

**TRANSBAY JOINT POWERS AUTHORITY
BOARD OF DIRECTORS**

MINUTES

Thursday, July 22, 2021

SPECIAL MEETING

11:00 a.m.

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

PUBLIC COMMENT CALL-IN: 1-855-282-6330 -- Access Code: 182 160 7831

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-08-21 (June 11, 2021), 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 order is to help California respond to, recover from, and mitigate the impacts of the COVID-19 pandemic, while allowing the public to observe and address the Board.

BOARD OF DIRECTORS

Jeff Gee, Chair

Rafael Mandelman, Vice Chair

Elaine Forbes

Alicia John-Baptiste

Boris Lipkin

Diane Shaw

Jeffrey Tumlin

Dina El-Tawansy (*ex-officio*)

Interim Executive Director

Nila Gonzales

Interim Secretary

Donald Pollitt

11:00 – SPECIAL MEETING

ORDER OF BUSINESS

1. Call to Order

Chair Gee called the meeting to order at 11:07 a.m.

2. Roll Call

Present: Dina El-Tawansy

Elaine Forbes

Alicia John-Baptiste

Boris Lipkin

Diane Shaw

Jeffrey Tumlin

Rafael Mandelman (*arrived during Item 5*)

Jeff Gee

3. Communications

Interim Secretary Pollitt provided instructions on the Public Call-in/Comment process.

4. Board of Director's New and Old Business

None.

5. Executive Director's Report

- Project Labor Agreement Quarterly Update
- Facility Operations Update

Interim Executive Director (ED) Gonzales thanked the Board for their support over the last year since her appointment in August 2020, noting the honor it has been to lead the TJPA in its efforts to continue Operations and advance the Downtown Rail Extension (DTX) project, during such unprecedented times. Since her appointment as Interim ED, she has established stability, transparency, collaboration, and integrity while working closely with the Board to bring greater visibility of the Salesforce Transit Center and continue the great progress and partnerships made to advance the DTX project. Additionally, in her tenure as Interim ED, the TJPA has delivered on a number of significant matters and she noted that she looks forward to continuing to advance the Transbay Program; however, due to personal health reasons, she has decided not to pursue the permanent ED position. She noted that she will continue to lead the TJPA as the Interim ED until a permanent ED is hired and that she is engaged with the TJPA Board of Directors' search to fill the ED position. She noted she would ensure a smooth onboarding of a new ED and continue to provide stability while remaining in her role as TJPA Chief of Staff.

Since the reopening of the State and City on June 15, she reported that the TJPA opened its office to the public and noted the Transit Center, in partnership with its transit operators, continues to provide transit services. Per the requirement of the Transportation Security Administration, the TJPA requires masks to be worn at the Transit Center, except on the rooftop park. The TJPA continues to track the City's response to other COVID-19 variants and asks riders to remain vigilant regarding masking.

Regarding Salesforce Transit Center, Interim ED Gonzales highlighted the addition of two new Park programming activities in July, which includes Zumba on Thursdays and live music on Fridays. Park attendance continues to increase and, in response, more tables and chairs have been added to the Main Plaza. The TJPA continues to actively invite the public to attend the free activities currently being offered. Regarding Wayfinding, she noted the TJPA continues to coordinate with its transit operators, San Francisco Municipal Transportation Agency (SFMTA) and AC Transit, on the Transit Center's Wayfinding program by looking at both short-term and long-term solutions to enhance the transit rider experience. Interim ED Gonzales also thanked the Metropolitan Transportation Commission (MTC) for their continued support of the Transbay Program, as well as their planned allocation of \$1.8 million for Transit Center operations in Federal Transit Administration (FTA) American Rescue Plan Act funds.

Regarding TJPA's legislative efforts, Interim ED Gonzales reported that the TJPA continues to track potential funding opportunities as it relates to the Transbay Program by working with its federal and state advocates to identify and take advantage of any opportunities. Last May, the TJPA submitted a community funding request to Senator Padilla's office for \$1 million to support TJPA's Wayfinding program and noted that Senator Padilla has advanced the TJPA's request in his budget appropriation request. The TJPA continues to await the issuance of the Notice of Funding Opportunity (NOFO) from the Federal Railroad Administration for the Consolidated Rail Infrastructure and Safety Improvements (CRISI) competitive grant process, and once issued, the TJPA will seek support for its application from the congressional delegation. The TJPA also continues to track the progress of the State's budget process and remains optimistic that the funding requests for operational enhancements for the Transit Center and/or funding for the DTX project are included in the transportation budget bill in discussion by California Governor Newsom and legislature. In addition to direct funding for DTX, the TJPA has also asked for direct funding to the Transit and Intercity Rail Capital Program, administered by the California State Transportation Agency (CalSTA), where the TJPA could be eligible to access those funds.

Regarding DTX, the TJPA continues to advance important details of the project, which includes the Project Development funding plan, by working collaboratively with the City and County of San Francisco Office of Public Finance and the San Francisco County Transportation Authority (SFCTA) for the TJPA's Community Facilities District (CFD) Series 2021 bond issuance request. The bond issuance request will be introduced to the Board of Supervisors (BOS) on July 27 and referred to the Budget and Finance Committee for their consideration in September. Interim ED Gonzales reported that when the TJPA requests entry into the FTA's Project Development this October, the TJPA will need to demonstrate that it has \$30 million in committed funds necessary to complete the Project Development work and noted more information will be presented later in the meeting under Item 10. Interim ED Gonzales also

reported the successful completion of additional utility borings in June and July, which confirmed the location of utilities and, most importantly, discovered utilities that were not originally mapped. The TJPA will commence outreach to utilities with Notices of Intent (NOI) in the coming weeks, stating that the purpose of the NOIs will be to establish formal communication, confirm ownership, and begin discussions on how to handle temporary and permanent relocations.

Interim ED Gonzales concluded her report by noting the second quarter 2021 Project Labor Agreement (PLA) report was included in the Board packet. She stated that the PLA has been mutually applied to Tenant Improvement construction and is already approved to be implemented during the upcoming construction for DTX/Phase 2 of the Transbay Program. Additionally, she reported that Citizens Advisory Committee member, Dan Bell, advised that he is resigning from the CAC as he is relocating out of the area. Interim ED Gonzales thanked CAC Member Bell for serving in the bicycle advocate seat and noted that the TJPA has initiated the process to fill the vacancy to recommend a member for the Board's consideration. Regarding in-person meetings, she advised that the State updated the Executive Order that allows for exclusive teleconferences of public meetings under the Brown Act to end on September 30, 2021. The TJPA awaits further instructions from City Hall on when in-person meetings will resume and noted an update will be provided once confirmed.

John Updike, TJPA Facility Director, presented the Facility Operations Update.

Public Comment:

Jim Patrick expressed concern regarding the public receiving misinformation relating to tenant occupancy at the Transit Center and suggested that the Board rethinks leasing the first floor in an effort to provide different opportunities for the public. He also expressed concern regarding the Transit Center's Wayfinding, stating that visitors have difficulty navigating the facility.

6. Citizens Advisory Committee (CAC) Update

Derrick Holt, TJPA CAC Chair, reported the CAC had a productive meeting on July 13, and welcomed Alfonso Rodriguez, the new DTX Project Director. He applauded the efforts made by TJPA's Executive team as they continue to seek financial support for the Transit Center and DTX project.

He also reported that CAC members are excited to see an increase in park activities at the Transit Center and appreciate the TJPA's effort to enhance its Wayfinding program. He also noted the CAC voiced its appreciation for the TJPA's previous partnering with the San Francisco Arts Commission to highlight and display the artwork of local artists at the Transit Center.

He concluded his report by noting that the CAC appreciated the presentation on the DTX Phasing Study and the presentation on the Crossing at East Cut's Interim Activation Plan for the former Temporary Terminal.

Public Comment:

Roland Lebrun referenced CalSTA's Wayfinding programming for the visually impaired and suggested the TJPA invite CalSTA to present its Wayfinding to the Board and CAC members.

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 expressed concern regarding Director Lipkin's motion at the July 16 ESC meeting as it relates to the intended use of the Integrated Program Management Team's recommended Scope of Work for the Through Running Operations Analysis.

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

SPECIAL CALENDAR

8. Authorizing the Interim Executive Director to execute a third amendment to the Block 4 Option Agreement by and among the Successor Agency to the Redevelopment Agency of the City and County of San Francisco (Office of Community Investment and Infrastructure) and F4 Transbay Partners to further extend the time for exercising the option to allow for negotiations on a disposition and development agreement.

Deborah Miller, TJPA Legal Counsel, presented the item.

Director Forbes referenced the financial analysis conducted on the item, noting that affordable housing is down nine percent and land value is down \$45 million, and asked if those were accurate numbers. Ms. Miller stated that those are the numbers reflected in the latest proposal from F4 Transbay Partners; however, she emphasized that the proposal has not yet been accepted by the Office of Community Investment and Infrastructure or TJPA.

No public comment.

RESOLUTION 21-022

On the motion to approve:

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

9. Approving the Minutes of the June 10, 2021 meeting.

No public comment.

On the motion to approve:

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

10. Update of Project Development Funding Plan for the Downtown Rail Extension project.

Alfonso Rodriguez, DTX Project Director, introduced the item and Jesse Koehler, SFCTA Rail Program Manager, presented the item.

Vice Chair Mandelman expressed concern regarding the lack of regional funding commitments for the DTX project. At the request of Chair Gee, Interim ED Gonzales clarified that the presentation is a status update to provide the progress to date regarding regional funding discussions for the DTX project and conversations are ongoing. She further stated that as the funding conversations commenced in Spring of this year, the partners had already established their budgets for the current fiscal year; however, she emphasized that there is commitment from regional partners and the team is working to solidify those commitments. Chair Gee referenced Regional Measure (RM) 3 funds being unavailable at the moment and asked if there was an order of magnitude on the amount of what could be made available if litigation did not exist. Interim ED Gonzales stated that MTC has committed expediting funds to the DTX project upon resolution of the litigation, noting the funds provided would be substantial to advance the DTX project forward. Director John-Baptiste stated she understands the \$30 million required for entry into FTA's New Starts program and asked what the timeline is for securing the additional \$20 million. She also referenced understanding the issues related to the California High Speed Rail Authority's funding and RM3 litigation and asked if staff has a backup strategy if either of those two options result in unfavorable outcomes. Regarding the first question and the subsequent \$20 million needed in the Engineering phase, Mr. Koehler stated that those activities will start late next fiscal year, in about 18 months from now. He also stated that one of the issues is trying to advance the demonstration of intent to that phase in concert with the local approvals associated with the first \$30 million to ensure there is confidence in the broader funding plan. Regarding Director John-Baptiste's second question, Mr. Koehler stated that another major activity under the rubric of the DTX funding plan would be a review of the entire multibillion dollar funding plan, which addresses what happens in the event of unfavorable outcomes and noted the project team looks forward to bringing that to the Board for input and guidance in the coming months. Director John-Baptiste inquired about the specific deadline of when commitments need to be firm to keep the project on track and Mr. Koehler replied that the immediate timeline is the BOS approval of the CFD bond issuance that is required in September for the \$30 million that is needed to enter the FTA New Starts program; however, he noted the BOS approval is being contemplated based on the regional commitment of the \$20 million that is needed for the Engineering phase.

Public Comment:

Roland Lebrun suggested the TJPA continue its funding talks with the private sector and provide more cost-effective solutions, with the whole project not only the DTX project.

Peter Strauss emphasized the regional significance of the DTX project and encouraged transit partners to commit the necessary funds needed to advance the DTX project forward.

Gwendolyn Litvak voiced her support for the DTX project in its efforts to secure funding, noting its regional significance and expressed concern regarding major environmental setbacks due to lack of funding.

Jim Patrick echoed comments made by a previous caller, Roland Lebrun, and suggested the TJPA consider funding talks with the private sector.

RECESS SPECIAL 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

11. Call to Order

Chair Gee called the Closed Session to order at 12:03 p.m.

12. Roll Call

Present: Dina El-Tawansy
Elaine Forbes
Alicia John-Baptiste
Boris Lipkin
Diane Shaw
Jeffrey Tumlin
Rafael Mandelman
Jeff Gee

13. PUBLIC EMPLOYEE APPOINTMENT/EMPLOYMENT (Government Code section 54957(b))

Interviews and deliberation regarding candidates for appointment
Title: Executive Director

14. CONFERENCE WITH LABOR NEGOTIATORS (Government Code section 54957.6)

Agency designated representatives: Board committee members Chair Gee, Vice-Chair Mandelman, and Director Shaw; Pam Derby (CPS HR Consulting); Nila Gonzales; Deborah Miller (legal counsel)
Unrepresented employee: Executive Director

ADJOURN CLOSED SESSION AND RECONVENE SPECIAL MEETING – The Closed Session was adjourned at 1:15 p.m.

15. Announcement of Closed Session.

Interim ED Gonzales announced that there was no action to report.

ADJOURN – Chair Gee adjourned the meeting at 1:17 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.

Donald Pollitt II
Interim 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.