



**TRANSBAY JOINT POWERS AUTHORITY
BOARD OF DIRECTORS**

MINUTES

Thursday, April 9, 2020

REGULAR MEETING
9:30 a.m.

WATCH LIVE ON SFGOVTV: www.sfgovtv.org/tjpa

PUBLIC COMMENT CALL-IN: 888-363-4735 -- Access Code: 4134030

Due to the COVID-19 health emergency, the Board's Meeting Room in City Hall is closed.

Members of the public are encouraged to participate remotely.

Please see additional information on the next page for remote meeting access.

In compliance with the Governor's Executive Order N-25-20 (March 12, 2020) as superseded by Order N-29-20 (March 17, 2020), this meeting will be held *exclusively* via teleconference participation of a quorum of Board members in locations not open to the public. The purpose of the orders is to provide the safest environment for all persons consistent with San Francisco Department of Public Health Order of the Health Officer No. C19-07b and current public health recommendations, while allowing the public to observe and address the Board.

BOARD OF DIRECTORS

Nadia Sesay, Chair

Jeff Gee, Vice Chair

Elaine Forbes

Matt Haney

Michael Hursh

Boris Lipkin

Jeffrey Tumlin

Tony Tavares (*ex-officio*)

Executive Director

Mark Zabaneh

Secretary

Nila Gonzales

REMOTE MEETING ACCESS

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PUBLIC COMMENT CALL-IN: 888-363-4735 -- Access Code: 4134030

Providing Public Comment

Ensure you are in a quiet location – Speak Clearly – Turn off any TVs or radios around you

1. When prompted, dial “1 - 0” to be added to the speaker line. The auto-prompt will indicate callers are entering “Question and Answer” time, but this is the “Public Comment” period.
2. Callers will hear silence when waiting for your turn to speak.
3. When prompted, callers will have the standard three minutes to provide comment.

ACCESSIBLE MEETING POLICY

In accordance with the Americans with Disabilities Act, California Law, and the Governor’s Executive Orders, any individual with a disability may request reasonable modifications or accommodations so that they may observe and address the Board at this teleconference meeting. If you are disabled and require special accommodations to participate, please contact the Board Secretary Nila Gonzales at (415) 597-4620 or NGonzales@TJPA.org, at least 72 hours prior to the meeting. Late requests will be honored if possible. Calendars and minutes of the meeting may be available in alternative formats; please contact Nila Gonzales at (415) 597-4620 or NGonzales@TJPA.org at least 72 hours in advance of need. Written reports or background materials for calendar items are available online at www.TJPA.org.

If you need to use the services of a language interpreter, contact TJPA by calling 415.597.4620 or at info@TJPA.org. We require an advance notice of three business days to accommodate your request.

Si necesita usar los servicios de un intérprete de idioma, comuníquese con TJPA llamando al 415.597.4620 o en info@TJPA.org. Solicitamos un aviso previo de tres días hábiles para atender su solicitud.

如果您需要使用语言口译员，请联系TJPA，电话：415.597.4620，或电子邮件：info@TJPA.org。我们需要您在三个工作日之前告知，以满足您的要求

9:30 – REGULAR MEETING

ORDER OF BUSINESS

1. Call to Order

Chair Sesay called the meeting to order at 9:30 a.m.

2. Roll Call

Present: Elaine Forbes
Matt Haney
Michael Hursh
Boris Lipkin
Jeffrey Tumlin
Jeff Gee
Nadia Sesay

Absent: Tony Tavares

3. Communications

Secretary Gonzales provided instructions on the Public Comment process.

4. Board of Director's New and Old Business

None.

5. Executive Director's Report

Executive Director Zabaneh acknowledged these were unprecedented and challenging times and, as public servants, the TJPA has a role to play when responding to the coronavirus (COVID-19) health crisis; ensuring the safety of the public and employees remains the highest priority. He stated that the TJPA is committed to ensuring the health and safety of all users of the Salesforce Transit Center including transit riders, transit operators and staff, police and security staff, janitorial and engineering staff, park visitors, and other employees. The TJPA continues to take all possible measures to enhance the health and safety of all transit center users in response to the community spread of COVID-19; these efforts include coordinating with local, regional, state, and federal public health officials and emergency response and transit agencies, including the Federal Transit Administration, the Governor's office, the San Francisco Mayor's office, the Metropolitan Transportation Commission (MTC), AC Transit and Muni, and the City's Department of Emergency Management, where TJPA remains part of the emergency operation

center's transportation branch. Additionally, he reported that TJPA is continuously cleaning touchpoints, such as handrails, elevator buttons, door handles, and touchscreens on the digital kiosks, as well as restrooms. He further reported that outreach continues with proper public health information distributed through multilingual information displayed on the digital kiosks and on San Francisco Department of Public Health posters posted throughout the transit center. He stated that up-to-date information can be found in common areas, including elevators, restrooms, and staff areas. The TJPA continues to closely monitor the situation and respond appropriately.

Regarding operations, Executive Director Zabaneh reported that the entire facility remains open to the public, including the bus deck, bus plaza and park. Bus operators continue to operate out of the transit center on extremely reduced schedules. While the park remains open, all park programming was temporarily suspended, and the children's playground has been closed. Recognizing the health and financial impacts of the COVID-19 pandemic, the TJPA has reduced operations staff to the levels required to clean and operate the transit center, given the reduced bus schedules, ridership levels, and park usage. Additionally, the TJPA will continue to closely monitor usage at the transit center in an effort to reduce expenses. The San Francisco Police Department and security personnel continue to remind visitors of the importance of social distancing throughout the transit center and the park, although they have not had to enforce social distancing behavior, as transit riders and the public continue to follow the public health order to help slow the spread of COVID-19. He stated that the TJPA understands that the park remains open for neighborhood residents to use for brief exercise only and that the bus deck and bus plaza should only be used by transit riders who are commuting to an essential business or as part of emergency response.

Executive Director Zabaneh also reported that the TJPA continues to engage in discussions at the regional level with MTC as well as with advocacy teams at the state and federal levels to secure as much available funding as possible to assist with various programs, which would offset revenue losses now and for next fiscal year. The TJPA expects a significant drop in revenue for advertising, promotional platforms, and leases; therefore, as the Bay Area will receive \$1.3 billion from the \$25 billion transit relief program provided by the recently passed federal Cares Act, the TJPA will work closely with MTC, AC Transit, and the San Francisco Municipal Transportation Agency to capture funding to offset those revenue losses. Regarding the status of transit center tenants, Executive Director Zabaneh stated that, due to the shelter-in-place order, all of the tenants that had recently opened have had to temporarily close due to the public health order. These tenants include the two Philz locations, SF Fitness, and Onsite Dental. Philz Mobile reopened its 1st Street location on April 8th but is operating on a limited schedule. Additionally, all construction related to tenant improvements was halted in compliance with the public health order which will delay the opening of the remaining retail spaces and will result in a significant impact to projected lease revenue for next fiscal year's budget. Tenants who were open and in full operation before the shelter-in-place order have requested assistance in the form of rent abatement and reduced rent. TJPA has shared information on local, state, and federal financial assistance relief programs with tenants, continues to review lease terms, and remains mindful of the significant financial hardship tenants are experiencing. Once the shelter-in-place order has been lifted, TJPA staff will present to the Board for consideration, a response to the tenants' request for relief. TJPA understands that challenging times are ahead for public

agencies and small businesses, and the goal of the TJPA is to remain fair while protecting the best interests and investment of the transit center.

6. 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.

REGULAR CALENDAR

7. Presentation of the budget outlook for TJPA's Fiscal Year 2020-21 operating and capital budgets.

Erin Roseman, TJPA Chief Financial Officer (CFO), presented the item.

Vice Chair Gee thanked Ms. Roseman for her presentation and suggested she provide a few scenarios next month on what the budget impacts may look like, which may prove to be a better strategy considering the current health emergency and Ms. Roseman responded affirmatively.

8. Authorizing the Executive Director to execute professional services agreements for financial consulting services with a bench of two firms, NWC Partners and Rockfleet Financial Services, to provide services in their respective areas on an as-needed basis for a five year term, with two two-year options to extend, as long as the total compensation under all bench agreements does not exceed \$7,100,000.

Erin Roseman, TJPA CFO, presented the item.

No public comment.

RESOLUTION 20-014

On motion to approve:

ADOPTED: AYES – Forbes, Haney, Hursh, Lipkin, Tumlin, Gee, and Sesay

9. Approving the TJPA's Title VI program for the triennial period of April 1, 2020 to March 31, 2023 for the Transbay Program.

Erin Roseman, TJPA CFO, presented the item.

No public comment.

RESOLUTION 20-015

On motion to approve:

ADOPTED: AYES – Forbes, Haney, Hursh, Lipkin, Tumlin, Gee, and Sesay

10. Approving the Minutes of the March 12, 2020 meeting.

No public comment.

On motion to approve:

ADOPTED: AYES – Forbes, Haney, Hursh, Lipkin, Tumlin, Gee, and Sesay

11. Consider authorizing the TJPA Board Chair to execute the San Francisco Peninsula Rail Program Memorandum of Understanding with the Metropolitan Transportation Commission, the San Francisco County Transportation Authority, the Peninsula Corridor Joint Powers Board (Caltrain), the California High Speed Rail Authority, and the City and County of San Francisco (Mayor's Office) to implement a new organizational structure that will support the efforts of the TJPA in the development of the Downtown Rail Extension (DTX) to a ready-for-procurement status and make direct recommendations to the TJPA Board regarding a set of work program activities.

Executive Director Zabaneh presented the item.

Director Forbes thanked Executive Director Zabaneh for the presentation and was pleased to see all partners involved have agreed to take on responsibilities and obligations. She asked if there has been discussion of a protocol for a reporting structure on the various work items to ensure clear benchmarks and work structures are established so that one person is accountable.

Executive Director Zabaneh stated that he will discuss this with the Executive Steering Committee (ESC) once they meet; he also suggested he could provide progress updates on this discussion in his monthly Executive Director's Report. Director Forbes flagged this for Chair Sesay to ensure the Board can concur on a reporting structure so clear benchmarks and timing are laid out.

Director Haney asked if the TJPA will be entering into contracts collectively with other agencies under the current contract requirements that exist under San Francisco laws when working with

small businesses or local hires. Executive Director Zabaneh stated that any activities under TJPA would fall under the current contract laws in place and that any contract activities with other agencies would fall under their own policies.

Vice Chair Gee inquired on whether Director Lipkin being on both the TJPA Board and the ESC would be a conflict. Director Lipkin stated that he would defer to TJPA Board counsel on any conflicts. Executive Director Zabaneh highlighted that the TJPA Board acts as the ultimate authority for the DTX and can accept or reject any recommendations from the ESC. Vice Chair Gee requested a kick-off meeting with the ESC and the TJPA Board to be brought up to speed on the decision-making process so there was ample opportunity for the TJPA Board and the public to weigh in. Executive Director Zabaneh stated he will make sure this occurs.

Chair Sesay appreciated the presentation and the work that went into the Memorandum of Understanding (MOU) and requested to see the work plan and budget on Phase 2/DTX.

Public Comment:

Roland Lebrun suggested that the Board strike clause number seven, the National Environmental Policy Act and California Environmental Quality Act (NEPA/CEQA), on page six of the MOU. He provided comments regarding the work under the MOU and referenced the costs of DTX and the Pennsylvania Avenue Extension which he said was not realistic in the current economic environment. He also stated that he knows a firm who is ready to step in, however, they need environmental clearance.

Eric Cordoba, SFCTA Deputy Director for Capital Projects, thanked TJPA staff for working with the SFCTA on the MOU over the last year and stated SFCTA's strong support of the item. Mr. Cordoba stated he would like to start work immediately with the team, in particular with TJPA staff, as there are many benefits and challenges to work through. He further stated that the SFCTA plans to approve the MOU upon the approval of the TJPA Board's approval as well as the funding approval at the SFCTA April 14th Board meeting. Mr. Cordoba stated that the TJPA comments have been heard with a desire of full transparency and he assured that interim deliverables would be brought to the TJPA Board as well as the SFCTA Board.

Bruce Agid, former Chair of the TJPA Citizens Advisory Committee, member of the Rail Alignment and Benefits Study and High-Speed Rail working groups, and member of the Friends of DTX Advocacy Group, spoke in support of the San Francisco Peninsula Rail Program MOU as proposed. Mr. Agid noted that the TJPA along with other agencies worked diligently through the challenges on Phase 1 and now a world class center has been successfully built but a critical component that is missing is rail. Mr. Agid applauded the SFCTA's action initiating a pause in the funding, although not a popular decision at the time in October 2018, it allowed the SFCTA, TJPA, and a host of other agencies to conduct a review of the management and governance models for the DTX to develop the MOU presented. Although the MOU proposes a complex structure, the complex project and number of agencies involved, cost of delivering Phase 2/DTX, and ensuring its readiness to interconnect to a larger state rail plan requires a robust governance model. The MOU will ensure transparency, availability of resources, and proactive decision making, which will rebuild the confidence of the public and public leaders. Mr. Agid stated that

time was of the essence and due to the pause in funding, the project has been delayed an additional 18 months and encouraged the TJPA Board to approve the MOU for Phase 2/DTX, so that an initial two year work plan could restart and position the project for additional federal funding which could help stimulate the economy during the health crisis.

A member of the public (name unknown) stated that he was a small local business owner that was feeling the economic impact and devastation of the COVID-19 health crisis as was everyone and he emphasized the importance of following the current San Francisco contracting laws since the funding was coming from San Francisco.

Jim Patrick, Patrick & Company, stated he felt the MOU should be discarded, as there was not enough funding for all the agencies involved. He believes this action was a quid pro quo as there was no guarantee of funding, and it adds a layer of management that was unnecessary. He suggests the TJPA reject the MOU, obtain the funding from the bond sale, and move forward.

RESOLUTION 20-016

On motion to approve:

ADOPTED: AYES – Forbes, Haney, Hursh, Lipkin, Tumlin, Gee, and Sesay

ADJOURN – Chair Sesay adjourned the meeting at 10:45 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) 252-3124 and web site: www.sfethics.org.