



**TRANSBAY JOINT POWERS AUTHORITY
BOARD OF DIRECTORS**

MINUTES

Thursday, November 12, 2020

REGULAR MEETING
9:30 a.m.

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

PUBLIC COMMENT CALL-IN: 1-855-282-6330 -- Access Code: 126 698 0794

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In compliance with the Governor's Executive Order N-25-20 (March 12, 2020) as superseded by Order N-29-20 (March 17, 2020), this meeting will be held *exclusively* via teleconference participation of a quorum of Board members in locations not open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 Orders of the Health Officer 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*)

Interim Executive Director

Nila Gonzales

Interim Secretary

Donald Pollitt II

REMOTE MEETING ACCESS

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

PUBLIC COMMENT CALL-IN: 1-855-282-6330 -- Access Code: 126 698 0794

Providing Public Comment

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

1. When prompted, “raise hand” to speak by pressing *3 (star, 3) to be added to the queue.
2. Callers will hear silence when waiting for their 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 TJPA at 415.597.4620 or info@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 the TJPA at 415.597.4620 or info@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 9:38 a.m. Chair Sesay announced that due to an unforeseen circumstance, Secretary Pollitt is unable to join the meeting and TJPA Legal Counsel, Deborah Miller, will fulfill the clerk role.

2. Roll Call

Ms. Miller announced that Director Tavares was not able to attend the meeting due to a scheduling conflict.

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

Absent: Tony Tavares

3. Communications

Ms. Miller provided instructions on the Public Call-in/Comment process.

4. Board of Director's New and Old Business

None.

5. Executive Director's Report

Interim Executive Director Gonzales

- Facility Operations Update
- Project Labor Agreement (PLA) Quarterly Update

Interim Executive Director (ED) Gonzales expressed enthusiasm for the recent announcement of President-elect Joe Biden and Vice President-elect Kamala Harris and is optimistic that the new Administration will be beneficial for the Downtown Rail Extension (DTX)/Phase 2 project of the Transbay Program. She stated that President-elect Biden is indisputably a win for infrastructure; known in transportation circles as "Amtrak Joe," Joe Biden is a guy who understands transportation from the passenger, not the developer, perspective and early indications show that he will likely look to make big infrastructure investments a hallmark of his Administration. Additionally, Joe Biden's well chronicled support for Amtrak will spill over into other modes of transportation to include transit, high speed, and commuter rail. The TJPA remains in contact

with their federal advocacy team to leverage these opportunities for Phase 2, as a new infrastructure bill will be a top priority under the Biden Administration during his “first 100 days” in office. Interim ED Gonzales further reported that this past summer, under the leadership of Speaker Pelosi, the House passed a massive infrastructure stimulus bill called the Moving Forward Act and current thinking indicates that the Moving Forward Act will guide these efforts in the first 100-days. Also, outside of Congress, the TJPA is expecting to see some changes for the better, particularly as they relate to the Federal Transit Administration (FTA) and the Capital Investment Grants pipeline. The TJPA expects to see the Biden Administration reverse many actions taken over the last four years which have forced local governments to shoulder exceedingly higher project cost shares and changes to important calculations regarding contingencies, which has inflated overall project costs. Furthermore, reversing both these actions would be an immediate benefit to DTX. She noted that the future looks promising moving forward to 2021.

Regarding Phase 2, Interim ED Gonzales reported that on September 25, she was joined by Executive Steering Committee (ESC) Chair Tilly Chang, TJPA CFO Erin Roseman, and Interim DTX Project Director Stephen Polechronis to provide a DTX project update to the California Department of Transportation/Caltrans District 4 Director Tony Tavares and numerous staff from Caltrans, along with the statewide division of Rail and Mass transit. The TJPA provided a brief overview on project history, outlined work that has been completed since the project’s reactivation in June, a forecast of upcoming information, and an update on the existing funding plan. Additionally, she reported that on October 15, the group also provided a DTX project update to the Bay Area Delegation which included Senator and former TJPA Board Chair Jerry Hill of San Mateo and Santa Clara Counties, staff from the San Francisco delegation offices of Senator Wiener and Assemblymembers Ting and Chiu, along with Senate and Assembly Transportation committee staff and East Bay offices, totaling nearly 20 legislative offices. The update was well received and included information about the project history, current project status and activities along with plans to advance the project. Following up on last month’s Request for Proposals (RFP) briefing, Interim ED Gonzales noted that two contracts will be presented for consideration later in the agenda; the Project Management Information System (PMIS) contract and the General Engineering Consultant (GEC) contract, which will continue to advance the DTX project forward. Interim ED Gonzales reported that the recruitment for the DTX Project Director has progressed well and the interview panel that consisted of ESC Chair Chang, ESC Vice Chair Fremier and former TJPA Executive Director, Mark Zabaneh, recommended a candidate to advance to the negotiations stage, which are underway.

Regarding operations, the TJPA has been pleased with the progress made by the City and County of San Francisco (City) as it relates to reopening more social and business activities; however, on Tuesday, November 10, Mayor Breed announced that the City will temporarily roll back select activities on Friday, November 20 at midnight, in response to an increase in COVID-19 cases. Interim ED Gonzales stated the TJPA will continue to monitor and adhere to all guidance from the City’s Health Officer, work closely with transit agencies and tenants to reduce the community spread of COVID-19, and provide commuters and visitors, the most up-to-date information about mask wearing and social distancing through multi-lingual signage, information on digital displays throughout the transit center, including the park and through routine announcements. Interim ED Gonzales was also proud to announce that the Salesforce

Transit Center was selected as a winner of the 2020 American Architectural Award. She stated the entity in charge of the award process, “The Museum of Architecture and Design and The European Centre for Architecture Art Design and Urban Studies”, received a record number of entries this year, therefore, the TJPA and Pelli Clarke Pelli Architects are especially excited to rise through that field of other great projects and accept the award. She advised that an awards ceremony would normally occur in Los Angeles, however, due to COVID-19, the TJPA received the award virtually. She acknowledged that this achievement was a team effort and thanked all that were part of this amazing project. She also provided an update on filling the Communications and Legislative Affairs Manager position and was thrilled to announce that negotiations have concluded and the TJPA will have a wonderful new addition to the team in mid-December.

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

Dennis Turchon, TJPA Senior Construction Manager, presented the PLA Update.

6. Citizens Advisory Committee (CAC) Update

Derrick Holt, CAC Chair, reported that the CAC remains optimistic with political support for transportation projects in the State after the recent elections. Additionally, he stated the CAC was pleased with the update provided by Interim ED Gonzales, excited to hear about the transit center’s recent award and recognition, and how the CAC continues to appreciate Interim ED Gonzales’s level of consistency and familiarity when it comes to dealing with the complex issues of the Transbay Program. Furthermore, he reported that the CAC had several suggestions for signage at the transit center and the CAC will work with staff to determine the best way to present their suggestions. The CAC was excited about the information relating to the opening of Verizon Wireless in addition to the food and beverage vendors and retail prospects for Spring, amid the restrictions related to the COVID-19 pandemic. He also expressed the CAC’s appreciation towards the Security Operations team for their continuous efforts to ensure security measures and quality of life issues at the Transit Center are a top priority. Additionally, the CAC noted its appreciation for the comprehensive report regarding the industry outreach plans, the comprehensive work plan, and operational analysis including shared funding between the TJPA and the San Francisco County Transportation Authority (SFCTA). The CAC had comments surrounding the Millennium Tower settlement and impacts to funding for the DTX along with impacts on decreased ridership on transit systems throughout the Bay Area. He noted the CAC requested a DTX presentation on two tracks versus three tracks and future compatibility with transit systems and the CAC looks forward to future presentations from regional transportation agencies, such as Caltrain, to provide clarity on topics surrounding decreased ridership and impacts to transportation in the Bay Area and the region.

Public Comment:

Roland Lebrun requested a copy of the Executive Director report. He mentioned there was a recent announcement that Philip Washington of Los Angeles Metro had been appointed as a lead for President-elect Biden’s transition team and noted he is hopeful that executives in the Bay Area, like Director Tumlin, can assist with the transition. Mr. Lebrun stated it was difficult for him to follow the TJPA Board Meeting without a meeting link and experiences a one-minute

delay with SFGovTV. However, Mr. Lebrun was pleased with the ability to participate at the last CAC meeting.

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.

None.

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 September 10, 2020 meeting.

(8.2) Authorizing the Interim Executive Director to execute an amendment to extend the agreement for State Advocacy Services with Townsend Public Affairs, Inc. for one year at the rate of \$111,000.

RESOLUTION 20-033

No public comment.

On motion to approve the Consent Calendar:

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

REGULAR CALENDAR

9. Authorizing the Interim Executive Director to execute a professional services agreement with Sage Method, Inc. for Program Management Information System (PMIS) software services for the Downtown Rail Extension for a four-year term, with an option to extend the term for two additional three-year periods, and an amount not to exceed \$556,200.

Stephen Polechronis, Interim DTX Project Director (PD), presented the item.

No public comment.

RESOLUTION 20-034

On motion to approve:

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

10. Authorizing the Interim Executive Director to execute a professional services agreement with Parsons Transportation Group, Inc. for General Engineering Consultant services for the Downtown Rail Extension for a four-year term, with an option to extend the term for two additional three-year periods, and an amount not to exceed \$25,000,000.

Stephen Polechronis, Interim DTX PD, presented the item.

Director Lipkin asked if it was appropriate to move forward with this contract knowing it only received one bid. Interim DTX PD Polechronis stated that Parsons – a top 20 rated company by Engineering News Record - is one the largest transportation design firms in the country, with experience working on a number of similar projects throughout the country and around the world. Additionally, he stated that Parsons has met or exceeded the requirements outlined in the RFP. Regarding pricing, Interim DTX PD Polechronis noted that based on the development of the project which has occurred over the years, the \$25 million dollars was consistent with past estimates for engineering contracts that provided design documents under a design-build scenario. He further noted that the TJPA plans to negotiate individual task orders on a case-by-case basis to ensure the estimate on needed funds remain consistent, fair, and equitable.

Vice Chair Gee thanked Interim DTX PD Polechronis for the presentation and asked about the possibility of firms making the business decision to participate in project delivery now or sometime in the future. Interim DTX PD Polechronis stated that based on follow-up conversations, the team discovered that the industry is under the assumption the DTX project will be procured in an alternative procurement approach and plans to wait to partner with a contractor or project developer to pursue a design-build opportunity, and noted that it would be a conflict for AECOM to bid on the procurement since they developed the documents for TJPA.

Public Comment:

Roland Lebrun stated that he does not understand how a notice to proceed can be issued for engineering services before the operations study is completed, especially since it has yet to be confirmed that Caltrain can vacate the rail yard without having to wait for the new Transbay tube. Mr. Lebrun also stated that for the last four years and in excess of \$100 million dollars, Parsons Transportation Group has been suing Caltrain after a dismal failure for delivering a working, positive train control signaling system and wondered why it is not being talked about. Furthermore, he stated the method used by Parsons to perform tunneling in the City should disqualify them from bidding on the DTX project.

RESOLUTION 20-035

On motion to approve:

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

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

Tilly Chang, ESC Chair, presented the update.

Vice Chair Gee thanked ESC Chair Chang for the presentation, noted the Work Plan was aggressive for next year, as October 2021 sounds a long way away, but in reality it is not; and asked to receive a copy of the presentation to study/review the information further, given the amount of information presented. ESC Chair Chang stated that it is not a risk of the project implementation, but the Work Plan itself and achieving the milestones identified within the master schedule are a priority. She further stated that the team has been thorough in its efforts to review each task, how they relate and inform one another, to ensure that the team is able to manage each part in an effort to form an analysis that will ultimately support decision-making. She cited the main thing that will help the project will be to have a clear understanding upfront, and how an action item at the November 20 ESC meeting will look to codify the ESC's understanding and commitments to one another and stated that Interim DTX PD Polechronis and his team will continue to ensure commitments are met and noted when looking at the master schedule, and its tasks deadlines, the team is well on target.

Director Forbes concurred with Vice Chair Gee regarding the timeframe of the Work Plan. She expressed her appreciation for the presentation and how the large pieces of work identified in the Work Plan seem to be coming together in an integrated fashion. Additionally, Director Forbes was in agreeance with ESC Chair Chang regarding the ESC returning to the Board to provide regular updates on challenges, risks, and opportunities between now and October 2021.

Public Comment:

Roland Lebrun stated the design of the 7th street alignment would be able to accommodate the platform size, however, the TJPA will not be able to accommodate the double length trains, which measures 1,312 feet in length, given the current Transbay design – and noted the Transbay Tube needs to be incorporated into the design. Additionally, Mr. Lebrun asked that the presentations be posted to the website prior to each meeting for review.

Jim Patrick reiterated Mr. Lebrun's point regarding the Transbay Tube and how the TJPA needs to incorporate it as part of the conceptual program. He also expressed concern for the presentation as it lacked actual schedule dates and suggested the Board laydown framework in an effort to give employees target dates for the project and keep the public better informed.

12. Approving a Resolution of Appreciation for Chair Nadia Sesay.

Interim ED Gonzales presented the item.

Vice Chair Gee thanked Chair Sesay for everything she has done for the City and congratulated her on this once in a lifetime opportunity for her, as it will be a gain for the city of Detroit, and a loss for the TJPA.

Director Forbes highlighted Chair Sesay's leadership and professionalism, and expressed how she truly enjoyed working with her for the last 20 years. Director Forbes also stated that many

projects have benefitted from her guidance as she strived for consensus and shared go-forward plans.

Director Haney echoed sentiments of the Board members and thanked Chair Sesay for her leadership along with everything she has done for District 6, as she has left a tremendous legacy and lasting impression in San Francisco for many decades to come.

Director Tumlin stated that Chair Sesay's deep experience on project delivery and project finance has been imperative, along with her practicality and vision, which helped build extraordinary things during her tenure. He stated that she has been a perfect fit for the TJPA Board and knows that she is exactly what the city of Detroit needs and how lucky they are to have her.

Director Lipkin echoed the comments from other Board members and thanked Chair Sesay for being the critical linchpin in pulling off the financial strings to deliver Phase 1. He also thanked her for helping the City navigate through very difficult conversations, as well as the execution of agreements and arrangements, and wished her great success in the City of Detroit.

Director Hursh thanked Chair Sesay for her positive energy and said this was a big win for the City of Detroit and wished her great success.

Chair Sesay stated that she was fortunate to have the opportunity to do work that she truly loves and has enjoyed working with everyone. She highlighted that Phase 1 of the Transbay Program is one of her proudest projects and felt honored and humbled throughout her journey as Chair.

Public Comment:

Roland Lebrun mentioned a recent study that highlighted multiple European companies regarding tunneling technologies and he discovered a path between the Transit Center and the Bay Area that does not require taking down a single building; and noted it is a superior alignment on the front of Howard Street, which was not previously known. Mr. Lebrun wished Chair Sesay best of luck in her future endeavors.

RESOLUTION 20-036

On motion to approve:

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

RECESS REGULAR MEETING AND CONVENE CLOSED SESSION

CLOSED SESSION

13. Call to Order

Chair Sesay called the Closed Session to order at 11:17 a.m.

14. Roll Call

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

Absent: Tony Tavares

15. 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 12:00 p.m.

16. Announcement of Closed Session.

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

ADJOURN – Chair Sesay adjourned the meeting at 12:02 p.m.

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.