



**TRANSBAY JOINT POWERS AUTHORITY
BOARD OF DIRECTORS**

MINUTES

Thursday, November 10, 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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San Francisco, California 94105
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9:30 – REGULAR MEETING

ORDER OF BUSINESS

1. Call to Order

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

2. Roll Call

Present: Jeff Gee
Jane Kim
Ed Reiskin
Bijan Sartipi (arrived during ED Report)
Mohammed Nuru
Greg Harper

3. Communications

None.

4. Board of Director's New and Old Business

None.

5. Executive Director's Report

Interim Executive Director Zabaneh reported that the California Transportation Commission approved the reduced lease rates of 85% discount off current market rate for the Bus Storage Facility at their meeting on October 20, 2016. He also stated as the TJPA has been a strong supporter of Veterans throughout the history of the project, a lunch would be held on Veterans' Day for the Veterans constructing the project to thank them for their work. Additionally, he provided an update on the status of the TIFIA disbursement request.

6. Construction Update

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

7. Citizens Advisory Committee (CAC) Update

Secretary Gonzales announced that Bruce Agid, TJPA CAC Chair, advised that there was nothing to report.

8. Public Comment

Members of the public may address the Authority on matters that are within the Authority's jurisdiction and are not on today's calendar.

Jim Patrick stated he had concerns about the politics of the opening of the terminal in regards to whether the dates are the same or different when referring to when it is complete versus really operational. He also made suggestions for negotiations with the Master Lessee proposers.

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 October 7, 2016 meeting.

(9.2) Approving the Minutes of the October 13, 2016 meeting.

(9.3) Authorizing the Interim Executive Director to enter into a new Master Agreement for State Funded Transit Projects with the California Department of Transportation (Caltrans).

RESOLUTION 16-030

No public comment.

On motion to approve the Consent Calendar:

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

REGULAR CALENDAR

10. Authorizing the Interim Executive Director to execute an agreement for State Advocacy Services with Townsend Public Affairs for two years and compensation of \$216,000 with an option to extend the agreement for up to four one-year terms with defined increases in compensation if the options are exercised.

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

Chair Harper expressed concern regarding not using the City and County of San Francisco's (City) lobbyist. He also stated he felt lobbyists were only hired once a project knows exactly what it is doing and there are additional alignment studies underway. Mr. Boule stated his conversations with the City lobbyist confirmed the support for the approach being recommended to the Board. He also stated funds need to be sought regardless of the outcome of the other alignment studies because the funding plan will need to be put in place for whichever alignment moves forward. Interim Executive Director Zabaneh added that the TJPA has an approved alignment and environmental document and needs to be in a position to capture available funds, which is foreseen in the near future, and that the funds would stay with the project regardless of whether it is for the currently approved alignment or an alternative.

Vice Chair Nuru questioned if the item could be delayed while the alignment and funding opportunities are looked at further. Mr. Boule stated that discussions regarding new transportation funding are already underway in Sacramento and the urgency to secure advocacy services is for the federal New Starts process and to be in a position to quickly respond to any transportation spending packages that become available at either the State or Federal level.

Director Gee stated the TJPA is just one agency among many across the country and state competing for funding and advocacy is needed to ensure that promises regarding infrastructure investments are kept. The TJPA should have resources in Sacramento and DC to be ready when the rules change and funding becomes available; therefore, these services are a wise investment.

Director Reiskin concurred with Director Gee and stated it is typical for projects, and likely was the case for Central Subway, to secure or seek funds prior to having the exact scope worked out. He did not think waiting would be helpful to the project and, with the change in administration, stated the TJPA should have a voice at the State and Federal levels.

Chair Harper requested TJPA counsel review the contract language used in the TJPA contracts which is mirrored off the City's contract template.

No public comment.

RESOLUTION 16-031

On motion to approve:

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

11. Authorizing the Interim Executive Director to execute an amendment to extend the Agreement for Federal Advocacy Services with Carpi and Clay for one year and additional compensation of \$155,500.

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

Director Kim stated there is uncertainty about the future of federal funding and would like more time to consider the agency's role in Washington, DC. She made a motion for a three month

extension only at this time so that the work on the existing TIFIA funding can continue. Director Reiskin seconded the motion. There were no objections by the Board to amend the contract duration to three months.

Director Gee inquired on what Director Kim would like to see at the conclusion of three months and Director Kim responded that it would be good for the Board to discuss federal advocacy goals and suggested it be discussed at the next Board meeting.

No public comment.

RESOLUTION 16-032

On motion to approve the item as amended:

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

12. Approving a Resolution of Appreciation for Principal Engineer Brian Dykes.

Interim Executive Director Zabaneh presented the item. Mr. Dykes stated he enjoyed his time on the project and noted that it is the largest project he has ever worked on. He thanked the Board and TJPA Staff which he stated is small but works together very well.

No public comment.

RESOLUTION 16-033

On motion to approve:

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

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

13. Call to Order

Chair Harper called the closed session to order at 10:35 a.m.

14. Roll Call

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

15. PUBLIC EMPLOYEE APPOINTMENT (Gov. Code section 54957)

Title: Executive Director

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

Property: Transbay Transit Center (generally located between Mission, Beale, Howard, and Second Street in San Francisco; Assessor's Block 3721, Lots 006 and 124; Assessor's Block 3720, Lots 010 and 011; Assessor's Block 3719, Lot 003)

Agency negotiator: Mark Zabaneh, Interim Executive Director; Shuprotim Bhaumik, HR&A Advisors, Inc.; Joan Story, Sheppard Mullin; Richard Brand, Arent Fox LLP

Negotiating parties:

- Cushman & Wakefield
- Lincoln Property Company
- Youngwoo & Associates

Under negotiation: Price and terms of payment for long-term master lease of Transbay Transit Center

17. CONFERENCE WITH LEGAL COUNSEL—EXISTING LITIGATION

(Paragraph (1) of subdivision (d) of Gov. Code Section 54956.9)

Name of case: John Eng, et al. vs. Millennium Partners I, Inc., et al., San Francisco County Superior Court, Case No. CGC-16-553574

and

Name of case: Laura S. Lehman, et al. vs. Transbay Joint Powers Authority, et al., San Francisco County Superior Court, Case No. CGC 16-553758

18. CONFERENCE WITH LEGAL COUNSEL—ANTICIPATED LITIGATION

Significant exposure to litigation pursuant to paragraph (2) of subdivision (d) of Section 54956.9: (4 potential cases)

ADJOURN CLOSED SESSION AND RECONVENE REGULAR MEETING – The Closed Session was adjourned at 12:10 p.m.

19. Announcement of Closed Session.

Deborah Miller, TJPA Counsel, announced that in regards to Item 15 the Board unanimously authorized the Chair to execute an employment agreement with Mark Zabaneh as the Executive Director and that in regards to Items 16, 17 and 18 there was no action to report.

ADJOURN – Chair Harper adjourned the meeting at 12:15 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.