



**TRANSBAY JOINT POWERS AUTHORITY  
BOARD OF DIRECTORS**

**MINUTES**

Thursday, December 9, 2021

**REGULAR MEETING**  
9:30 a.m.

WATCH LIVE ON SFGOVTV: [www.sfgovtv.org/tjpa](http://www.sfgovtv.org/tjpa)

PUBLIC COMMENT CALL-IN: 1-855-282-6330 -- Access Code: 2558 848 7814

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 Assembly Bill ("AB") 361 (Rivas, Chapter 165, Statutes of 2021) and its amendments to California Public Resources Code Section 54953(e), this meeting will be held **exclusively** via teleconference participation of a quorum of Board members in locations not open to the public. This meeting is being held during a proclaimed state of emergency, and state and local officials have imposed or recommended measures to promote social distancing, 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 II

9:30 – REGULAR MEETING

## ORDER OF BUSINESS

### 1. Call to Order

Chair Gee called the meeting to order at 9:33 a.m.

### 2. Roll Call

Interim Secretary announced that Director El-Tawansy would not be in attendance.

Present: Elaine Forbes

Alicia John-Baptiste

Boris Lipkin

Diane Shaw

Jeffrey Tumlin

Rafael Mandelman

Jeff Gee

Absent: Dina El-Tawansy

### 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

- Legislative Update
- Quarterly Financial Reports
- Facility Operations Update

Interim Executive Director (ED) Gonzales announced that the Federal Transit Administration (FTA) accepted the Downtown Rail Extension (DTX) into the Project Development (PD) phase of the Capital Investment Grants (CIG) News Starts Program, noting it is a key project milestone and crucial funding stream for the DTX project. She reported that acceptance of the DTX project into the PD phase of the CIG program is the first of a three-part process, with entry into the Engineering phase expected in 2023 and signing of a Full Funding Grant Agreement targeted for 2025. Interim ED Gonzales stated that the Consolidated Rail Infrastructure and Safety Improvements (CRISI) grant application was submitted on November 24 to the Federal Railroad Administration, noting the TJPA is asking for \$10 million, and if it is approved, it will help advance certain design and programmatic management documents, including right-of-way tasks. The TJPA received over 35 letters of support for the CRISI grant application from Bay Area

Mayors, key stakeholders and labor partners, noting the TJPA could not be more thankful for the strong support received for the DTX project.

Regarding the Transit Center, Interim ED Gonzales provided highlights from the TJPA's November 30 Holiday Lighting Celebration at the rooftop park that included San Francisco Mayor Breed turning on the lights. She also highlighted the large community participation, specifically the neighborhood children, who helped Mayor Breed flip the switch. She expressed appreciation to Directors Lipkin and Shaw for attending and helping TJPA kickoff the holiday season at the Park. Additionally, she announced the second annual WinterFest event will be held from December 17-19 and noted TJPA Facility Director John Updike will provide more details in his Facility Operations report.

Regarding TJPA's recent annual audit, Interim ED Gonzales reported that the agency received an unmodified opinion for TJPA's fiscal year 2020-21 financial statements, with no internal control deficiencies and no management improvement recommendations and noted that a more detailed update will be provided under item 11. She recognized the Finance staff, particularly Hakam Hendi and Davina Vrazia for their hard work.

Interim ED Gonzales introduced TJPA's new Facility Director, Jen Norris, who joined the TJPA on December 1. As previously mentioned, she stated John Updike is moving on from his role as TJPA Facility Director, noting there will be overlap between Mr. Updike and Ms. Norris to ensure a smooth transition. She acknowledged Mr. Updike's contributions during his tenure, noting he has been instrumental in maintaining the Salesforce Transit Center and Park, retaining retail tenants, and advancing tenant improvements.

Interim ED Gonzales reported that the TJPA continues to track the City's response to COVID-19 along with the recent emergence of the Omicron variant, noting TJPA is encouraging all to get vaccinated and/or get the booster shot to reduce the spread of COVID-19. The TJPA also continues to ask visitors to remain vigilant regarding masking in the Transit Center except when on the rooftop park. She also reported that the Transportation Security Administration extended its mask requirement to March 2022 from the current January end date.

Interim ED Gonzales highlighted the three main priorities she focused on as Interim ED that were successfully delivered upon, which included continuing operations of the Transit Center in a world-class, cost-effective manner in partnership with TJPA's regional leaders, transit agencies and neighborhood partners, leasing the remaining vacant retail spaces, reinstating programming at the Rooftop Park as allowable per pandemic guidelines, advancing the DTX project, and building upon existing partnerships while creating new ones as the TJPA moves forward with bringing an integrated transit and rail system to the regional Bay Area and State. She noted that it has been an honor serving as Interim ED to ensure the TJPA provided stability for the community, transit agencies and their riders, and retail tenants, despite the unprecedented times plagued by the pandemic. Interim ED Gonzales also stated that the Board will consider the appointment of a new ED, and if approved, she will continue in her role as TJPA Chief of Staff while working collaboratively with the ED to fulfill the vision of the Transbay Program. Interim ED Gonzales further reported that the Legislative update will provide information on Federal Funding opportunities for the Transbay Program. She concluded her report by noting

that the Quarterly Financial Reports are included in the Board packet and that she would be glad to respond to any questions.

Julie Minerva, TJPA Federal Advocate of Capri and Clay, presented the Legislative Update.

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

Director Shaw referenced federal funding that is currently being held up due to legislative-related reasons and asked Ms. Minerva what her thoughts are on the issue and if she had any insight on whether the DTX project would secure any funding to continue advancing forward. Ms. Minerva stated coordinated efforts are taking place in Washington, D.C. to resolve the issue, noting that Senators Feinstein and Padilla took immediate action by weighing in directly with the Department of Labor and that more advocacy is expected to be involved in the process.

The Directors expressed their appreciation towards TJPA Facility Director John Updike and the work he has accomplished during his tenure with the agency. They wished him well in his future endeavors upon his impending departure from the TJPA as the Facility Director.

Public Comment:

Steven Grover, Chief Executive Officer of BikeLink, a secure on-demand electronic bike locker system at the Transit Center, expressed concern regarding a lack of funding needed to ensure regular maintenance and monitoring remain up-to-date and noted that BikeLink cannot afford to take on these costs independently. He encouraged the Board to escalate this issue to the proper staff to resolve this issue as BikeLink has been unsuccessful in the past.

Roland Lebrun described his view of an alleged violation of the Brown Act. He suggested that the ED report be posted online, and he applauded the TJPA on its efforts in getting the DTX project into the FTA CIG funding program.

## 6. Citizens Advisory Committee (CAC) Update

Derrick Holt, TJPA CAC Chair, reported the CAC had a great and productive meeting on December 7, noting the CAC appreciated Director Shaw and TJPA Chief Financial Officer (CFO), Franklin Wong's attendance and participation. The CAC also welcomed Jen Norris, TJPA's new Facility Director, who is replacing John Updike.

He stated CAC Members appreciated the detailed legislative report provided by TJPA Communications and Legislative Affairs Manager Lily Madjus Wu which highlighted key items such as potential federal funding opportunities for the DTX as well as local and regional ballot measures that will support the Transbay Program and its projects, such as DTX.

He acknowledged the Board's anticipated appointment for the permanent ED and noted that CAC Members extended a great deal of gratitude towards Interim ED Gonzales for her stewardship, partnership and commitment, and look forward to her continued leadership when she resumes her role as TJPA Chief of Staff. He also noted that CAC Members appreciated

TJPA Facility Director John Updike's spirit, tenacity and positive attitude during his tenure with the agency.

Chair Holt concluded his report by stating that CAC Members Gloria Li and Andrew Robinson expressed identical sentiment towards TJPA's recent Holiday Lighting Celebration, noting it was a great event for the community. He also stated that CAC Members appreciated the detailed DTX Project Status Report and Plan for 2022 presentation by TJPA DTX Project Director Alfonso Rodriguez and Ms. Madjus Wu, and he thanked member of the public, Roland Lebrun for his continued interest in the Transbay Program.

## 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 expressed concern regarding the current public comment process and suggested the Directors refine their approach to consider having Directors and/or Staff respond to public comments provided to them during live meetings or provide an update at the following meeting based on comments received from the previous meeting.

**THE FOLLOWING MATTERS BEFORE THE TRANSBAY JOINT POWERS AUTHORITY ARE RECOMMENDED FOR ACTION AS STATED BY THE INTERIM 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 November 18, 2021 Special meeting.

(8.2) Approving the continued use of teleconferencing technologies for meetings of the legislative bodies of the TJPA pursuant to the provisions of Assembly Bill 361.

## RESOLUTION 21-039

No public comment.

On the motion to approve the Consent Calendar:

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

## REGULAR CALENDAR

9. Appointing Adam Van de Water to the position of Executive Director of the TJPA effective January 4, 2022, authorizing the Chair of the Board of Directors to execute an employment agreement with Mr. Van de Water and approving an amendment to the Pay Schedule.

Interim ED Gonzales introduced the item, TJPA Legal Counsel Deborah Miller provided an oral report regarding the proposed ED salary and compensation pursuant to Government Code section 54953(c)(3), and Chair Gee presented the item.

The Directors echoed similar sentiments for Adam Van de Water, who was presented to be the next ED for the TJPA, impending Board approval. The Directors expressed that Mr. Van de Water's experience, coupled with guidance from the Directors, is a perfect match for the future of the agency.

### Public Comment:

Roland Lebrun welcomed Mr. Van de Water and expressed excitement regarding his background and experience, noting it will be key to moving the DTX project forward. With regards to repositioning the Transit Center, Mr. Lebrun stated that he believes that the TJPA's top priority should be looking at the Transit Center as the last stop before the next Transbay Crossing and not the end of line for future trains.

RESOLUTION 21-040

RESOLUTION 21-041

On the motion to approve:

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

10. Approving a Resolution of Appreciation for Interim Executive Director Nila Gonzales.

Chair Gee presented the item.

The Directors, along with TJPA Legal Counsel, Deborah Miller, highlighted the past 16 months and numerous tasks that Interim ED Gonzales accomplished during her tenure, which include building momentum for the DTX and securing entry into the FTA's CIG Program, growing the agency by adding new staff members, and providing steady leadership to ensure the agency and project continued to move forward. The Directors collectively voiced their appreciation towards Interim ED Gonzales, noting her ability to excel as Interim ED and expressed their excitement for the continued relationship and support she will provide when she resumes her role as Chief of Staff for the TJPA.

### Public Comment:

Roland Lebrun echoed the comments made by the Board of Directors and noted that he looks forward to resuming in-person meetings.

## RESOLUTION 21-042

On the motion to approve:

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

11. Presentation of the audited Annual Financial Report for the fiscal year ended June 30, 2021.

Franklin Wong, TJPA CFO, introduced the item and David Alvey, Maze and Associates, presented the item.

12. San Francisco Peninsula Rail Program Executive Steering Committee (ESC) Update.

Michelle Bouchard, Acting Executive Director of Caltrain and ESC Chair began her report by thanking Interim ED Gonzales for the continued partnership between Caltrain and TJPA, noting the ESC has benefited and appreciated her leadership in solidifying the relationships between the partners. ESC Chair Bouchard welcomed newly appointed TJPA ED Van de Water, noting the ESC looks forward to working together in the coming year to continue advancing the DTX project.

Regarding the ESC, ESC Chair Bouchard highlighted the DTX project acceptance into the FTA's CIG funding program, stating that the ESC is thrilled and will fully support the DTX project as it continues to gain momentum and advance through the CIG process.

ESC Chair Bouchard reported that ESC members received a presentation on the Project Delivery Alternatives Study by TJPA DTX Project Director Alfonso Rodriguez, noting ESC Members explored the advantages and disadvantages of the various alternatives with a specific focus on the type of work needed for the DTX project, which include tunneling, rail systems and passenger rail stations. She reported that ESC Members asked several questions to Mr. Rodriguez and the Integrated Program Management Team regarding the operator's role and responsibility, involvement during design construction and operations under the various contracting approaches, noting that an update on questions asked would be provided at the December ESC meeting.

She concluded her report by noting that the ESC will consider forwarding a recommendation on a narrowed set of options for the DTX project to the Board for its consideration in January 2022.

Public Comment:

Roland Lebrun suggested that a copy the ESC Chair's Report be provided to TJPA staff at least 24 hours in advance and posted online.

13. Presentation of the Downtown Rail Extension Project Status Report and Plan for 2022.

Alfonso Rodriguez, TJPA DTX Project Director, presented the item.

Public Comment:

Roland Lebrun thanked Mr. Rodriguez for his contribution towards the DTX project since joining the TJPA in July 2021, noting that Mr. Rodriguez's background and experience will

allow him to eliminate multiple surfaced impacts and redundant structures between the Transit Center. Mr. Lebrun also stated that under Mr. Rodriguez's guidance, he believes that the DTX will secure sufficient savings to fund the entire Pennsylvania Avenue Extension within the existing DTX funding envelope.

#### RECESS REGULAR MEETING AND CONVENE CLOSED SESSION

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

#### CLOSED SESSION

##### 14. Call to Order

Chair Gee called the Closed Session to order at 11:27 a.m.

##### 15. Roll Call

Present: Elaine Forbes

Alicia John-Baptiste

Boris Lipkin

Diane Shaw

Rafael Mandelman

Jeffrey Gee

Absent: Dina El-Tawansy

Jeffrey Tumlin

##### 16. CONFERENCE WITH REAL PROPERTY NEGOTIATORS (Gov. Code Section 54956.8)

Property: Parcel F development site (APN 3721-016, 3721-135, 3721-136, 3721-138) and Salesforce Transit Center site (APN 3719-003, 3720-010, 3720-011, 3721-006, 3721-124, 3721-134, 3721-137)

TJPA negotiators: Nila Gonzales, Interim Executive Director, and Andrew Schwartz, Shute, Mihaly & Weinberger LLP, outside counsel

Negotiating parties: F4 Transbay Partners LLC

Under negotiation: Price and terms of payment for easement

ADJOURN CLOSED SESSION AND RECONVENE REGULAR MEETING – The Closed Session was adjourned at 12:09 p.m.

17. Announcement of Closed Session.

Deborah Miller, TJPA Legal Counsel, announced that there was no action to report.

ADJOURN – Chair Gee adjourned the meeting at 12:10 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](http://www.sfethics.org).