



**TRANSBAY JOINT POWERS AUTHORITY
BOARD OF DIRECTORS**

MINUTES

Thursday, December 8, 2022

1 Dr. Carlton B. Goodlett Place, Room 416
San Francisco, CA

REGULAR MEETING
9:30 a.m.

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

TJPA Office
425 Mission Street, Suite 250
San Francisco, California 94105
415-597-4620

9:30 – REGULAR MEETING

ORDER OF BUSINESS

1. Call to Order

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

2. Roll Call

Secretary Gonzales announced that Directors Tumlin and El-Tawansy, and their alternates, were absent due to scheduling conflicts and Vice Chair Mandelman was expected.

Present: Elaine Forbes
Jeff Gee
Alicia John-Baptiste
Boris Lipkin
Diane Shaw
Rafael Mandelman (*arrived during item 5*)

Absent: Dina El-Tawansy
Jeffrey Tumlin

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

- Quarterly Financial Reports
- Facility Operations Update

Executive Director (ED) Van de Water presented the ED report and provided the Quarterly Financial Reports.

R.E. Walsh, TJPA Facility Director, presented the Facility Operations Update.

Public Comment:

Roland Lebrun suggested posting the Executive Director Report on the website.

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.

No public comment.

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 November 10, 2022 meeting.

(8.2) Approving the continued use of teleconferencing technologies for COVID-related health reasons for meetings of the legislative bodies of the TJPA pursuant to the provisions of Assembly Bill (AB) 361.

RESOLUTION 22-047

(8.3) Authorizing the Executive Director to execute a second amendment to the lease agreement with Poke House, Inc. for commercial/retail space in suite 127 on the first floor of the transit center, consistent with the previously adopted Retail/Commercial Leasing Strategy to Address COVID-19 Impacts to tenancies.

RESOLUTION 22-048

(8.4) Authorizing the Executive Director to execute a fourth amendment to the lease agreement with Transbay Fitness, Inc. for commercial/retail space in suites 208 and 212 on the second floor of the transit center, consistent with the previously adopted Retail/Commercial Leasing Strategy to Address COVID-19 Impacts to tenancies.

RESOLUTION 22-049

(8.5) Authorizing the Executive Director to execute a first amendment to the lease agreement with Barebottle Brewing Company, Inc. for an additional tenant improvement allowance of \$117,185 for commercial/retail space number P-02 in TJPA's Salesforce Park.

RESOLUTION 22-050

No public comment.

On motion to approve the Consent Calendar:

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

REGULAR CALENDAR

9. Presentation of the audited Annual Financial Report for the fiscal year ended June 30, 2022.

Kalman Hui, TJPA Accounting Director, introduced the item and David Alvey of Maze & Associates, presented the item.

10. Approving a Resolution of Appreciation and adopting a resolution appointing Dennis Turchon, Senior Construction Manager for Phase 1 of the Transbay Program, as a Retired Annuitant to fill the critically needed position related to Phase 1 construction closeout and approve amendments to the TJPA Pay Schedule for all employees to align with the recent cost-of-living adjustment.

ED Van de Water presented the item.

Directors expressed their appreciation and acknowledged Mr. Turchon's professionalism and commitment to Phase 1 of the Transbay Program along with his multiple decades of overseeing impactful projects in the Bay Area and throughout California. Staff also recognized the contributions of Mr. Turchon and expressed how deeply he would be missed.

Public Comment:

Jim Patrick, Patrick & Co., congratulated Mr. Turchon.

RESOLUTION 22-051

RESOLUTION 22-052

RESOLUTION 22-053

On motion to approve:

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

11. Authorizing the Executive Director to execute Amendment No. 3 to the Professional Services Agreement with the law firm Seyfarth Shaw, LLP to provide legal services related to Phase 1 construction close-out, increasing the total amount of the contract by \$4,000,000 for a not-to-exceed amount of \$12,400,000; making an associated transfer of \$4,000,000 from Phase 1 Program Reserves; and making a \$20,570,000 amendment to the FY22-23 Capital Budget for Phase 1 to accommodate the contemplated legal services and recent, reasonably anticipated claims settlements, but with no change to the overall Phase 1 Program Budget.

Ron Alameida, City & County of San Francisco Department of Public Works, Director of Design and Construction for Phase 1, presented the item.

No public comment.

RESOLUTION 22-054

On motion to approve:

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

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

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

Public Comment:

Roland Lebrun questioned if a California Environmental Quality Act (CEQA) Addendum is appropriate for the project since the project has changed from the initial 2019 Supplemental Environmental Impact Report (EIR) or whether a new EIR was needed; and, if so, would the Addendum or a EIR document be circulated for public comment.

13. Approving the Downtown Rail Extension Rebranding Plan consisting of a new name, marks, and tagline as approved for recommendation by the Executive Steering Committee under the terms of the San Francisco Peninsula Rail Program Memorandum of Understanding.

Lily Madjus Wu, TJPA Communications & Legislative Affairs Director, introduced the item and Jenni Wall of D&A Communications, presented the item.

Public Comment:

Anthony Nachor, TJPA CAC member, commended the TJPA for creating a meaningful tagline for the project. He noted that he is hopeful the new logo for The Portal will be flexible and adaptable for many events for the region and the state.

Mark O'Dell, TJPA CAC member, expressed support of the new tagline and stated it was beneficial to pair it with the California High-speed Rail tagline as well.

Roland Lebrun voiced a challenge with establishing a nexus with the new tagline for the DTX project and highlighted a concern regarding a potential conflict between The Portal and Link21 projects. Mr. Lebrun further noted that Link21 has a strong brand recognition in Washington as a project linking 21 Bay Area counties into the 21st Century and further stated he would continue to refer to the project as DTX.

Mike Rieger of East Cut Community Benefit District stated that, as a partner agency, the new branding of The Portal, is a great solution for helping the public understand what the project entails and voiced support in adopting the new name.

RESOLUTION 22-055

On motion to approve:

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

ADJOURN – Chair Gee adjourned the meeting at 10:42 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) 252-3112 and web site: www.sfethics.org.