



**TRANSBAY JOINT POWERS AUTHORITY
BOARD OF DIRECTORS**

MINUTES

Thursday, December 14, 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
Sarah Syed
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 9:36 a.m.

2. Roll Call

Secretary Gonzales announced that Director El-Tawansy and her alternate Director Ambuehl were absent, and Director Tumlin was in route.

Present: Elaine Forbes
Alicia John-Baptiste
Boris Lipkin
Sarah Syed
Jeffrey Tumlin (*arrived during Item 5*)
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

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

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

Public Comment:

Roland Lebrun stated that President Biden announced national transportation grant awards in Las Vegas to focus on the Brightline West project that will connect Los Angeles and Las Vegas, and received a \$3 Billion grant.

6. Citizens Advisory Committee (CAC) Update

Brian Shaw, CAC Vice Chair, presented the update.

No public comment.

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.

Jim Patrick suggested adding holiday decorations to the street level of the northwest side of the facility around the open restaurants to create more excitement and suggested that TJPA hold promotions that support the restaurants. He also suggested changing the requirement of using union workers for tenant improvements.

Roland Lebrun reported that at the TJPA CAC meeting on Tuesday, Member Paul Bendix asked important questions about The Portal cost by comparing the project to the United Kingdom's Crossrail project. Mr. Lebrun suggested viewing a video on YouTube by searching for "DTX flyover", he stated that this video shows what The Portal's alignment and construction methodology might be if it were designed by a Crossrail designer.

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 9, 2023 meeting.

(8.2) Authorizing the Executive Director to execute an extension of the alternate rent period contemplated under the third amendment to the lease agreement with Venga, Inc. (dba Venga Empanadas) for commercial/retail space on the first floor of the transit center (Suite 123).

RESOLUTION 23-058

(8.3) Authorizing the Executive Director to execute a Second Amendment to the lease agreement with Ugochukwu Ihenacho and Carlynn Ihenacho (dba Charleys Philly Steaks), for commercial/retail space on the first floor of the transit center (Suite 139).

RESOLUTION 23-059

(8.4) Authorizing the Executive Director to execute a Fifth Amendment to the lease agreement with Transbay Fitness, Inc. (dba Fitness SF Transbay), for commercial/retail space on the second floor of the transit center (Suites 208 and 212).

RESOLUTION 23-060

No public comment.

On motion to approve the Consent Calendar:

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

Chair Gee stated that due to scheduling issues Items 14 and 17 would be called before Closed Session and the Board concurred.

RECESS REGULAR MEETING AND CONVENE CLOSED SESSION

There was no member of the public that wished to provide public comment on the item listed for discussion in Closed Session.

CLOSED SESSION

9. Call to Order

Chair Gee called the Closed Session to order at 10:22 a.m.

10. Roll Call

Present: Elaine Forbes
Alicia John-Baptiste
Boris Lipkin
Sarah Syed
Jeffrey Tumlin
Rafael Mandelman
Jeff Gee

Absent: Dina El-Tawansy

11. 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 23-062

On motion to approve:

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

ADJOURN CLOSED SESSION AND RECONVENE REGULAR MEETING – The Closed Session was adjourned at 10:55 a.m.

12. Announcement of Closed Session.

Secretary Gonzales announced that there was no action to report.

REGULAR CALENDAR

13. Adopting an amended Baseline Budget for Phase 1 of the Transbay Transit Center Program in the amount of \$2,278,400,000, and a corresponding amendment No. 3 to the FY23-24 Capital Budget for Phase 1.

Ron Alameida of San Francisco Public Works, Director of Design & Construction for Phase 1 of the Transbay Program, presented the item.

No public comment.

RESOLUTION 23-063

On motion to approve:

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

14. San Francisco Peninsula Rail Program Executive Steering Committee (ESC) Update and status of the Downtown Rail Extension/The Portal Workplan schedule and funding update.

Jointly presented by Caltrain ED and ESC Chair Michelle Bouchard, TJPA Project Director for The Portal Alfonso Rodriguez, and ED Van de Water.

Director John-Baptiste requested that the presentation on funding in the new year detail what bodies of work are durable and lasting, and which are contingent, and how the pieces fit together in addition to cash flow so that the Board can better understand where the project is investing given the uncertainties.

Public Comment:

Michael Boldini from Napa suggested changing the alignment of the project to go up 5th or 7th street to meet the BART and Muni lines as it would save money and be more convenient.

Roland Lebrun thanked ED Van de Water for speaking to the Caltrain Board the previous week, he suggested taking a moment to reassess the project for both the TJPA's and Caltrain's Boards to see what the impact will be on Caltrain and Muni, and especially why the project will go anywhere near the Caltrain yard, he further suggested repurposing the \$300 million in contracts to advance the Pennsylvania Avenue Extension (PAX) project and consider connecting the N line with the 16th street turn back track at 7th street.

15. Approving a Final Relocation Plan for Phase 2 of the Transbay Program, the Downtown Rail Extension (DTX) also known as The Portal, developed in accordance with federal and state regulations.

John Updike, TJPA Real Estate Manager Consultant, presented the item.

No public comment.

RESOLUTION 23-064

On motion to approve:

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

16. Consider authorizing the Board Chair to execute the second amendment to the San Francisco Peninsula Rail Program Memorandum of Understanding to extend the term of the agreement to May 10, 2024.

Alfonso Rodriguez, TJPA Project Director for The Portal, and ED Van de Water presented the item.

No public comment.

RESOLUTION 23-065

On motion to approve:

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

17. Conceptual approval of Caltrain as the delivery agency for the 4th and King Yard Preparation Package B: At-grade Track and Systems contract (Contract No. 21-4KYB), conditioned on final terms to be presented to the TJPA Board for approval in the planned 4th and King Yard (4KY) Agreement.

Alfonso Rodriguez, TJPA Project Director for The Portal, presented the item.

No public comment.

RESOLUTION 23-061

On motion to approve:

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

18. Authorizing the Executive Director to execute a Declaration of Site Restrictions for the Relinquishment of Power of Termination for Transbay Parcel I” to facilitate the San Francisco

Office of Community Investment and Infrastructure's development of the planned Under Ramp Park.

R.E. Walsh, TJPA Facility Director, introduced the item and Benjamin Brandin, Office of Community Investment and Infrastructure, who presented the item.

Public Comment:

Roland Lebrun expressed support for the item.

RESOLUTION 23-066

On motion to approve:

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

ADJOURN – Chair Gee adjourned the meeting at 11:10 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.