



**TRANSBAY JOINT POWERS AUTHORITY  
BOARD OF DIRECTORS**

**MINUTES**

Thursday, March 9, 2023

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

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

### 2. Roll Call

Secretary Gonzales announced that Director El-Tawansy and Vice Chair Mandelman were absent and Director Chang was sitting in as Vice Chair Mandelman's alternate.

Present: Tilly Chang  
Elaine Forbes  
Alicia John-Baptiste  
Boris Lipkin  
Diane Shaw  
Jeffrey Tumlin  
Jeff Gee

Absent: Dina El-Tawansy  
Rafael Mandelman

### 3. Communications

Secretary Gonzales provided instructions on the Public Call-in/Comment process and noted there was a typo in the access code listed on the agenda, but the correct access code was streaming on SFGovTV and she reiterated the correct access code for the Public Call-in/Comment process. She also stated that the TJPA Board meeting scheduled for April 13, 2023 is canceled. She further stated that Closed Session will be heard after Item 7 Public Comment and at the conclusion of Closed Session, the Board would resume their Regular Calendar.

### 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 noted that the access code for Public Call-in/Comment listed on the agenda was inaccurate. Secretary Gonzales stated there was a typo in the access code listed on the agenda but confirmed the access code was correctly streaming on the screen and she reiterated the correct access code.

6. Citizens Advisory Committee (CAC) Update

Brian Larkin, 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.

*As Secretary Gonzales announced under Item 3 – Communications, the Board recessed their Regular Meeting to convene in Closed Session prior to returning to Item 8 upon adjournment of Closed Session.*

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 February 9, 2023 meeting.

(8.2) Authorizing the Executive Director to execute a second amendment to the lease agreement with Venga, Inc. (dba Venga Empanadas) for commercial/retail space in suite 123 on the ground floor of the transit center, consistent with the previously adopted Retail/Commercial Leasing Strategy to Address COVID-19 Impacts to tenancies.

RESOLUTION 23-013

(8.3) Authorizing the Executive Director to execute a first amendment to the lease agreement with PD Transbay LLC, a California limited liability company (dba Per Diem) for commercial/retail space in Suite 131 on the first floor of the transit center.

RESOLUTION 23-014

(8.4) Authorizing the Executive Director to execute a second amendment to the lease agreement with Barebottle Brewing Company, Inc. for an additional Tenant Improvement Allowance for commercial/retail space P-02 in TJPA's Salesforce Park.

RESOLUTION 23-015

No public comment.

On motion to approve the Consent Calendar:

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

REGULAR CALENDAR

9. Presentation of the budget outlook for Fiscal Year 2023-24 operating, debt service, and capital budgets.

Andrea Miller, TJPA Chief Financial Officer, presented the item.

*Director John-Baptiste departed after Item 9.*

10. Approving the recommended applicants to the TJPA Citizens Advisory Committee.

Lily Madjus Wu, TJPA Communications & Legislative Affairs Director, presented the item.

Public Comment:

Roland Lebrun praised staff for the outreach conducted that resulted in the recommended TJPA CAC candidates and he looks forward to engaging with them at future meetings.

RESOLUTION 23-016

On motion to approve:

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

11. Authorizing the Executive Director to enter Amendment 2 to the Letter of Agreement (LOA) with the Peninsula Corridor Joint Powers Board (JPB or Caltrain), dated July 14, 2022, as once amended, extending the term by five months with no change in the maximum compensation.

Alfonso Rodriguez, TJPA Project Director, presented the item.

No public comment.

RESOLUTION 23-017

On motion to approve:

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

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

Tilly Chang, ESC Vice Chair, provided the ESC Update and Alfonso Rodriguez, TJPA Project Director, presented the status of the schedule. Director Chang requested the TJPA Board consider an extension of time for the SF Peninsula Rail Program Memorandum of Understanding from June 5, 2023 to December 31, 2023, at their next scheduled meeting.

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

13. Call to Order

Chair Gee called the Closed Session to order at 9:50 a.m.

14. Roll Call

Present: Tilly Chang  
Elaine Forbes  
Alicia John-Baptiste  
Boris Lipkin  
Diane Shaw  
Jeffrey Tumlin  
Jeff Gee

Absent: Dina El-Tawansy  
Rafael Mandelman

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

Name of case: *Webcor/Obayashi Joint Venture v. Transbay Joint Powers Authority*, San Francisco County Superior Court, Case No. CGC-18-570621 and all consolidated actions

RESOLUTION 23-012

On motion to approve:

ADOPTED: AYES – Chang, Forbes, Lipkin, Shaw and Tumlin

ADJOURN CLOSED SESSION AND RECONVENE REGULAR MEETING – The Closed Session was adjourned at 10:30 a.m.

16. Announcement of Closed Session

Secretary Gonzales announced that there was no action to report.

ADJOURN – Chair Gee adjourned the meeting at 10:55 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](http://www.sfethics.org).