



**TRANSBAY JOINT POWERS AUTHORITY
BOARD OF DIRECTORS**

MINUTES

Thursday, January 11, 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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9:30 – REGULAR MEETING

ORDER OF BUSINESS

1. Call to Order

Chair Nuru called the meeting to order at 9:38 a.m.

2. Roll Call

Secretary Gonzales announced that Vice Chair Gee would not be present due to a scheduling conflict and Director Kim was in route.

Present: Greg Harper

Jane Kim (*arrived at beginning of Item 5*)

Ed Reiskin

Bijan Sartipi

Ben Tripousis

Mohammed Nuru

Absent: Jeff Gee

3. Communications

None.

4. Board of Director's New and Old Business

None.

5. Executive Director's Report

- Annual Program Status Report
- Project Labor Agreement (PLA) Quarterly Update
- Retail Leasing Update

Shortly after Item 5 was called, Director Kim arrived. Secretary Gonzales announced that quorum would be lost shortly when Director Reiskin would leave to report to the Board of Supervisors Budget & Finance Committee; therefore, the agenda would be taken out of order to ensure action items could be considered. Thus, she stated that Regular Calendar Items 8-11 would be heard and then the Board would return to Items 5-7 prior to going into Closed Session.

Executive Director (ED) Zabaneh introduced the Annual Program Status Report, which included the PLA Update, and the team, who presented the item, TJPA Chief Financial Officer (CFO) Sara DeBord, TJPA Senior Construction Manager Dennis Turchon, Department of Public Works (DPW) Director of Design & Construction Ron Alameida, TJPA Senior Design & Engineering

Manager Skip Sowko, TJPA Facility Manager Martha Velez, TJPA Chief Security Officer (CSO) Sidonie Sansom, and DPW Communications Manager Christine Falvey.

Director Reiskin suggested the public be engaged for input on the Transit Center Code of Conduct and CSO Sansom concurred. He also stated the messaging to AC Transit's riders and other East Bay commuters should focus on the great benefits to attract new riders and Ms. Falvey agreed, noting that she is working with AC Transit's marketing department and will highlight the importance of that point in their messaging.

Chair Nuru thanked staff for all the accomplishments and encouraged continued collaboration to get the job done and open the center as planned.

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

6. Citizens Advisory Committee (CAC) Update

Bruce Agid, TJPA CAC Chair, shared a photo of the December 26, 2017 Pre-Start of the Muni #5 Fulton in the Bus Plaza and congratulated the team on its success. He stated it was a positive experience but suggested Muni check in to assess ridership to ensure the transition from the Temporary Transbay Terminal to the Transit Center is clear and riders are taking advantage of the new service at the Transit Center. He also stated the CAC submitted a letter of support for TJPA's application to the Transit and Intercity Rail Capital Program and assisted with reaching out to other advocacy groups to do the same. He complimented the team on the Annual Program Report. He noted the CAC's concern in regard to the substantial completion date slippage and that a change to the construction schedule slide was suggested. A presentation on the status of retail Pop-Ups was requested for a future CAC meeting as well as more detailed information in 2018 on the retail planning. The CAC is pleased with the comprehensive ceremonial plan and looks forward to participating. He provided comments on the CAC's continued discussion regarding homelessness and stated that the CAC would be making recommendations to the Board, the District 6 Supervisor, and the Department of Homelessness and Supportive Housing for consideration.

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 provided comments regarding the San Francisco County Transportation Authority approving \$188,000 to conduct a peer review of the number of tracks proposed. He expressed concern that a member of the TJPA team is proposed to be on the peer review panel and suggested an item be put on the TJPA Board agenda to report on the progress.

THE FOLLOWING MATTERS BEFORE THE TRANSBAY JOINT POWERS AUTHORITY ARE RECOMMENDED FOR ACTION AS STATED BY THE EXECUTIVE DIRECTOR OR THE CHAIR.

REGULAR CALENDAR

Secretary Gonzales called Items 8 and 9 together.

8. Authorizing the Executive Director to execute a Professional Services Agreement with Universal Protection Service, LP (Allied) for unarmed security guard and ambassador services for the Transbay Program for a three and one-half year term and a not to exceed amount of \$18,191,100, with an option to extend the term by up to two one-year extensions.

Sidonie Sansom, CSO, presented the item.

No public comment.

RESOLUTION 18-001

On motion to approve:

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

9. Approving a Memorandum of Understanding with the San Francisco Police Department (SFPD) for on-site law enforcement services at the new transit center and related facilities under the TJPA's control for \$2.3 million annually, escalated by 3% each year.

Sidonie Sansom, CSO, presented the item.

Director Reiskin commended staff for getting to this point and acknowledged that the blended approach is consistent with what the Board approved last year. He inquired how the coordination between Allied and SFPD would work and CSO Sansom explained the strategy.

Director Tripousis inquired about the SFPD structure described in the agreement and how it translates to the number of SFPD personnel committed to the transit center and CSO Sansom replied that the actual security plan is classified so she was unable to discuss it publicly but did state that once the agreement is in place those details would be worked out.

Director Harper inquired about the ambassadors' role and CSO Sansom explained the security structure and roles. Director Harper suggested reviewing roles in a year.

Director Reiskin asked how the security program would be evaluated and CSO Sansom replied that metrics would be used and the CyCop system. Director Reiskin suggested thinking about key performance indicators as the program moves into operations.

Public Comment:

Jim Patrick expressed concern on having to pay SFPD if ten people did not show up daily as the contract states.

Director Reiskin explained the agreement SFMTA has with SFPD for comparison.

Deborah Miller, TJPA Counsel, clarified that there are invoicing and auditing requirements to ensure SFPD is only paid for the services provided.

RESOLUTION 18-002

On motion to approve:

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

10. Approving the Fiscal Year 2018-19 Preliminary Operating Projection in the amount of \$54,370,100.

Sara DeBord, CFO, presented the item.

Director Harper stated tenant improvements should not be an operating expense because it is part of finishing the building and the distinction should be made as is done in the private sector. He also stated that all of the operating revenues should be devoted to operating expenses and, therefore, the Naming Rights revenues should be applied to limit how much the operators have to cover versus using the Naming Rights for Operating Reserve. CFO DeBord responded that whether tenant improvements were operating or capital expense was the Board's decision, but that the tenant improvement funding source would be included in whichever budget the expense was in, and that Naming Rights may need to be utilized for tenant improvements if City Financing was not made available to cover the full amount.

Director Reiskin explained that, although he did not disagree on principle with Director Harper, the Board's prior action of approving the City Financing did not include the tenant improvement costs so he understands the City's caution with extending their commitment. He stated if City Financing is not provided, Naming Rights is the only other source of funds and inquired if letters from the operators to the Cost Review Committee (CRC) would be helpful in securing City financing for tenant improvements.

Director Harper further expressed his concern. ED Zabaneh clarified that staff would continue to advocate for tenant improvements to be funded with City Financing. He stated that the CRC was flexible at the last meeting and agreed to allow the use of \$25 million for building improvements and tenant improvements while not ruling out lending the additional \$10-\$11 million needed but they had to evaluate the risk to the City and, in February, staff plans to seek the entire funding need.

Director Reiskin reiterated his suggestion regarding letters of support from the operators and/or if their attendance at the CRC meeting would be beneficial. CFO DeBord confirmed letters of support would be helpful if the operators are not able to attend and she also stated that the proposed numbers do not assume Regional Measure 3 (RM3) which would be beneficial if RM3 is passed by the voters in June.

No public comment.

RESOLUTION 18-003

On motion to approve:

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

11. Approving the Minutes of the December 14, 2017 meeting.

No public comment.

On motion to approve:

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

After approval of the Minutes, Secretary Gonzales announced the Board would resume its earlier Items 5-7 and returned to the ED Report. Director Reiskin departed at 10:30am, at the start of the ED Report, and returned at 11:00am, during the ED Report.

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

12. Call to Order

Chair Nuru called the Closed Session to order at 11:50 a.m.

13. Roll Call

Present: Greg Harper
Jane Kim
Ed Reiskin
Bijan Sartipi
Ben Tripousis
Mohammed Nuru

Absent: Jeff Gee

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

Name of case: Lehman, et al. v. Transbay Joint Powers Authority, et al., San Francisco County Superior Court, Case No. CGC-16-553758

and

Name of case: BATTERY, et al. v. Jeffries, et al., San Francisco County Superior Court, Case No. CGC-17-556292

and

Name of case: Chang, et al. v. Mission Street Development LLC, et al., San Francisco County Superior Court, Case No. CGC-17-556617

and

Name of case: Millennium Tower Association v. Mission Street Development LLC, et al., San Francisco County Superior Court, Case No. CGC-17-557830

and

Name of case: Montana, et al. v. Mission Street Development, LLC, et al., San Francisco County Superior Court, Case No. CGC-17-558649

and

Name of case: Ying, et al. v. Transbay Joint Powers Authority, et al., San Francisco County Superior Court, Case No. CGC-17-559210

and

Name of case: Maui Peaks Corp. v. Mission Street Development LLC, et al., San Francisco County Superior Court, Case No. CGC-17-560322

15. CONFERENCE WITH LEGAL COUNSEL—ANTICIPATED LITIGATION

Significant exposure to litigation pursuant to paragraph (2) of subdivision (d) of Section 54956.9: (3 potential cases)

ADJOURN CLOSED SESSION AND RECONVENE REGULAR MEETING – The Closed Session was adjourned at 12:15 p.m.

16. Announcement of Closed Session.

Secretary Gonzales announced that there was nothing to report.

ADJOURN – Chair Nuru adjourned the meeting at 12:20 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.