



**TRANSBAY JOINT POWERS AUTHORITY
BOARD OF DIRECTORS**

MINUTES

Thursday, July 14, 2022

REGULAR MEETING
9:30 a.m.

WATCH LIVE ON SFGOVTV: www.sfgovtv.org/tjpa

PUBLIC COMMENT CALL-IN: 1-855-282-6330 -- Access Code: 2553 391 2130

Due to the COVID-19 health emergency, the Board's Meeting Room
in City Hall is closed for non-Chartered Boards.

Members of the public are encouraged to participate remotely.

Please see additional information on the next page for remote meeting access.

In compliance with the Assembly Bill ("AB") 361 (Rivas, Chapter 165, Statutes of 2021) and its amendments to California Public Resources Code Section 54953(e), this meeting will be held *exclusively* via teleconference participation of a quorum of Board members in locations not open to the public. This meeting is being held during a proclaimed state of emergency, and state and local officials have imposed or recommended measures to promote social distancing, while allowing the public to observe and address the Board.

BOARD OF DIRECTORS

Jeff Gee, Chair
Rafael Mandelman, Vice Chair
Elaine Forbes
Alicia John-Baptiste
Boris Lipkin
Diane Shaw
Jeffrey Tumlin
Dina El-Tawansy (*ex-officio*)

Executive Director
Adam Van de Water

Secretary
Nila Gonzales

9:30 – REGULAR MEETING

ORDER OF BUSINESS

1. Call to Order

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

2. Roll Call

Secretary Gonzales announced that Director Ambuehl was joining as Director El-Tawansy's alternate.

Present: David Ambuehl *(joined during Item 5)*

Elaine Forbes

Alicia John-Baptiste

Boris Lipkin *(joined during Item 3)*

Jeffery Tumlin

Diane Shaw

Rafael Mandelman

Jeff Gee

Absent: Dina El-Tawansy

3. Communications

Secretary Gonzales provided instructions on the Public Call-in/Comment process.

4. Board of Director's New and Old Business

None.

5. Executive Director's Report

- Facility Operations Update
- Project Labor Agreement Quarterly Update

Executive Director (ED) Van de Water presented the ED Report.

Chair Gee asked if there was anything the Board could do to help with Metropolitan Transportation Commission (MTC) advocacy. ED Van de Water replied that the current MTC focus was informational only, but that the Board can help with advocacy in September.

Rich Piette of Lincoln Property Company, TJPA's Asset Manager for the Salesforce Transit Center, presented the Facility Operations Update.

6. Citizens Advisory Committee (CAC) Update

Brian Larkin, TJPA CAC Chair, presented the Update.

7. 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.

None.

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 June 9, 2022 meeting.

(8.2) Approving the continued use of teleconferencing technologies for meetings of the legislative bodies of the TJPA pursuant to the provisions of Assembly Bill 361.

RESOLUTION 22-031

(8.3) Authorizing the Executive Director to execute second amendments to the lease agreements with Philz Coffee for commercial/retail space on the first floor of the transit center (Suites 100 and 143) consistent with the previously adopted Retail/Commercial Leasing Strategy to Address COVID-19 Impacts to tenancies.

RESOLUTION 22-032

No public comment.

On the motion to approve the Consent Calendar:

ADOPTED: AYES – Forbes, John-Baptiste, Lipkin, Shaw, Tumlin and Gee
ABSENT – Mandelman

REGULAR CALENDAR

9. Approving the Anticipated Disadvantaged Business Enterprise Participation Level for federal fiscal years 2022-23 through 2024-25 and an agency Small Business Enterprise goal of 20.5%.

Oscar Quintanilla, TJPA Budget & Procurement Director, presented the item.

No public comment.

RESOLUTION 22-033

On the motion to approve:

ADOPTED: AYES – Forbes, John-Baptiste, Lipkin, Shaw, Tumlin, Mandelman and Gee

10. Approving the recommended applicant to serve as a member of the TJPA Citizens Advisory Committee to fill the vacant Disabled Advocate seat.

Lily Madjus Wu, Communications and Legislative Affairs Director, presented the item. CAC Applicant Joshua Rosen introduced himself.

No public comment.

RESOLUTION 22-034

On the motion to approve:

ADOPTED: AYES – Forbes, John-Baptiste, Lipkin, Shaw, Tumlin, Mandelman and Gee

11. Authorizing the Executive Director to execute a Memorandum of Understanding with the City and County of San Francisco (CCSF) Office of Economic and Workforce Development (OEWD), describing the agreement of OEWD and other City departments to incur certain efforts related to advancing the Downtown Rail Extension, and reimbursement to CCSF for such efforts in an amount not to exceed \$40,000 in FY21-22, and \$985,000 in FY22-23, while the parties negotiate a longer term interagency cooperative agreement.

Director Forbes and Tumlin recused themselves as Department Heads within CCSF.

Alfonso Rodriguez, Downtown Rail Extension (DTX) Project Director, presented the item.

No public comment.

RESOLUTION 22-035

On the motion to approve:

ADOPTED: AYES – John-Baptiste, Lipkin, Shaw, Mandelman and Gee
RECUSED – Forbes and Tumlin

12. San Francisco Peninsula Rail Program Executive Steering Committee (ESC) Update and status of the Downtown Rail Extension Workplan schedule.

Michelle Bouchard, Acting Executive Director of Caltrain and ESC Chair, presented the ESC Update and Alfonso Rodriguez, DTX Project Director, presented an update of the DTX Workplan schedule.

13. Authorizing the Executive Director to execute a Letter of Agreement with the Peninsula Corridor Joint Powers Board (Caltrain), describing the parties' cooperation to complete all work needed to meet critical milestones in the Downtown Rail Extension Accelerated Workplan and documentation requirements related to the Full Funding Grant Agreement request, and reimbursement to Caltrain for such efforts in an amount not to exceed \$437,000 in FY21-22, and \$2,883,000 in FY22-23, while the parties negotiate a longer term master cooperative agreement.

Chair Gee recused himself as he represents Caltrain and he requested Vice Chair Mandelman preside over the item.

Alfonso Rodriguez, DTX Project Director, presented the item.

ED Van de Water noted an edit in the staff report; a paragraph inadvertently misstating the relationship between Caltrain and California High-Speed Rail Authority (CHSRA) was removed no other changes were made; updated documents were posted before the meeting.

Director Lipkin noted that the scope of the Letter of Agreement (LOA) is briefly stated, and asked what the internal mechanism and process would be to authorize Caltrain to perform the work under the LOA, noting that typically agreements describe scope, cost, and budget. Mr. Rodriguez replied that the work expected from Caltrain is a continuation of work they are already performing, and this LOA represents a mechanism to reimburse them for the work. Deborah Miller, TJPA Legal Counsel, explained that the MOU between CHSRA, Caltrain, TJPA, and the City and County of San Francisco details the work that the parties agreed needs to be accomplished. She explained that nested within the MOU is a work program that describes at a high level of detail certain tasks that the parties agreed need to be accomplished. She referred to the accelerated workplan, that was approved by the Board, which is a 21 page document that lists on the order of 600 tasks that are specifically required with a time schedule attached to them. She explained that the MOU and accelerated workplan are specifically referenced within the LOA to guide the Caltrain scope. She stated that, in her opinion, TJPA has adequate controls over the scope of Caltrain work, which can be further validated against the monthly invoices that Caltrain submits to TJPA.

No public comment.

RESOLUTION 22-036

On the motion to approve:

ADOPTED: AYES – Forbes, John-Baptiste, Shaw, Tumlin and Mandelman.
ABSTAIN –Lipkin
RECUSED –Gee

14. Approving the Downtown Rail Extension Project Delivery approach to include a Progressive Design-Build for a single civil and tunnel contract and Construction Manager/General Contractor for the systems, trackwork, and station fit-out scope, with conditions for implementation.

Alfonso Rodriguez, DTX Project Director, and Jesse Koehler, San Francisco County Transportation Authority (SFCTA) Rail Program Manager, presented the item.

Director Shaw asked why the option retained private financing. Mr. Rodriguez replied that with the funding work still ahead they want to keep the private financing option open. Mr. Koehler clarified that the private financing in option 7 is not in the form of a long-term return to the contractor, it is simply a form of bridge financing during the construction period itself and is a common practice to help incentivize the contractor to deliver the project on time and within budget.

Director John-Baptiste requested further explanation of option 5 on slide 8 “Deliver the operations, maintenance, and rehabilitation scope through arrangements separate from (but coordinated with) infrastructure design and construction”. Mr. Rodriguez replied that this option is clarifying that operations, maintenance, and rehabilitation scope responsibility will lie with the train operator rather than a private entity.

Chair Gee asked if on slide 4 the table column titled Scope shows TJPA’s responsibilities compared to the operators’ responsibilities. Mr. Rodriguez replied that the Scope column shows the contract packaging elements and in some ways is a discussion of who takes responsibility.

No public comment.

RESOLUTION 22-037

On the motion to approve:

ADOPTED: AYES – Forbes, John-Baptiste, Lipkin, Shaw, Tumlin, Mandelman and Gee

ADJOURN – Chair Gee adjourned the meeting at 11:15 a.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.