



**TRANSBAY JOINT POWERS AUTHORITY  
BOARD OF DIRECTORS**

**MINUTES**

Thursday, January 30, 2025

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

**SPECIAL MEETING**

9:30 a.m.

**BOARD OF DIRECTORS**

Jeff Gee, Chair  
Rafael Mandelman, Vice Chair  
Chris Andrichak  
Elaine Forbes  
Boris Lipkin  
Jonathan Rewers  
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 – SPECIAL 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 Directors El-Tawansy and Lipkin were absent, with Alternate Director Galli sitting in for Director Lipkin. Additionally, she announced new AC Transit representation and welcomed Alternate Director Walsh, who was sitting in for AC Transit primary representative Director Andrichak.

Present: Elaine Forbes

Morgan Galli

Jonathan Rewers

Jean Walsh

Rafael Mandelman (*arrived during Item 3*)

Jeff Gee

Absent: Chris Andrichak

Boris Lipkin

Dina El-Tawansy

### 3. Communications

Secretary Gonzales provided instructions on the Public Call-in/Comment process and announced that the February 13, 2025 Board meeting was cancelled.

### 4. Board of Director's New and Old Business

Chair Gee acknowledged departing Directors John-Baptiste, Syed and Tumlin and displayed a plaque thanking them for their leadership that would be provided to them.

### 5. Executive Director's Report

- Annual Progress Report and Plan for 2025

Executive Director (ED) Van de Water presented the ED Report and jointly presented the Annual Progress Report and Plan for 2025 with R.E. Walsh, Facility Director; Rodney Harris, Chief Security Officer; Alfonso Rodriguez, The Portal Project Director; and Lily Madjus Wu, Communications & Legislative Affairs Director.

Director Forbes reaffirmed the Board's commitment to staff concerned with current political challenges and expressed gratitude for Director Tumlin's leadership and dedication to public service, noting he will be greatly missed. She also praised the Transit Center's cleanliness and vibrancy, commending staff for their efforts.

Director Walsh shared a positive experience of using the AC Transit Transbay F bus and encouraged East Bay residents to explore the Center.

Chair Gee emphasized the need for strong advocacy in Washington, D.C., given changes in congressional seniority, urging support for the region.

#### 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.

Roland Lebrun referenced Brightline West and raised concerns about platform length at the Transit Center, noting the current alignment limits usable space to 850 feet, which would impact High-Speed Rail and Link21 connections, and questioned the operating plan given this limit.

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 December 12, 2024 meeting.

(8.2) Approving amendment of Board Policy No. 021, Capital Improvement Plan (CIP) Policy.

#### RESOLUTION 25-001

(8.3) Authorizing the Executive Director to execute an extension of the alternate rent period contemplated under the third amendment to the lease agreement with Philz Coffee, Inc. for commercial/retail space on the first floor of the Transit Center (Suite 100).

#### RESOLUTION 25-002

(8.4) Authorizing the Executive Director to execute an extension of the alternate rent period contemplated under the sixth 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 25-003

(8.5) Authorizing the Executive Director to execute an extension of the alternate rent period contemplated under the fourth 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 25-004

No public comment.

On motion to approve the Consent Calendar:

ADOPTED: AYES – Forbes, Galli, Rewers, Walsh, Mandelman and Gee

REGULAR CALENDAR

9. Presentation of the audited Annual Financial Report of the Transbay Joint Powers Authority for the fiscal year ended June 30, 2024.

Secretary Gonzales stated that there was a typo in the auditor’s report, which was discovered after the item had been posted. She noted that the auditor would address the error in the presentation, and the corrected report would be posted.

Whitney Crockett, Maze & Associates, presented the item.

10. Approving the Fiscal Year 2025-26 Preliminary Operating Projection in the amount of \$28,344,000.

Chief Financial Officer (CFO) Shima Mirzaei presented the item.

Director Rewers noted the importance of working with the Metropolitan Transportation Commission for continued operations funding, which CFO Mirzaei concurred.

Chair Gee supported a letter from AC Transit, SFMTA, and the Board advocating for supplemental operations funding, and encouraged additional partner support.

RESOLUTION 25-005

No public comment.

On motion to approve:

ADOPTED: AYES – Forbes, Galli, Rewers, Walsh and Gee  
ABSENT – Mandelman

11. Approving amendment of Board Policy No. 002, Protest Procedures.

CFO Mirzaei presented the item.

No public comment.

RESOLUTION 25-006

On motion to approve:

ADOPTED: AYES – Forbes, Galli, Rewers, Walsh and Gee  
ABSENT – Mandelman

12. The Portal Master Schedule and Funding Plan Update.

ED Van de Water, CFO Mirzaei and Alfonso Rodriguez, The Portal Project Director, jointly presented the item.

Vice Chair Mandelman inquired about the funding gap before the Full Funding Grant Agreement (FFGA). CFO Mirzaei responded that the focus will be on prioritizing design and engineering, deferring utility relocation construction. Chair Gee stated that this would shift risks to a future phase. Vice Chair Mandelman noted the gap remains unresolved, with another shortfall expected in 2026 and 2027.

ED Van de Water outlined two funding tracks as securing the FFGA and advancing pre-construction. He noted that while funding is available for design and engineering through 2027, construction funding remains uncertain. He emphasized ongoing discussions for a regional measure and the need to secure that funding for construction of The Portal.

Vice Chair Mandelman expressed concern that relying on a regional measure, which allocates capital funds to counties, could leave San Francisco responsible for closing the funding gap. He advised TJPA to advocate for a direct share of regional funding to ensure equitable support for the project. CFO Mirzaei noted that advancing design to 40-60% would lower contingency costs and reduce the required FFGA matching funds. Director Rewers asked if the Federal Transit Administration (FTA) contingency requirement accounts for the progressive design-build approach. Mr. Rodriguez stated that while the FTA works closely with TJPA, securing a contractor is key to mitigating risk.

Chair Gee discussed regional funding challenges, noting the limitations of local sales tax options and Santa Clara County's decision to opt out. He suggested advocating for \$50 million between 2026 and 2028 to achieve shovel-ready status, enhancing the project's competitiveness for future funding. He then asked ED Van de Water to provide an assessment of potential funding sources and the projected timeline.

ED Van de Water acknowledged political and funding uncertainties but stressed the importance of staying prepared. He described the schedule as aggressive but possible, and contractor engagement essential to advancing design and reducing contingency costs.

Chair Gee emphasized securing bridge funding and expressed optimism that the Bay Area's legislative delegation would help secure the \$50-\$60 million needed over the next three fiscal years. ED Van de Water highlighted ongoing advocacy in Sacramento, with positive discussions and state recognition of the project's importance within broader infrastructure plans.

Vice Chair Mandelman stressed the need to balance between realistic and aspirational goals, noting that cap-and-trade renewal and broader funding discussions may be delayed until 2027 or later. He acknowledged maintaining project momentum despite political uncertainty and potential delays.

ED Van de Water stated the dual funding challenges are closing the long-term gap and sustaining short-term design and engineering work to reduce risk and improve readiness.

Director Galli complimented the plan for its optimistic approach, emphasizing the need to position the project for future funding opportunities to ensure continued progress.

No public comment.

13. Authorizing the Board Chair to execute The Portal Project Implementation Memorandum of Understanding with Partnering Agencies to support implementation of The Portal, also known as Downtown Rail Extension.

Alfonso Rodriguez, The Portal Project Director, and Jesse Kohler, San Francisco County Transportation Authority Rail Program Manager, jointly presented the item.

No public comment.

RESOLUTION 25-007

On motion to approve:

ADOPTED: AYES – Forbes, Galli, Rewers, Walsh, Mandelman and Gee

ADJOURN – Chair Gee adjourned the meeting at 11:30 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).