



**TRANSBAY JOINT POWERS AUTHORITY
BOARD OF DIRECTORS**

MINUTES

Thursday, June 9, 2016
1 Dr. Carlton B. Goodlett Place, Room 416
San Francisco, CA

REGULAR MEETING
9:30 a.m.

BOARD OF DIRECTORS

Greg Harper, Chair
Mohammed Nuru, Vice Chair
Jeff Gee
Jane Kim
Edward Reiskin
Bijan Sartipi

Interim Executive Director
Mark Zabaneh

Secretary
Nila Gonzales

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9:30 – REGULAR MEETING

ORDER OF BUSINESS

1. Call to Order

Chair Harper called the meeting to order at 9:35 a.m.

2. Roll Call

Present: Jeff Gee

Jane Kim

Ed Reiskin

Bijan Sartipi

Mohammed Nuru

Greg Harper

3. Communications

None.

4. Board of Director's New and Old Business

Chair Harper stated that Caltrain would be presenting its status of electrification at the next Board meeting and there would be a future Closed Session for the routine annual review of Board officers.

5. Executive Director's Report

- Quarterly Financial Reports
- Monthly Investment Transaction Report

Mark Zabaneh, Interim Executive Director (ED), reported that the deadline for responses to the Master Lessee Request for Proposals (RFP) was extended to June 17, 2016 due to feedback received from potential respondents and that it is still anticipated to have a Master Lease fully executed by the first quarter of 2017. He also reported that the last legislative action required before proceeding with the closing of Parcel F/Block 4 was completed by the San Francisco Board of Supervisors May 17th action that approved the parameters of the Block 4 Option Agreement and he thanked the Office of Community Investment and Infrastructure Commissioners, Executive Director Tiffany Bohee and her staff for their assistance. Following up on the Board's prior request, ED Zabaneh met with City Attorney Dennis Herrera regarding increased collaboration with the City Attorney's Office and they will be working together to identify potential scope and the City Attorney's available capacity. He further reported that discussions continue with the Sheriff's Office regarding the appropriate amount of security staffing for the Transit Center. He also mentioned that he would be visiting Los Angeles Union Station to better understand how their security is managed. He stated that Mayor Ed Lee and the Chinese Minister of Transport visited the Transbay Transit Center for a project overview and site

tour on June 7th and they were very impressed. He also stated the Downtown Rail Extension (DTX) has been identified as a high performing project, in the Metropolitan Transportation Commission's draft Plan Bay Area, which is an essential step for maintaining DTX's designation as a regional priority for funding through the federal New Starts program.

Sara DeBord, TJPA Chief Financial Officer (CFO), provided the Quarterly Financial Reports and the Monthly Investment Transaction Report.

6. Construction Update

Ron Alameida, Director of Design and Construction for the Transbay Transit Center, and Dennis Turchon, TJPA Senior Construction Manager, presented the update.

7. Citizens Advisory Committee (CAC) Update

Bruce Agid, TJPA CAC Chair, stated the CAC was pleased to hear about the DTX designation as a high performing project in the draft Plan Bay Area and how it positions Phase 2 funding of approximately \$650 million through the federal New Starts program. In response to the Master Lessee RFP deadline extension, he indicated the CAC looks forward to hearing an update, once the contract is awarded, about next steps, timing and any associated risks. He thanked ED Zabaneh for the comprehensive update on Phase 2 and noted the key points from the CAC's perspective. He further stated they look forward to hearing about the various delivery models for Phase 2 as well as the analysis and recommendation to determine which model will deliver Phase 2 at the least cost while minimizing risk. Lastly, he mentioned that a request has been made for an update on Commissioning at a future CAC meeting.

8. Public Comment

Jim Patrick, Patrick & Company, expressed concern regarding nothing being done at the eastern end of the transit station which he feels should be a Phase 3.

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

CONSENT CALENDAR

9. 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.

(9.1) Approving the Minutes of the May 12, 2016 meeting.

(9.2) Authorizing an amendment of the Professional Services Agreement with Decision Consultants, Inc. for Information Technology System Support Services, exercising an option to extend the term of the agreement for two additional years with an increase in contract amount from \$100,000 to \$260,000.

RESOLUTION 16-019

No public comment.

On motion to approve the Consent Calendar:

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

REGULAR CALENDAR

10. Approving the Revised Baseline Budget for Phase 1 of the Transbay Transit Center Program in the amount of \$2,259,400,000.

ED Zabaneh presented the item.

Director Gee suggested future presentation updates regarding the budget include a note about the changes in scope over the past 20 years to more accurately match the budget numbers.

No public comment.

RESOLUTION 16-020

On motion to approve:

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

11. Approving the Fiscal Year 2016-17 (FY 2016-17) Capital Budget in an Amount Not To Exceed \$484,920,300 and FY 2016-17 Operating Budget in an Amount Not To Exceed \$5,187,168.

Sara DeBord, TJPA CFO, presented the item.

Director Reiskin suggested taking steps to secure funding for a senior staff person that would lead the Phase 2 effort. ED Zabaneh stated discussions are underway with the San Francisco County Transportation Authority (SFCTA) regarding funding for Phase 2 which could potentially include funding for that position.

Director Gee requested a road map be presented at a future Board meeting to advise on what needs to be done to help fund or resource the team for Phase 2.

No public comment.

RESOLUTION 16-021

On motion to approve:

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

12. Approving Amendment No. 4 to the Professional Services Agreement with Turner Construction Company for construction management oversight services by increasing the maximum compensation from \$57,180,000 to a total of \$72,500,000 and extending the term of the contract by 2 years to June 30, 2018.

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

No public comment.

RESOLUTION 16-022

On motion to approve:

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

13. Presentation on Downtown Rail Extension (DTX).

ED Zabaneh, Sarah Wilson of McMillen Jacobs Associates, and Scott Boule, TJPA Legislative Affairs/Community Outreach Manager, presented the item.

Director Kim conveyed her hesitancy due to the current Railyard Alternatives and I-280 Boulevard Feasibility Study (RAB) being conducted by the San Francisco Planning Department. Director Reiskin stated he understood why the Sequential Excavation Method (SEM) was being recommended for tunneling and supported moving forward with Phase 2 under the current alignment so not to delay the advancement of Phase 2 and time is not wasted but if it is decided because of the RAB or the region chooses that another alignment should be followed then there may be a change later because the ultimate goal is to deliver trains by 2025. He suggested the impacts from the SEM approach be added to the next steps list and stated the importance of getting concurrence from the respective agencies and Boards on the proposed Passenger Facility Charge funding solution as soon as possible. Vice Chair Nuru concurred with Directors Kim and Reiskin and stated the need to look at options and determine what decisions need to be made. Director Gee stated that the goal is to have trains downtown and he supported moving forward because while there are alternatives being studied, there is a need to start somewhere to assist with providing something to measure against. Chair Harper stated the importance of taking three tracks out past the 4th and Townsend Street Station and the need to be cognizant of secondary costs. He thinks the next steps presented by ED Zabaneh need to be taken and supports moving forward.

Public comment:

Roland Lebrun stated that \$23 million of Proposition K funds were recently found. He provided comments in opposition of a third track, the cost of the tunnel, and referenced the SFCTA April

26, 2016 Board meeting noting that the RAB was presented and Supervisor Peskin suggested the TJPA be terminated.

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

14. Call to Order

Chair Harper called the closed session to order at 12:25 p.m.

15. Roll Call

Present: Jeff Gee
Ed Reiskin
Bijan Sartipi
Mohammed Nuru
Greg Harper

Absent: Jane Kim

16. CONFERENCE WITH LEGAL COUNSEL—ANTICIPATED LITIGATION

Significant exposure to litigation pursuant to paragraph (2) of subdivision (d) of Section 54956.9: (1 potential case)

ADJOURN CLOSED SESSION AND RECONVENE REGULAR MEETING – The Closed Session was adjourned at 12:40 p.m.

17. Announcement of Closed Session.

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

ADJOURN – Chair Harper adjourned the meeting at 12:45 p.m.

A recording 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.