

**TRANSBAY JOINT POWERS AUTHORITY
BOARD OF DIRECTORS**

MINUTES

Thursday, September 11, 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
Marian Lee
Mohammed Nuru
Edward Reiskin
Bijan Sartipi

Executive Director
Maria Ayerdi-Kaplan

Secretary
Nila Gonzales

201 Mission St. #2100
San Francisco, California 94105
415-597-4620
415-597-4615 fax

9:30 – REGULAR MEETING

ORDER OF BUSINESS

1. Call to Order

Chair Kim called the meeting to order at 9:40 a.m.

2. Roll Call

Secretary Gonzales announced that Director Sartipi was absent due to a scheduling conflict and Director Deal retired therefore Director Lee was joining as the representative for the Peninsula Corridor Joint Powers Board also known as Caltrain.

Present: Marian Lee
Mohammed Nuru
Ed Reiskin (*arrived during ED Report*)
Greg Harper
Jane Kim

Absent: Bijan Sartipi

3. Communications

None.

4. Board of Director's New and Old Business

None.

5. Executive Director's Report

- Block 5 Update
- Construction Update
- Bus Ramp Construction Outreach
- Quarterly Financial Reports

Executive Director Ayerdi-Kaplan reported on the Mello Roos Community Facilities District (CFD) and thanked Mayor Lee, Supervisor and TJPA Chair Kim, Supervisor Weiner, and the Board of Supervisors for holding firm on the maximum tax rates that were in the legislation originally introduced in July 2014. She acknowledged and thanked the public for their support of the CFD and the project over the past twenty years. Andrew Schwartz, TJPA counsel, described the Transit Center District Plan purpose and benefits which provide that in return for the permission to build taller buildings than allowed by existing zoning, the developers building to the increased heights would pay a Mello Roos CFD special tax of which the TJPA's portion would be 82.6%. Executive Director Ayerdi-Kaplan further reported that as a result of the United States Department of Transportation (US DOT) referring to the project as a national model and identifying a lot of the agency's work as national best practices, TJPA was invited by

the Federal Railroad Administration (FRA) to present in August at their first FRA Program Delivery conference in Washington, D.C. Scott Boule and Mark Zabaneh presented on behalf of the TJPA and both presentations were very well received and generated positive feedback from the audience as well as the FRA. Executive Director Ayerdi-Kaplan also noted that the FRA was complimentary in their closeout remarks when they conducted their construction site visit and program review and they identified, as a national best practice, the program's risk and contingency management as well as the Buy America jobs map. She provided updated maps to the Board of Directors which reflected the increase in construction jobs alone across the United States from 6,140 to 7,121 added since May 2014. She added that the project is adding approximately 500 jobs per month. She also provided an update on the Downtown Rail Extension Supplemental Environmental Impact Statement/ Environmental Impact Report (SEIS/EIR) and stated that the administrative draft has been provided to participating agencies for comment and is expected to be released to the public for comment later in the Fall with an advance update to the Board of Directors. She also reported that the Summer internship program concluded in August and expressed appreciation for the motivated and inspired students that worked on the project who can be seen and heard on the agency's website under Faces of Transbay.

Courtney Pash, Office of Community Investment and Infrastructure, presented the Block 5 Update.

Steve Rule, Turner Construction, presented the Construction Update. Executive Director Ayerdi-Kaplan announced that Steve Humphreys, Webcor/Obayashi, would have presented an update on the Saylor report but he was called away to jury duty and therefore will report on it next month.

Scott Boule, TJPA Legislative Affairs & Community Outreach Manager, presented the Bus Ramp Construction Outreach that has taken place including two community meetings at the TJPA office on September 10, 2014 and advised that outreach would continue. Chair Kim suggested staff attend meetings convened by her office to discuss activity in the area.

Craig Boyer, TJPA Finance Coordinator, presented the Quarterly Financial Reports.

Public Comment:

Roland Lebrun stated that he agreed with the Executive Director's comments regarding the CFD and congratulated Supervisor Kim, the Board of Supervisors, and the Mayor's Office for reaching a deal with the developers. Mr. Lebrun suggested that Block 5 was supposed to be for Phase 2, to fund the Downtown Rail Extension, and provided comments on its Request for Proposals and the reference to the SEIS/EIR. He further provided comments on the impacts he felt there would be if it is built as designed.

6. Citizens Advisory Committee (CAC) Update

Bruce Agid, CAC Vice Chair, extended congratulations to everyone on the proposed deal with the developers regarding the formation of the special district tax. Mr. Agid applauded the efforts of the Executive Director and project team to manage the costs but still expressed concern

regarding cost because of the trend of higher than anticipated bids received and the tight program reserves and contingencies. He further stated that the CAC is cautiously optimistic as the packages recommended for approval on today's agenda are under the estimates and they hope this continues with the remaining bid packages to secure the bids and find additional savings to offset the higher than anticipated costs of previously awarded bid packages.

Mr. Agid also suggested that it is an appropriate time to revisit the opportunity for uniform heights and level boarding for Caltrain and High Speed Rail (HSR) to insure the right decisions are made now for maximum operational flexibility, capacity, and passenger accessibility. Chair Kim requested this item be brought to the Board in October. Executive Director Ayerdi-Kaplan stated that the Metropolitan Transportation Commission has taken the lead on these discussions and the TJPA supports level boarding heights. Director Lee stated it is timely to bring this topic to the TJPA and she also offered to present to the CAC.

Mr. Agid also stated that staff has provided several updates on various aspects of the plans for Phase 2 and listed updates the CAC will be requesting in the future months, which included a comprehensive integrated high level Phase 2 update including the train yard study, the I280 study, the SEIS/EIR, the project delivery methods, and funding strategies.

7. Public Comment

Jim Patrick, Patrick & Co., suggested there should be a Phase 3 that would entail building additional tunnels.

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

CONSENT CALENDAR

8. 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.

(8.1) Approving the Minutes of the July 10, 2014 meeting.

(8.2) Authorizing the Executive Director to amend Professional Services Agreement No. 09-01-APP-000, for Real Estate Appraisal Services with Carnegie-Blum & Partners, Inc. to extend the agreement to a maximum term of six years with no change to the maximum compensation under the Agreement.

RESOLUTION 14-029

On motion to approve the Consent Calendar:

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

REGULAR CALENDAR

At the request of the Chair, items 9 and 10 were called together.

9. Approving an Amendment to Contract No. 08-04-CMGC-000, authorizing Webcor/Obayashi Joint Venture to award a Trade Work subcontract to Desert Mechanical, Inc. as the responsible bidder submitting the lowest responsive bid in the amount of \$15,782,188 for TG10.2: Plumbing, thereby increasing authorized Direct Costs by \$15,782,188, and the authorized Construction Services Fixed Fee by \$1,199,446.

Mark Zabaneh, TJPA Senior Program Manager, presented the item.

Director Reiskin stated that the Rooftop Park is part of the scope included in the \$1.899 budget approved in July 2013, noted that these packages do not include park scope, and stated future budget comparisons would be more helpful if they are comparable. He commended staff for inclusion of deductive bid alternates and requests for value engineering proposals but suggested keeping the greywater scope in the award for the additional \$80,000 and not accepting the deductive alternate because he felt the greywater system was important. Wayne Gaw, WSP, of the design team explained that the project still has the greywater system and the additional \$80,000 is for an extra component that adds an educational element so that the greywater process can be visible to the public but it is not a necessity to the greywater treatment process and there is no impact to the greywater functionality. Mr. Zabaneh clarified that if the Board decided to add the \$80,000 greywater element to the award, they would also keep the wetland feature which was part of the Board approved deduct alternates when they approved the budget in July 2013. Chair Kim and Director Reiskin stated that they felt it was worth adding back the \$80,000.

Director Reiskin made a motion to approve the item with an amendment to restore \$80,000 by not accepting the deductive alternate and Director Harper seconded.

Public Comment:

Tyson Shower of Hanson Bridgett, attorney for Airco Mechanical, provided comments on their protest to Desert Mechanical's bids for both TG10.2: Plumbing and TG10.3: HVAC and suggested the bids be thrown out. Director Reiskin stated he was satisfied with the response to the protest that was received from staff and Director Nuru concurred.

Roland Lebrun provided comments regarding delivering on time and on budget and suggested looking at other forms of engineering contracts being used in Australia and Hong Kong.

RESOLUTION 14-030

On motion to approve as amended:

ADOPTED: AYES – Nuru, Reiskin, Harper, and Kim
ABSTAIN – Lee

10. Approving an Amendment to Contract No. 08-04-CMGC-000, authorizing Webcor/Obayashi Joint Venture to award a Trade Work subcontract to Desert Mechanical, Inc. as the responsible bidder submitting the lowest responsive bid in the amount of \$12,059,025 for TG10.3: Heating, Ventilating and Air Conditioning, thereby increasing authorized Direct Costs by \$12,059,025, and the authorized Construction Services Fixed Fee by \$916,486.

Mark Zabaneh, TJPA Senior Program Manager, presented the item.

Public Comment:

Nathan Gamble, Airco Mechanical, listed the work he has done on the project thus far as a lower tier subcontractor and stated they have been successful in meeting milestones, built strong working relationships with Webcor, Turner, and Shimmick, and meeting Small/Local Business Enterprise goals. He indicated that Airco Mechanical does not agree with TJPA's decision on certain protest points and suggested the Board consider their protest along with the comments made at this meeting. He thanked the Board, TJPA, and Webcor/Obayashi for their thorough investigation of Airco Mechanical's bid protests.

RESOLUTION 14-031

On motion to approve:

ADOPTED: AYES – Nuru, Reiskin, Harper, and Kim
ABSTAIN – Lee

11. Approving an Amendment to Contract No. 08-04-CMGC-000, authorizing Webcor/Obayashi Joint Venture to award a Trade Work subcontract to Transbay Fire Protection, Inc. as the responsible bidder submitting the lowest responsive bid in the amount of \$6,860,000 for TG10.5: Fire Suppression, thereby increasing authorized Direct Costs by \$6,860,000 and the authorized Construction Services Fixed Fee by \$521,360.

Mark Zabaneh, TJPA Senior Program Manager, presented the item.

No public comment.

RESOLUTION 14-032

On motion to approve:

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

ADJOURN – Chair Kim adjourned the meeting at 11:10 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.