



TRANSBAY JOINT POWERS AUTHORITY
Board of Directors

**TRANSBAY JOINT POWERS AUTHORITY
BOARD OF DIRECTORS**

MINUTES

Thursday, March 8, 2018
1 Dr. Carlton B. Goodlett Place, Room 416
San Francisco, CA

REGULAR MEETING
9:30 a.m.

BOARD OF DIRECTORS

Mohammed Nuru, Chair
Jeff Gee, Vice Chair
Greg Harper
Jane Kim
Edward Reiskin
Bijan Sartipi
Ben Tripousis

Executive Director
Mark Zabaneh

Secretary
Nila Gonzales

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San Francisco, California 94105
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9:30 – REGULAR MEETING

ORDER OF BUSINESS

1. Call to Order

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

2. Roll Call

Secretary Gonzales announced that Director Sartipi would not be present due to a scheduling conflict and Vice Chair Gee was expected shortly.

Present: Greg Harper

Jane Kim

Ed Reiskin

Ben Tripousis

Jeff Gee (arrived during Item 6)

Mohammed Nuru

Absent: Bijan Sartipi

3. Communications

Director Tripousis announced he was leaving the California High Speed Rail Authority (CHSRA) to accept an offer in the private sector. He stated he was honored to serve as the first CHSRA representative on the TJPA Board and he introduced Bruce Armistead who would succeed him as the CHSRA representative on the TJPA Board.

4. Board of Director's New and Old Business

None.

5. Executive Director's Report

- Retail Leasing Update
- Quarterly Financial Reports

Executive Director Zabaneh expressed his appreciation to Director Tripousis and he welcomed Bruce Armistead. He also reported that the San Francisco Board of Supervisors recently appointed Nadia Sesay, Executive Director of the Office of Community Investment and Infrastructure, as a City representative on the TJPA Board, with Tilly Chang, Executive Director of the San Francisco County Transportation Authority (SFCTA), as her alternate. Ms. Sesay will assume her seat at the April TJPA Board meeting. He reported that the TJPA and Supervisor

Kim's office received correspondence from the East Cut Community Benefit District (CBD) on February 13, 2018 encouraging the City and TJPA to develop a proactive plan to address potential quality of life issues in the Transit Center and adjacent neighborhood in preparation of the opening of the Transit Center. The TJPA issued a response to the CBD and the TJPA Board received a copy of the response. Additionally, Supervisor Kim's office is convening a community meeting on March 16, 2018 to address their needs and concerns regarding quality of life issues and the TJPA will participate in that meeting. Executive Director Zabaneh specified TJPA's commitment to continuing its coordination with the community, stakeholders, service providers, and local agencies having jurisdiction regarding planning and implementation of programs to address potential quality of life issues in the Transit Center and surrounding neighborhood. He also stated that while the TJPA defers to City leadership on setting priorities for City resources regarding quality of life issues, the TJPA is prepared to offer, at no cost, administrative office space within the Transit Center Security Operations Center for staff with the homeless outreach team program subject to TJPA approval of a Memorandum of Understanding with the Department of Homelessness and Supportive Housing. Executive Director Zabaneh then reported on the Downtown Rail Extension (DTX) and stated it is expected that the SFCTA will conclude its peer review of the TJPA Train Operations Analysis by the end of March, report to the SFCTA Board on April 10, 2018, and present to the TJPA Board on April 12, 2018. He further reported the final Supplemental Environmental document is expected to be presented for consideration at the TJPA April Board meeting. Following approval of the Supplemental Environmental document, an updated delivery plan for the DTX will be presented to the TJPA Board in June or July. Lastly, he announced the TJPA is in its 10th year of hosting Summer internships and recruitment is underway.

Erika Elliott of Colliers, Asset Management team, presented the Retail Leasing Update.

Sara DeBord, TJPA Chief Financial Officer (CFO), provided the Quarterly Financial Reports.

6. Construction Update

Dennis Turchon, TJPA Senior Construction Manager, and Ron Alameida, SFPW Director of Design and Construction, presented the update and Jes Pedersen, Webcor/Obayashi (W/O) the Construction Manager/General Contractor, provided a status on Substantial Completion.

Mr. Pedersen stated the majority of physical work is done at 95-96% complete. He indicated power was received which allows for energizing and bringing up the fire, life, safety systems which is the most critical element to getting Temporary Certificate of Occupancy (TCO) or Substantial Completion. He explained the complexity of the electrical work that has caused the delay and the steps W/O is taking to get the rest of the work done. He stated W/O is able to forecast TCO around June 10th-15th which is more than feasible and they are able to commit to if all forces continue to come together as they have been.

Director Reiskin inquired if achievement of TCO in mid-June equates with achievement of Substantial Completion in mid-June. Mr. Pedersen replied affirmatively but added that the Fire Department and Architect need to signoff. Director Reiskin asked what date for Substantial Completion and Mr. Pedersen responded that June 15th is the date. Director Reiskin queried who

the inspectors would be and Mr. Pedersen replied that it would be City inspectors. Director Reiskin reiterated the Board's offer of assistance, if needed.

Director Harper inquired about Caltrans exceptions for non-standard design elements related to the bus ramp on-merge. Mr. Turchon responded that there are eight and each one is being addressed with Caltrans to be closed out.

Vice Chair Gee inquired how reliable the June 15th date was so all others could move forward with their work. Mr. Pedersen confirmed June 15th for TCO, when it will be life-safety ready. Vice Chair Gee queried if a commitment was being made for June 15th and Mr. Pedersen affirmatively responded.

Public Comment:

Salvador Llamas, AC Transit Chief Operating Officer, expressed their appreciation to the TJPA for the continued collaboration. He stated AC Transit is ready to begin operator and supervisor training and they have several activities required in preparation to begin full service operations. He further stated that planning the execution of the activities needs to be aligned with a realistic and firm construction completion date. He conveyed concerns of the moving construction completion date and timing for bus operator training because the exact opening date for the Salesforce Transit Center is not known. He stated the safety of their employees, customers, and the public is paramount for AC Transit, therefore, validation that all required life safety and occupational health compliance has been achieved is necessary before they can begin revenue service.

Chair Nuru questioned when AC Transit buses will operate at the new center. Mr. Llamas replied that when they get a confirmed date that the bus deck has met all of their requirements, they will then need to plan in all of their required activities to determine their revenue service date. They would be ready to start in June if the deck will be ready in June.

Chair Nuru asked Mr. Pedersen if June 15th is Substantial Completion, when would it be ready. Mr. Pedersen said with TCO in mid-June and Substantial Completion towards the end of June, he was not sure about the start-up that takes place after the handover of the facility and referred to Mr. Alameida to answer.

Director Reiskin requested the Substantial Completion date be clarified because earlier it was understood that TCO and Substantial Completion would be nearly coincident and now Mr. Pedersen said end of June for Substantial Completion. Mr. Pedersen responded that TCO is June 15th when life safety systems will be ready but he is not exactly sure what it takes to get to Substantial Completion. Mr. Alameida clarified that TCO is June 15th and Substantial Completion is defined in the contract as the scope of work is ready for its intended use which is anticipated to be a couple weeks later after verifying incidental systems. He further stated that he understands AC Transit is next able to start operations in August and Muni will be ready in June so he plans to regroup with all the operators to confirm the start of operations.

Director Reiskin requested a status update before the next meeting and as soon as Mr. Alameida confirms with the operators.

Director Tripousis suggested a realistic ballpark estimate date so AC Transit can plan out their activities while also giving the construction team the opportunity to meet their responsibilities. Mr. Alameida responded that brackets around the June 15th vs. August 12th date.

Director Harper stated that it sounds like things are falling into place for August 12th and that he appreciates the importance of AC Transit drivers' safety as well as timing their training so it is not far off from the opening.

Chair Nuru echoed Director Reiskin's earlier request to keep the Board informed.

7. Facility Readiness Update

Martha Velez, TJPA Facility Manager, and Sidonie Sansom, TJPA Chief Security Officer, presented the item.

Vice Chair Gee suggested the team be consistent with language because it can be confusing when the team uses opening date and revenue service as if they are different. He also inquired about training for security, the time needed from TCO and how it aligns with operators. Ms. Sansom responded that security training will be in sync with the operator's needs. Vice Chair Gee asked if the rooftop park programming was tied to revenue service. Ms. Velez responded affirmatively but noted that the commuter traffic is necessary. Vice Chair Gee suggested possibly opening the park earlier, if there is an opportunity, to balance the neighborhood and operators' needs.

8. Citizens Advisory Committee (CAC) Update

Bruce Agid, TJPA CAC Chair, stated the CAC was pleased to hear the SFCTA's Peer Review on the Operational Studies is on schedule and they look forward to hearing the results. The CAC continues to encourage the San Francisco Planning Department to work towards a decision on the preferred alignment of the DTX as part of the Railyard Alternatives and I-280 Boulevard (RAB) study. He provided comments on the Construction Update, the need for a date certain, and the importance of safety. The CAC is content with the progress on Retail Letters of Intent, they look forward to seeing progress on the negotiate and signoff phases and they were glad that 90% were local businesses. The CAC had a robust discussion on bus operations and the experience for the passenger such as wayfinding, retail, bus signage, etc. They also discussed bicycle interaction/passengers with bicycles, bicycle lockers, bicycle share stations, and the importance of placement to ensure conflicts with buses, other vehicles, bicycles and pedestrians are minimized to support San Francisco's focus of Vision Zero. The CAC thought the Code of Conduct was very thorough but said there might be some issues for the TJPA to work out later in regards to where animals are/are not allowed and the path of travel for bicycles.

9. 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

10. 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.

Director Harper requested to have Item 10.2 considered separately.

(10.1) Approving the Minutes of the February 8, 2018 meeting.

No public comment.

On motion to approve:

ADOPTED: AYES – Harper, Kim, Reiskin, Tripousis, Gee and Nuru

(10.2) Authorizing the Executive Director to execute a Fiscal Sponsorship Agreement with East Cut Community Benefit District to act as a fiscal agent on behalf of the TJPA for fundraising activities related to the grand opening events at the new transit center.

Director Harper stated he agreed with the purpose but did not think the Fiscal Sponsorship Agreement was the correct document for the relationship. CFO DeBord responded with justifications. Director Reiskin concurred with intent and suggested counsel confirm it is the correct document. Deborah Miller, TJPA Counsel, stated she could work with the CBD and the TJPA's Finance Legal Counsel that recommended the document to confirm it does what it is intended to do and if the Board is prepared to approve, they could authorize the Executive Director to move forward with the Fiscal Sponsorship Agreement that is in a form that is deemed appropriate and with a percentage amount paid to the CBD not to exceed 7.5% since that is one of the key business terms that should not change as a result of making modifications to the form of agreement.

RESOLUTION 18-006

No public comment.

On motion to approve with modifications:

ADOPTED: AYES – Harper, Kim, Reiskin, Tripousis, Gee and Nuru

REGULAR CALENDAR

11. Adopting TJPA's Code of Conduct for the transit center.

Sidonie Sansom, TJPA Chief Security Officer, presented the item.

Vice Chair Gee suggested before a fee structure is determined, the Board should consider policy regarding certain fees and whether the TJPA is going to be cost-neutral or 50/50. Executive Director Zabaneh stated it would be brought to the Board for consideration. Director Reiskin stated he supports full cost recovery. Director Reiskin expressed concern regarding Muni passengers getting off or on at the Bus Deck with pets because Muni does not require a carrier as is required in the TJPA Code of Conduct. He suggested requiring pets of bus passengers to be on a leash but not in a carrier and use the same path of travel as bicycles since pets are not allowed in the Transit Center. Director Reiskin inquired about penalties for advertising that is not consistent with City policy. Ms. Sansom replied that there are no monetary penalties. Ms. Miller stated the TJPA would have to adopt a separate schedule of penalties. Director Reiskin asked if a penalty schedule could be included in the fee structure being brought to the Board. Ms. Miller stated she will work with staff to research if it is possible to use existing City procedures to enforce penalties.

Vice Chair Gee provided comments regarding behaviors and suggested considering behaviors of those under the influence of alcohol and/or drugs because combinations of the two are common these days which amplifies behaviors and, therefore, he thought it best that the policy reflect behaviors caused by the influence of alcohol and/or drugs.

Director Harper stated he concurred with Director Reiskin in regard to pets on buses but overall thought the policy was very well done.

Director Reiskin reiterated his proposal to allow pets on leashes within the Transit Center to enter/exit buses on the bus deck and suggested they follow the bicycle path of travel.

Deborah Miller, TJPA Counsel, summarized the modification as pets on a leash, following a specific permitted path of travel, are permitted in the Transit Center to enter/exit buses on the bus deck.

Public Comment:

Andrew Robinson, Executive Director of the East Cut CBD, expressed support for the item.

Jim Patrick, Patrick & Co., stated pets in the park should be reconsidered.

Director Reiskin inquired if the public provided feedback with regard to the ban on non-service animals in the park. Ms. Sansom replied that there was a lot of conversation on the topic prior to

the Park Rules and Regulations being brought to the Board and identifying that Under Ramp Park is going to be a dog-friendly park satisfied concerns of the neighborhood.

Director Reiskin motioned to approve the item with the modification regarding pets and the expectation that the fees and fines policy will come back to the Board for consideration.

RESOLUTION 18-007

On motion to approve:

ADOPTED: AYES – Harper, Reiskin, Tripousis, Gee and Nuru
ABSENT – Kim

12. Authorizing the Executive Director to execute a Professional Services Agreement with Mosaic451, LLC for Information Security/Cybersecurity Services for the Transbay Program for a three-year term and a not-to-exceed amount of \$2,000,491.

Sidonie Sansom, TJPA Chief Security Officer, presented the item.

Director Harper proposed that the contract be bifurcated between the stages to only approve a portion of the contract at this time and not the whole contract because he was uncomfortable with approving stages three, four, and five until stages one and two were completed.

Ms. Sansom suggested, as part of the process, staff come back to the Board with a report after stages one and two.

Vice Chair Gee made a motion to approve the item as is with a report from staff at the next meeting about the threat assessments that are identified as top priorities then a subsequent report about further analysis and a risk assessment and consequences of potential damage.

Ms. Sansom agreed to report back to the Board on threat and risk assessments.

Director Harper concurred with the motion proposed by Vice Chair Gee.

Director Reiskin clarified that the request does not require staff to present any sensitive security information that would be inappropriate in a public forum.

No public comment.

RESOLUTION 18-008

On motion to approve:

ADOPTED: AYES – Harper, Reiskin, Tripousis, Gee and Nuru
ABSENT – Kim

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

No public comment.

RESOLUTION 18-009

On motion to approve:

ADOPTED: AYES – Harper, Reiskin, Tripousis, Gee and Nuru
ABSENT – Kim

14. Election of Chair and Vice Chair pursuant to the TJPA Joint Powers Agreement.

Director Reiskin nominated Director Nuru as Chair of the TJPA. Director Gee seconded the nomination.

No public comment.

On motion to elect Director Nuru as Chair:

AYES – Harper, Reiskin, Tripousis, Gee and Nuru
ABSENT – Kim

The motion to elect Director Nuru as Chair passed.

Director Reiskin nominated Director Gee as Vice Chair of the TJPA. Director Harper seconded the nomination.

No public comment.

On motion to elect Director Gee as Vice Chair:

AYES – Harper, Reiskin, Tripousis, Gee and Nuru
ABSENT – Kim

The motion to elect Director Gee as Vice Chair passed.

RECESS REGULAR MEETING AND CONVENE CLOSED SESSION

There was no member of the public who indicated that they would like to comment on the items scheduled for discussion in closed session.

CLOSED SESSION

15. Call to Order

Chair Nuru called the Closed Session to order at 11:55 a.m.

16. Roll Call

Present: Greg Harper
Ed Reiskin
Ben Tripousis
Jeff Gee
Mohammed Nuru

Absent: Jane Kim
Bijan Sartipi

17. CONFERENCE WITH REAL PROPERTY NEGOTIATORS (Gov. Code section 54956.8)

Property: Salesforce Transit Center (generally located between Mission, Beale, Howard, and Second Street in San Francisco; Assessor's Block 3721, Lots 006 and 124; Assessor's Block 3720, Lots 010 and 011; Assessor's Block 3719, Lot 003)

Agency negotiators: Mark Zabaneh, Executive Director; Martha Velez, Facility Manager; Erika Elliott, Colliers International; Mariah Michaud, Lincoln Property Company

Negotiating parties: parties that have submitted formal expressions of interest through the retail procurement process

Under negotiation: Price and terms of payment for retail leases of the new transit center

18. CONFERENCE WITH LABOR NEGOTIATORS (Gov. Code section 54957.6)

Agency designated representatives: to be determined
Unrepresented employee: Executive Director

ADJOURN CLOSED SESSION AND RECONVENE REGULAR MEETING – The Closed Session was adjourned at 12:30 p.m.

19. Announcement of Closed Session.

Deborah Miller, TJPA Counsel, announced that in regard to Item 17 there is no action to report and in regard to Item 18, the Board unanimously appointed Chair Nuru as its designated representative for purposes of negotiating an employment contract with the Executive Director.

ADJOURN – Chair Nuru adjourned the meeting at 12:35 p.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.