



**TRANSBAY JOINT POWERS AUTHORITY
BOARD OF DIRECTORS**

MINUTES

Thursday, April 12, 2018
1 Dr. Carlton B. Goodlett Place, Room 416
San Francisco, CA

REGULAR MEETING
9:30 a.m.

BOARD OF DIRECTORS

Mohammed Nuru, Chair
Jeff Gee, Vice Chair
Bruce Armistead
James Davis
Greg Harper
Jane Kim
Edward Reiskin
Nadia Sesay

Executive Director
Mark Zabaneh

Secretary
Nila Gonzales

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9:30 – REGULAR MEETING

ORDER OF BUSINESS

1. Call to Order

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

2. Roll Call

Secretary Gonzales announced that Director Kim would arrive shortly and new Board members were joining for their first meeting.

Present: Bruce Armistead
James Davis
Greg Harper
Jane Kim (arrived during Item 5)
Ed Reiskin
Nadia Sesay
Jeff Gee
Mohammed Nuru

3. Communications

Chair Nuru welcomed the new board members and asked them to introduce themselves.

Director Davis stated he is the Acting District 4 Caltrans Director and has been with the department for about thirty years. For the last five years, he has been the Project Delivery Division Chief responsible for the Project Delivery Program managing a \$1.8 billion budget and \$40 billion dollars of projects in the pipeline.

Director Armistead stated he is the Director of Operations and Maintenance for the California High Speed Rail Authority (CHSRA) and prior to that he was the Director of Rail Transit for Fluor Enterprises overseeing the Eagle P3 project in Denver.

Director Sesay stated she is the Executive Director of the Office of Community Investment and Infrastructure. Previously, she held the position of Public Finance Director for the City and County of San Francisco for twelve years, in the department for nineteen years total, and was responsible for the City's financing for over \$3.2 billion portfolios. She has worked with the TJPA over the years on various financing solutions.

4. Board of Director's New and Old Business

None.

5. Executive Director's Report

- Quarterly Project Labor Agreement (PLA) Report
- Retail Leasing Update

Executive Director Zabaneh congratulated Director Bijan Sartipi on his retirement and welcomed the new Board members. He reported the San Francisco County Transportation Authority (SFCTA) completed the Rail Operations Study Peer review and presented to the SFCTA Board on April 10, 2018. The report was released on April 4, 2018 and concluded that a three-track alignment for the Downtown Rail Extension was necessary to operate at the Transit Center in a reliable and efficient manner and that a two-track would not meet operational needs. He provided an update on the status of the Final Supplemental Environmental document that would be brought for consideration and stated that due to the delay of the release of the Rail Operations Study report, the environmental document would be brought to a subsequent meeting. He further reported that on March 9, 2018, the CHSRA released their Draft 2018 Business Plan which had some good news in it for the TJPA and would be presented to the TJPA Board later in the agenda.

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

Ann Natunewicz of Colliers, Asset Management team, presented the Retail Leasing Update.

Executive Director Zabaneh concluded his report by stating that the team is working with all of Transbay partners to host a series of opening events to commemorate and celebrate the opening of the Salesforce Transit Center. He noted it is an important milestone for the City and Region and the plans include public tours, a formal ribbon cutting, and a Grand Opening complete with a Neighborhood Block Party. The plans are contingent on the ability to raise enough funding to host the events and also relies on Webcor/Obayashi staying on schedule for Temporary Certificate of Occupancy (TCO) by June 15, 2018 and Substantial Completion by July 5, 2018. The team anticipates presenting an update at the May Board meeting.

6. Construction Update

Dennis Turchon, TJPA Senior Construction Manager, presented the update. Steve Humphreys and Tony Rango of Webcor/Obayashi, Construction Manager/General Contractor, provided a status on Substantial Completion.

Director Reiskin inquired on the level of confidence for the June 15, 2018 date for TCO with start-up of full Muni operations planned for the Bus Plaza on June 16, 2018. Mr. Turchon replied that it is not an issue for the Bus Plaza because it is on the exterior of the facility. Director Reiskin also inquired on the "go/no go" status of AC Transit. Executive Director Zabaneh stated that the site walk with AC Transit on April 23, 2018 will be a "go" meeting.

Vice Chair Gee appreciated the presentation and noted that there is likely an even more granular schedule detailing daily/weekly milestones to provide assurance for the "go" meeting.

Chair Nuru cited the importance of giving confidence to AC Transit for the "go" meeting.

Public Comment:

Ramakrishna Pochiraju, Executive Director of Planning and Engineering for AC Transit, stated the importance of safety for their employees and riders which is why AC Transit has focused on working with TJPA's contractor to facilitate bus operator training. AC Transit requires at least 10-weeks to train approximately 700 operators and, before the start of operator training, they require the certification of fire/life safety. AC Transit understands that the bus deck testing is complete and TJPA is in receipt of AC Transit's final striping and modification requests. He reiterated AC Transit's need, before revenue service could begin, includes formal confirmation of Substantial Completion of the building, bus ramp structure, and mitigations and correspondence from TJPA of date certainty of Substantial Completion. He further stated if the interim life safety measures are in place by June 1, 2018, allowing timely operator training along with the aforementioned documentation, AC Transit can commit to start revenue service on August 12, 2018.

Director Reiskin requested Executive Director Zabaneh advise the Board of the outcome of "go/no go" meeting scheduled for April 23, 2018.

7. Facility Readiness Update

Martha Velez, TJPA Facility Manager, and Sidonie Sansom, TJPA Chief Security Officer, presented the item.

8. Citizens Advisory Committee (CAC) Update

Bruce Agid, TJPA CAC Chair, provided comments on the quality of life neighborhood issues community meeting held by Supervisor Kim's office, the SFCTA Peer Review study and tunneling options report, and Phase 2. He also noted the CAC was pleased with the Construction Update, the progress made, and clarity on TCO and Substantial Completion dates but expressed their disappointment of a portion of the \$100 million that was anticipated for Phase 2 will need to be used in Phase 1. He additionally stated the CAC was satisfied with the Facility Readiness and Retail Leasing update.

9. Public Comment

Roland Lebrun provided comments regarding the Supplemental Environmental document, the three-track alignment and next steps.

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

CONSENT CALENDAR

10. 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.

(10.1) Approving the Minutes of the March 8, 2018 meeting.

(10.2) Authorizing the Executive Director to execute a purchase agreement and software license agreement with eLock Technologies in an amount not to exceed \$376,738 for manufacture, delivery, and installation of secure electronic long-term bicycle lockers and associated software.

RESOLUTION 18-010

(10.3) Authorizing the Executive Director to execute Amendment No. 2 of the professional services agreement with Decision Consultants, Inc. for continued Information Technology (IT) System Support Services in lieu of a TJPA staff IT Manager, exercising the final option to extend the term of the agreement for one year and additional compensation amount of \$250,000.

RESOLUTION 18-011

(10.4) Approving updated Board Policy No. 001, Procurement Policy.

RESOLUTION 18-012

No public comment.

On motion to approve the Consent Calendar:

ADOPTED: AYES – Armistead, Harper, Reiskin, Sesay, Gee and Nuru
ABSENT – Kim

REGULAR CALENDAR

11. Presentation of the budget outlook for TJPA's Fiscal Year 2018-19 capital and operating budgets.

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

Director Reiskin requested the proposed draft budget include a comparison of prior carried operating costs vs. the actuals now being proposed.

Director Harper stated it would be helpful if there was a spreadsheet with details for the budget. He was glad there is a plan to hire an IT Manager and that the tenant improvements were in the Capital Budget and he felt the big Operations and Maintenance reserve was unusual.

Public Comment:

Jim Patrick said he thought the amount listed for the IT manager was expensive and felt a marketing manager was needed instead.

12. Authorizing the Director of Design & Construction for the Transbay Transit Center Project, SF Public Works, to execute Amendment No. 5 to the Professional Services Agreement with Turner Construction Company to increase the contract amount from \$72,500,000 to a total of \$75,000,000 and extend the length of the contract one additional year to June 30, 2019.

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

RESOLUTION 18-013

No public comment.

On motion to approve:

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

13. Resolution of Appreciation for Bijan Sartipi.

Executive Director Zabaneh presented the item.

RESOLUTION 18-014

No public comment.

On motion to approve:

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

14. Presentation of Draft California High Speed Rail Authority Business Plan.

Boris Lipkin, Deputy Director of Strategic Planning for CHSRA, presented the item.

Director Reiskin expressed his appreciation for the presentation and indicated the latest Business Plan is very encouraging. He emphasized it is a top regional transportation priority for San Francisco and the importance of getting CHSRA trains to the Transit Center.

Executive Director Zabaneh stated his gratitude to Mr. Lipkin and CHSRA for the presentation and stated assurance that the region will be ready in 2029 for CHSRA trains at the Transit Center.

Public Comment:

Roland Lebrun provided comments regarding legislation that specifies the Transbay Transit Center as the northern terminus for CHSRA trains, the Diridon Station length of platforms and the plan he came up with to forget the Pacheco Pass.

15. San Francisco County Transportation Authority's Peer Review Presentation of the Downtown Rail Extension Operational Studies.

Luis Zurinaga, SFCTA, introduced the item and John Flint, Senior Vice President of Ty Lin and Chair of the Peer Review Panel, who presented the item.

Director Reiskin recognized the work done, thanked the SFCTA for convening the Peer Review and was glad to be able to put any skepticism to rest to be able to move forward. He also noted the City is working with Caltrain in regard to needs for the parcel.

Director Harper inquired how this approach would be beneficial if high speed rail does not happen and Mr. Zurinaga replied that high speed rail will occur but if it did not Caltrain would need to run more trains; therefore, three-tracks would still be necessary.

Public Comment:

Roland Lebrun provided comments regarding compatible stock and referred to his letter to Supervisor Peskin which copied the TJPA Board. He also provided comments regarding the 7th street alignment and the three-track alignment.

Rob Birmingham, private developer/owner of three buildings that would be affected, stated he hired his own consultant, Senar Engineering, to coordinate with the Peer Review panel because of partial takes of his property that would occur with the proposed alignment. He acknowledged he was incredibly impressed with the Peer Review panel and thanked Executive Director Zabaneh and staff for the opportunity of value engineering. He also recognized the great coordination and effort of the SFCTA.

Jim Patrick stated an issue that is not being talked about is the storage and maintenance of the trains and suggested looking at Brisbane or Oakland, via a connection under the Bay, for future train storage and maintenance because of the proposed housing that is scheduled for the 4th and Townsend area.

16. Presentation of Downtown Rail Extension Tunnel Options Study.

Keith Abey, McMillen Jacobs Tunnel Engineer, presented the item.

Public Comment:

Roland Lebrun provided comments regarding a Tunnel Boring Machine (TBM) method.

Jim Patrick stated he is not sure why a station has to be at 4th and Townsend and questioned what was wrong with a station at 16th or 7th Street. He believes it is a mistake to commit to developing the 4th and Townsend station and there are other alternatives that are better.

RECESS REGULAR MEETING AND CONVENE CLOSED SESSION

Public Comment:

Jim Patrick referenced a settlement timeline of Millennium Tower and said he believes he has taken on the job of influencing and giving directions to the TJPA Board but he is unable to do so without having the most current information on the sinking and tilting of the Millennium Tower.

CLOSED SESSION

17. Call to Order

Chair Nuru called the Closed Session to order at 12:10 p.m.

18. Roll Call

Present: Bruce Armistead
James Davis
Greg Harper
Ed Reiskin
Nadia Sesay
Mohammed Nuru

Absent: Jane Kim
Jeff Gee

19. CONFERENCE WITH LEGAL COUNSEL—EXISTING LITIGATION
(Paragraph (1) of subdivision (d) of Gov. Code Section 54956.9)

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

and

Name of case: Buttery, et al. v. Jeffries, et al., San Francisco County Superior Court, Case No. CGC-17-556292

and

Name of case: Chang, et al. v. Mission Street Development LLC, et al., San Francisco County Superior Court, Case No. CGC-17-556617

and

Name of case: Millennium Tower Association v. Mission Street Development LLC, et al., San Francisco County Superior Court, Case No. CGC-17-557830

and

Name of case: Montana, et al. v. Mission Street Development, LLC, et al., San Francisco County Superior Court, Case No. CGC-17-558649

and

Name of case: Ying, et al. v. Transbay Joint Powers Authority, et al., San Francisco County Superior Court, Case No. CGC-17-559210

and

Name of case: Maui Peaks Corp. v. Mission Street Development LLC, et al., San Francisco County Superior Court, Case No. CGC-17-560322

and

Name of case: Turgeon, et al. v. Transbay Joint Powers Authority, et al., San Francisco County Superior Court, Case No. 18-564417

20. CONFERENCE WITH LEGAL COUNSEL—ANTICIPATED LITIGATION

Significant exposure to litigation pursuant to paragraph (2) of subdivision (d) of Section 54956.9: (6 potential cases)

ADJOURN CLOSED SESSION AND RECONVENE REGULAR MEETING – The Closed Session was adjourned at 12:55 p.m.

21. Announcement of Closed Session.

Secretary Gonzales announced that there was no action to report.

ADJOURN – Chair Nuru adjourned the meeting at 12:20 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.