



**TRANSBAY JOINT POWERS AUTHORITY
BOARD OF DIRECTORS**

MINUTES

Thursday, May 8, 2014
1 Dr. Carlton B. Goodlett Place, Room 416
San Francisco, CA

REGULAR MEETING
9:30 a.m.

BOARD OF DIRECTORS

Jane Kim, Chair
Greg Harper, Vice Chair
Jerry Deal
Gabriel Metcalf
Edward Reiskin
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

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

2. Roll Call

Secretary Gonzales announced that Jerry Deal was joining as the newly appointed member representing the Peninsula Corridor Joint Powers Board.

Present: Jerry Deal

Gabriel Metcalf (arrived during Item 5)

Ed Reiskin

Bijan Sartipi

Greg Harper

Jane Kim

3. Communications

None.

4. Board of Director's New and Old Business

None.

5. Executive Director's Report

- Construction Update
- Quarterly Project Labor Agreement (PLA) Report
- Cost Estimate Update

Executive Director Ayerdi-Kaplan welcomed Director Deal and introduced staff to present the reports.

Steve Rule, Turner Construction, presented the Construction Update.

Dennis Turchon, TJPA Senior Construction Manager, presented the PLA Report.

Mark Zabaneh, TJPA Senior Program Manager, Natalie Saylor of Leland Saylor Associates and Steve Humphreys of Webcor/Obayashi Joint Venture, presented the Cost Estimate Update.

The Directors were appreciative that a bidder survey was conducted and all recommendations are being implemented. Director Deal stated he hopes the implementation of the bidder survey recommendations is just the beginning and that the team continues to evaluate the market and adjust as necessary. Director Reiskin emphasized the importance of the Construction

Manager/General Contractor, the designers, and the entire team working together to get clean packages back on the market as quickly as possible.

Executive Director Ayerdi-Kaplan provided the Board members with a map showing the thousands of jobs created by the project across the United States.

Public Comment:

Jim Patrick, Patrick & Co., stated his dissatisfaction with the PLA and indicated that it is contributing to the high costs being seen on the bids. He recommended that the Board take a position regarding the local minimum wage policy.

Roland Lebrun disagreed with Jim Patrick and stated the bidding situation being seen on this project is a carbon copy of what happened in Europe. He suggested the new engineering contract approach be considered for bid packages.

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. Approving an Amendment to Contract No. 08-04-CMGC-000, authorizing Webcor/Obayashi Joint Venture to award a Trade Work subcontract with Shimmick Construction Company as the lowest responsible bidder in the amount of \$56,225,056 for TG18.1: Bus Ramps Package, thereby increasing authorized Direct Costs by \$56,225,056 and increasing the authorized Construction Services Fixed Fee by \$4,610,454.59.

Dennis Turchon, TJPA Senior Construction Manager, presented the item.

Director Reiskin commended staff for doing A+B bidding, including a value engineering process and having deductive alternates.

No public comment.

RESOLUTION 14-007

On motion to approve:

ADOPTED: AYES – Deal, Metcalf, Reiskin, Harper, and Kim

8. Presentation of and Public Hearing for draft Fiscal Year 2014-15 (FY 2014-15) Capital Budget in an Amount Not To Exceed \$321,427,000 and draft FY 2014-15 Operating Budget in an Amount Not To Exceed \$4,752,708.

Sara Gigliotti, TJPA Chief Financial Officer, presented the item.

No public comment.

9. Approving an amendment to the \$171,000,000 Transportation Infrastructure Finance and Innovation Act (TIFIA) loan from the U.S. Department of Transportation that will finance a portion of the costs of the construction of Phase 1 of the Transbay Transit Center Program.

Sara Gigliotti, TJPA Chief Financial Officer, presented the item.

Public Comment:

Roland Lebrun provided comments regarding funding for the Downtown Extension and suggested Block 5 could not be sold.

RESOLUTION 14-008

On motion to approve:

ADOPTED: AYES – Deal, Metcalf, Reiskin, Harper, and Kim

10. Adopting the Debt Management Policy identified as Board Policy No. 017, Category: Financial Matters.

Sara Gigliotti, TJPA Chief Financial Officer, presented the item.

No public comment.

RESOLUTION 14-009

On motion to approve:

ADOPTED: AYES – Deal, Metcalf, Reiskin, Harper, and Kim

11. Authorizing the Executive Director to execute an agreement for Concept of Operations and other related services with Ross & Baruzzini, in the amount of \$700,000 for a period of three years, with the option to extend the term for an additional three years.

Denise Sines, URS Corporation, presented the item.

Director Metcalf inquired on when the Board will see some of the concepts. Ms. Sines advised the process will take eighteen months.

Public Comment:

Jim Patrick, Patrick & Co., provided comments regarding crowd control.

RESOLUTION 14-010

On motion to approve:

ADOPTED: AYES – Deal, Metcalf, Reiskin, Harper, and Kim

12. Approving the recommended applicants to the Transbay Joint Powers Authority Citizens Advisory Committee.

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

No public comment.

RESOLUTION 14-011

On motion to approve:

ADOPTED: AYES – Deal, Metcalf, Reiskin, Harper, and Kim

13. Approving the Minutes of the March 13, 2014 meeting.

No public comment.

On motion to approve:

ADOPTED: AYES – Deal, Metcalf, Reiskin, Harper, and Kim

14. Approving a Resolution of Appreciation for Director Art Lloyd.

Executive Director Ayerdi-Kaplan expressed her gratitude to Director Lloyd for his many years of hard work and commitment on behalf of the Transbay project.

Chair Kim stated her appreciation for Director Lloyd's dedication and his incredibly long career of sixty years.

No public comment.

RESOLUTION 14-012

On motion to approve:

ADOPTED: AYES – Deal, Metcalf, Reiskin, Harper, and Kim

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

Chair Kim called the closed session to order at 11:40 a.m.

16. Roll Call

Present: Jerry Deal
Gabriel Metcalf
Ed Reiskin
Bijan Sartipi
Greg Harper
Jane Kim

17. CONFERENCE WITH REAL PROPERTY NEGOTIATORS (Gov. Code section 54956.8) and CONFERENCE WITH LEGAL COUNSEL — EXISTING LITIGATION (Gov. Code section 54956.9(a) and 54956.9(d)(1))

(17.1) Property: 562-564 Howard Street (Block 3721, Lot 019)

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

Negotiating parties: TJPA; 564 Howard Street, LLC and Gruen Gruen + Associates

Under negotiation: Price for TJPA's acquisition of property interest in 564 Howard Street

Name of case: City and County of San Francisco v. 564 Howard Street, LLC, et al., San Francisco Superior Court Case No. 10-506781

(17.2) Property: 568 Howard Street (Block 3721, Lot 020)

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

Negotiating parties: TJPA; InvesMaster Corporation

Under negotiation: Price for TJPA's acquisition of property interest in 568 Howard Street

Name of case: City and County of San Francisco v. InvesMaster Corporation, et al., San Francisco Superior Court Case No. 10-506782

ADJOURN CLOSED SESSION AND RECONVENE REGULAR MEETING – The Closed Session was adjourned at 11:45 a.m.

18. Announcement of Closed Session.

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

ADJOURN – Chair Kim adjourned the meeting at 11:55 a.m.

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 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.