



**TRANSBAY JOINT POWERS AUTHORITY
BOARD OF DIRECTORS**

MINUTES

Thursday, May 14, 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In compliance with the Governor's Executive Order N-25-20 (March 12, 2020) as superseded by Order N-29-20 (March 17, 2020), this meeting will be held *exclusively* via teleconference participation of a quorum of Board members in locations not open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. C19-07c 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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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 provided an update on continued efforts to support the region's response to the community spread of COVID-19. He stated that the TJPA continues to operate the transit center so that essential workers can safely commute to work in order to serve our residents, and so that residents can use public transit for their essential trips. The TJPA continues to maintain the park for neighbors for brief exercise and fresh air, consistent with the Bay Area's Shelter in Place public health order and the TJPA has been able to do this while keeping the public safe in partnership with transit operators. Additionally, the TJPA is helping to support the policies of social distancing, temporary closure of non-essential businesses and educating people to wear face coverings while using the transit center. At the same time, the TJPA continues to engage in increased cleaning of the entire facility with attention to high touch points and restrooms. The TJPA continues to monitor updated orders issued by Bay Area Health Officers to ensure compliance with all regional measures and so TJPA can educate the public as they use the transit center with the most updated information. Further, the TJPA realizes that the coronavirus pandemic is nowhere near over and expects the region will be dealing with it for a very long time as Bay Area Public Health Officers have provided warnings to expect continued impacts and outbreaks, especially as Shelter in Place orders are slowly lifted. The TJPA is planning now to address health and safety issues at the transit center as an anticipated slow

increase in usage occurs as orders are lifted. Executive Director Zabaneh stated that the TJPA is planning for additional signage, education and outreach and other measures to ensure transit riders and park users understand their obligations to prevent the spread of the virus.

Executive Director Zabaneh also provided an update on the site of the former temporary terminal. As previously shared in mid-April, the City of San Francisco requested use of the temporary terminal as part of their COVID-19 response. The site is being assessed for potential uses and the City will alert the TJPA when they have decided if and how they would like to use the space. Some neighbors in the community have raised concerns about the use of the temporary terminal. The City will work with and notify the community once the City decides whether they intend to use the site. He stated he would continue to update the Board on the response to this rapidly changing public health emergency.

Regarding operations, the transit center remains open and is being used on a reduced basis. The agency continues adjusting staffing levels by working with transit partners to estimate ridership and by assessing park usage to keep the entire transit center safe and clean for all users with the appropriate level of staffing. The TJPA continues to look for opportunities to reduce expenses. Impacts to operational costs and funding will be provided in detail later in the agenda as part of the draft operating budget presentation. In terms of the status of tenants, tenants that were open for business are temporarily closed and remain closed. As reported last month, one of the Philz locations reopened for business but had to temporarily close due to a lack of foot traffic. As of May 4th, construction was allowed to proceed with specific safety protocols in place, therefore, tenant improvements will resume shortly; however, the timeline for completion of tenant improvements and the opening of retail spaces currently in the construction phase is unknown due to the Shelter in Place restrictions for both construction activities and retail operations. The TJPA remains in close contact with tenants to understand their needs and plans for reopening when the time comes. The TJPA also continues to share information about COVID-19 business relief programs with all tenants and encourages them to take full advantage of that assistance.

Executive Director Zabaneh stated, as shared at the last Board meeting, as the Shelter in Place order is eased and the TJPA has clarity on how retail operations can proceed, staff will present to the Board for consideration, a response to the tenants' requests for relief. He stated that all tenants have requested relief in the form of rent abatement for the period of the forced closure and reduced rent once they are able to reopen because of their expected decline in transactions. The goal of the TJPA is to be fair to the tenants, while protecting the public's best interest and investment in the transit center. TJPA will want to be consistent with other public agencies, such as the Port of San Francisco and others, in terms of providing relief to tenants.

Regarding the Downtown Rail Extension (DTX)/Phase 2 project, the TJPA received an allocation from the San Francisco County Transportation Authority (SFCTA) in April to allow work to resume. He stated that it is anticipated that the San Francisco Peninsula Rail Program Memorandum of Understanding (MOU), which was approved by the TJPA Board last month, will be fully executed by all partners later this month, at which time the Executive Steering Committee (ESC) will be officially formed. He expects to have a report from the ESC to the TJPA Board at the next meeting. He further stated that later in the agenda an item for Program

Management/Program Controls services will be presented and, if approved by the Board, it will allow the TJPA to utilize the SFCTA Proposition K funding to resume work on DTX/Phase 2.

Executive Director Zabaneh was pleased to report that John Updike will join the TJPA as the new Facility Director beginning this month. Mr. Updike brings a wealth of experience, including 32 years of public service and 12 years as the Real Estate Director for the City and County of San Francisco. Mr. Updike has in depth experience with complex tenant improvement projects, retail leasing, and property management. Additionally, Mr. Updike has significant experience with right of way activities which will be valuable for the TJPA as Phase 2/DTX advances. He stated that Mr. Updike will be a great addition to the TJPA staff in this vital role.

6. Construction Closeout Update

Ron Alameida of SF Public Works, Director of Design and Construction for the Transbay Transit Center project, presented the item.

7. Citizens Advisory Committee Update

Secretary Gonzales stated that the Derrick Holt, CAC Chair, advised that there was nothing new to report.

8. 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 stated that members of the public did not have video access, only audio access, to the CAC May meeting and hopes video access will be resolved by the next CAC Meeting. He suggested watching the SFCTA CAC meeting for reference.

Alberto, a resident, expressed his concern about the use of the former Temporary Terminal site from a health perspective. He stated that proper procedures need to be followed to use the site and wanted to know how a decision like this was reached.

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

CONSENT CALENDAR

9. 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.

(9.1) Approving the Minutes of the April 9, 2020 meeting.

(9.2) Authorizing the Executive Director to execute the Project Specific Maintenance Agreement with the California Department of Transportation to provide for a mutual understanding of the maintenance responsibilities between the parties related to the TJPA's Bus Ramp facility and associated improvements.

RESOLUTION 20-017

No public comment.

On motion to approve the Consent Calendar:

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

REGULAR CALENDAR

10. Presentation of and Public Hearing for draft budgets for Fiscal Year 2020-2021 (FY20-21) Operating Budget in the amount of \$22,125,369, FY 20-21 Capital Budget for Phase 1, Phase 2, and Tenant Improvements in an amount of \$81,532,269 and FY 20-21 Debt Service Budget in the amount of \$18,226,495.

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

Director Forbes complimented staff on the presentation. She appreciated how Ms. Roseman balanced the shortfall while realizing there was information not fully known due to the current financial crisis. She highlighted that it was important to have flexibility to iterate with the team as more information becomes clear to leverage funding opportunities and also to only make the cuts that need to be made. Additionally, it is important the TJPA emerge in a strong position just like other organizations to deliver key transit improvements for the City.

Director Lipkin thanked Ms. Roseman for the presentation and stated that there will be opportunities to revisit the FY 2020-21 budget. He praised Ms. Roseman for the great work of forecasting the items presented.

Director Hursh acknowledged TJPA staff for working with AC Transit on the budget and said he would vote yes with the caveat that it does not obligate AC Transit as they are struggling with their own budget.

Chair Sesay expressed gratitude to Ms. Roseman for the presentation and was pleased to see that the TJPA was constantly refining the budget and looks forward to partnering with Ms. Roseman on an approval in June.

Public comment:

Roland Lebrun stated he was surprised there was no CAC report since there was robust discussion regarding funding for Phase 2. He also provided comments regarding the SFCTA

April 14 Board meeting, item number 18, stating the allocation was for \$12 million, not \$23 million, and said he had seen two separate notices to proceed (NTP). He stated the second NTP for \$8 million will be on reserve until released by the Board following an acceptance of the project phasing strategy and budget and schedule and the identification of a new program director through the MOU. He suggested that once they figure out what they are going to do, an animation on the exact sequencing should be provided to the Board and the public. He stated that in his letter to the Board there is a link at the bottom with similar animation for grade separation in Palo Alto; one was a trench, the other was a tunnel but both were rejected because of the foreclosure around Palo Alto.

11. Authorizing the Executive Director to execute an amendment to the Professional Services Agreement 13-02-PMPC-000 with URS Corporation for Program Management/Program Controls services, to exercise the remaining option to extend the Agreement term by four years (July 1, 2020 through June 30, 2024); increasing the budget by \$14,600,000 for a not-to-exceed total contract amount of \$50,597,000 to support the advancement of the Transbay Program Phase 2/Downtown Rail Extension to ready-for-procurement status; and other amendments.

Executive Director Zabaneh presented the item.

Director Haney inquired as to why these services were not put out to bid instead of providing a four-year extension. Executive Director Zabaneh replied that the initial contract award allowed for the four-year extension bringing the total term of the agreement to ten years. He further stated that the extension allows for the project to continue without delays. Director Haney asked what type of assessment had been done on the contract to measure their performance. Executive Director Zabaneh stated that he felt the team was qualified and the issue that hindered the project was the lack of funding to be able to proceed.

Vice Chair Gee requested a high-level presentation be given at the next Board meeting with an overview of the services and the procurement methods that are needed for initiating engineering on Phase 2. Additionally, the Board can meet members of the ESC and a high-level overview can be provided of the procurement strategies necessary to ensure all are in agreement.

Public Comment:

Roland Lebrun stated that URS Corporation was acquired by AECOM four years ago and the principal engineer on the project was Mark O'Dell who left three months ago and was now with HKS Architects. Mr. Lebrun stated that Mark O'Dell was now on the CAC and inquired on whether the CAC appointments come to the TJPA Board for approval.

RESOLUTION 20-018

On motion to approve:

ADOPTED: AYES – Forbes, Hursh, Lipkin, Tumlin, Gee, and Sesay
NO – Haney

12. Approving the use of the additional Operating Reserves to cover revenue shortfalls in the Transit Center Operating Fund for Fiscal Year 2019-2020 in the amount of \$2,000,000.

Erin Roseman, TJPA CFO, presented the item.

No public comment.

RESOLUTION 20-019

On motion to approve:

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

ADJOURN – Chair Sesay adjourned the meeting at 10:50 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.