarcadero.

Chairman Ford expressed sincere gratitude to Norm Rolfe for his many years of advocating for transit and this project. He sent well wishes to Norm who has been ill and not doing well. He then dedicated the meeting to Norm Rolfe.

5. Executive Director's Report

- Funding Update
- Quarterly Financial Reports
- Construction Manager/General Contractor (CM/GC) SBE Update
- Caltrain Downtown Extension (DTX) Update

Executive Director (ED) Ayerdi-Kaplan reported on a number of updates, including the status of ARRA funding. She stated that ARRA funding was originally scheduled to be announced in October but that the announcements have been delayed and the hope is to hear about the \$400 million application for the train box sometime in the Winter. She further stated that the demolition of the existing terminal and the opening of the Temporary Terminal are expected in the Spring and that the team's focus has been on rescheduling and allocating resources to prioritize and maintain progress and critical design activities so the overall impact to the program milestones is minimized. She further reported on various meetings including those with the stakeholders, the SF Police Department for overall security strategies, archaeological work, communications with Amtrak, continued design development phase of the new station with Pelli Clarke Pelli Architects, and on-going meetings with the California High Speed Rail Authority regarding program requirements and operations, as well as meetings with Caltrans, MUNI, Golden Gate Transit, SamTrans and AC Transit.

Nancy Whelan, TJPA Financial Consultant, presented the Funding Update.

Sara Gigliotti, TJPA Contracts Compliance Manager/Finance Coordinator, presented the Quarterly Financial Reports.

Jes Pedersen, Webcor/Obayashi, presented the CM/GC SBE Update.

Chairman Ford suggested that Staff find out about the local hiring and DBE/SBE efforts already done on the Doyle Drive project and Caltrans. Director Anziano offered his assistance with the toll bridge program as well. ED Ayerdi-Kaplan stated that Staff has been working very closely with the SF County Transportation Authority regarding their efforts with Doyle Drive and other City departments and that Staff would provide an update at the next meeting.

Bradford Townsend, DTX Program Manager, presented the DTX Update.

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.

CONSENT CALENDAR

7. 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.

(7.1) Approving the Minutes of the October 8, 2009 meeting.

(7.2) Authorizing the Executive Director to execute Amendment No. 2 to the Agreement for independent auditing services with Macias, Gini & O'Connell, to modify the Agreement to extend the term for an additional year and increase the total compensation not to exceed \$270,000.

RESOLUTION 09-050

(7.3) Authorizing the Executive Director to execute Amendment #8 to Request for Services #1 for legal services with Shute, Mihaly & Weinberger to increase the amount by \$244,213, for a total maximum approved amount under Request for Services #1 from \$2,640,000 to \$2,884,213.

RESOLUTION 09-051

No public comment.

On motion to approve the Consent Calendar:

ADOPTED: AYES – Church, Cohen, Daly, Harper and Ford

REGULAR CALENDAR

8. Approving a \$171,000,000 TIFIA loan from the U.S. Department of Transportation and authorizing the Executive Director to execute the Loan Agreement, the Note, the Collateral Agency Agreement, the FTA Compliance Agreement, and the Acknowledgement Agreement to finance a portion of the costs of Phase 1 of the Transbay Transit Center Program.

Nancy Whelan, TJPA Financial Consultant, presented the item.

RESOLUTION 09-052

No public comment.

On motion to approve:

ADOPTED: AYES – Church, Cohen, Daly, Harper and Ford

9. Audit Presentation of the TJPA Financial Statements for Fiscal Year 2009.

Sara Gigliotti, TJPA Contracts Compliance Manager/Finance Coordinator, stated she was pleased to report that the TJPA had again received an unqualified opinion. She then introduced Craig Boyer of Macias, Gini & O'Connell who presented the item.

Chairman Ford commended Staff for receiving an unqualified opinion.

No public comment.

10. Presentation of the draft Transit Center District Plan released by the San Francisco Planning Department.

David Alumbaugh, SF Planning Department, presented the item.

No public comment.

11. Presentation on the Draft Relocation Impact Study II to be released for public comment.

Joyce Oishi of the TJPA Program Management team, and Karen Eddleman of Associated Right of Way Services, the TJPA relocation consultant, presented the item.

No public comment.

12. Authorizing the Executive Director to execute Amendment No. 1 to Agreement No. 08-01-CMTT-000 with Townsend Management, Inc., for construction management services for the new Temporary Terminal facilities project, adding \$86,200 to the Agreement for Basic Services and transferring \$113,000 of existing Additional Services funding to Basic Services, for a total compensation value of \$1,096,200.

Robert Beck, TJPA Senior Program Manager, presented the item.

RESOLUTION 09-053

No public comment.

On motion to approve:

ADOPTED: AYES – Church, Cohen, Daly, Harper and Ford

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

1. Call to Order

Chairman Ford called the closed session to order at 10:30 am.

2. Roll Call

Present: Tony Anziano
Mark Church

Michael Cohen
Chris Daly
Greg Harper
Nathaniel Ford

Absent: Elsa Ortiz
Bijan Sartipi

3. Pursuant to Government Code Section 54957(b), the TJPA Board of Directors will meet in closed session to discuss routine evaluation of public employee:

PUBLIC EMPLOYEE PERFORMANCE EVALUATION:

Executive Director, Maria Ayerdi-Kaplan

ADJOURN CLOSED SESSION AND RECONVENE REGULAR MEETING – The Closed Session was adjourned at 11:15 am.

13. Announcement of Closed Session.

Deborah Keeth, TJPA Counsel, announced that the Board met in Closed Session and there was no action to report.

ADJOURN – Chairman Ford adjourned the meeting at 11:20 am

A tape 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 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.