

TRANSBAY JOINT POWERS AUTHORITY
Board of Directors

**TRANSBAY JOINT POWERS AUTHORITY
BOARD OF DIRECTORS**

MINUTES

Thursday, May 11, 2017
1 Dr. Carlton B. Goodlett Place, Room 416
San Francisco, CA

REGULAR MEETING
9:30 a.m.

BOARD OF DIRECTORS

Mohammed Nuru, Chair
Jeff Gee, Vice Chair
Greg Harper
Jane Kim
Edward Reiskin
Bijan Sartipi

Executive Director
Mark Zabaneh

Secretary
Nila Gonzales

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San Francisco, California 94105
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9:30 – REGULAR MEETING

ORDER OF BUSINESS

1. Call to Order

Chair Nuru called the meeting to order at 9:35 a.m.

2. Roll Call

Secretary Gonzales announced that Director Sartipi would not be present due to a scheduling conflict.

Present: Greg Harper
Ed Reiskin
Jane Kim
Jeff Gee
Mohammed Nuru

Absent: Bijan Sartipi

3. Communications

Director Harper suggested the TJPA Board address the San Francisco City Attorney resignation as its legal counsel.

4. Board of Director's New and Old Business

None.

5. Executive Director's Report

- State Legislative Update

Executive Director Zabaneh reported that the San Francisco County Transportation Authority (SFCTA) awarded \$5.4 million of Prop K funds on April 25, 2017 to fund Phase 2/Downtown Rail Extension (DTX) activities. He also reported that formal negotiations are underway with the transit operators for their fair share contribution of the annual operating costs for the Transbay Transit Center (TTC). He provided an update on the TJPA Board's invite to the California High Speed Rail Authority (CHSRA) to join the TJPA Board and stated that the CHSRA Board would consider accepting the invite at their June 14, 2017 meeting. He noted that the Metropolitan Transportation Commission (MTC) Plan Bay Area includes significant funding for Phase 2 from future bridge tolls, and he also reported that discussions are ongoing with MTC to utilize Regional Measure 3 (RM3) funds for TTC operations costs. He introduced new TJPA staff members Martha Velez as Facility Manager, Sidonie Sansom as Chief Security Officer, and

Skip Sowko as Senior Design & Engineering Manager. He also acknowledged Scott Boule who was moving on to accept other work and thanked him for his years of service.

Niccolo DeLucca, Townsend Management, provided the State Legislative Update.

Director Reiskin stated that the City through the San Francisco Municipal Transportation Authority and the SFCTA would be formally taking a position on preferences for RM3 and would be supporting TJPA. Director Kim confirmed that SFCTA made a recommendation on its first reading to include including operating funds for TJPA in its RM3 allocation.

Chair Nuru expressed his appreciation to Scott Boule and he welcomed the new staff.

6. Citizens Advisory Committee (CAC) Update

Bruce Agid, TJPA CAC Chair, thanked Scott Boule for his work on the project and for his role on the CAC. He indicated the CAC was pleased with SFCTA's approval of funds to advance Phase 2. He stated the CAC was disappointed about the 7 week slippage noted in the construction update. He also stated the CAC was pleased with the Asset Manager's retail presentation. He noted that a brief discussion was had regarding homelessness and that the CAC looks forward to a future presentation on a proactive approach to address the issue.

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 suggested considering a press release stating the TJPA's position regarding the Millennium legal matter. He provided comments regarding the asset management agreement and noted rent risks. He also reiterated his discontent of the Project Labor Agreement.

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

RECESS REGULAR 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

8. Call to Order

Chair Nuru called the meeting to order at 9:55 a.m.

9. Roll Call

Present: Greg Harper
Jane Kim
Ed Reiskin
Jeff Gee
Mohammed Nuru

Absent: Bijan Sartipi

10. CONFERENCE WITH LEGAL COUNSEL—EXISTING LITIGATION
(Paragraph (1) of subdivision (d) of Gov. Code Section 54956.9)

Name of case: John Eng, et al. vs. Millennium Partners I, Inc., et al., San Francisco County Superior Court, Case No. CGC-16-553574

and

Name of case: Laura S. Lehman, et al. vs. Transbay Joint Powers Authority, et al., San Francisco County Superior Court, Case No. CGC 16-553758

and

Name of case: Pamela Buttery, et al. vs. Sean Jeffries, et al., San Francisco County Superior Court, Case No. CGC-17-556292

and

Name of case: Lenehan, et al. v. Millennium Partners I, Inc., et al., San Francisco County Superior Court, Case No. CGC 17-557038; Bauman et al. v. Millennium Partners I, Inc., et al., San Francisco County Superior Court, Case No. CGC 17-557040; Curiale, et al. v. Millennium Partners I, Inc., et al., San Francisco County Superior Court, Case No. CGC 17-557041; Cheek, et al. v. Millennium Partners I, Inc., et al., San Francisco County Superior Court, Case No. CGC 17-557043; Post, et al. v. Millennium Partners I, Inc., et al., San Francisco County Superior Court, Case No. CGC 17-557044

and

Name of case: Millennium Tower Association v. Mission Street Development LLC, et al., San Francisco County Superior Court, Case No. CGC 17-557830

11. CONFERENCE WITH LEGAL COUNSEL—ANTICIPATED LITIGATION
Significant exposure to litigation pursuant to paragraph (2) of subdivision (d) of Section 54956.9:
(17 potential cases)

ADJOURN CLOSED SESSION AND RECONVENE REGULAR MEETING – The Closed Session was adjourned at 10:50 a.m.

12. Announcement of Closed Session.

Secretary Gonzales announced that there was no action to report.

CONSENT CALENDAR

13. 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.

(13.1) Approving the Minutes of the March 9, 2017 meeting.

(13.2) Approving the Minutes of the March 24, 2017 Special meeting.

(13.3) Approving the Operating Assistance Proposal dated May 9, 2017, and an Implementing Agency Resolution for the allocation of Regional Measure 2 Funds in an amount not to exceed \$4,856,082 for the Transbay Transit Center Program.

RESOLUTION 17-014

(13.4) Approving the updated Initial Project Report dated May 9, 2017, and a Resolution of Project Compliance for the rescission and allocation of Regional Measure 2/AB 1171 Bridge Toll Funds in the Amount of \$2,052,824.66 for the Transbay Transit Center Program.

RESOLUTION 17-015

(13.5) Authorizing the Executive Director to execute Amendment No. 01 to the Professional Services Agreement with Langan Engineering & Environmental Services for construction-related environmental consulting services, exercising the option to extend the term of the agreement through June 30, 2018 with no additional compensation.

RESOLUTION 17-016

(13.6) Authorizing the Executive Director to execute an amendment to the Professional Services Agreement for Legal Services with Jones Day, to provide litigation support services arising from the movement of 301 Mission Street, for an additional compensation of \$1,500,000.

RESOLUTION 17-017

No public comment.

On motion to approve the Consent Calendar:

ADOPTED: AYES – Harper, Reiskin, Gee, and Nuru
ABSENT – Kim

REGULAR CALENDAR

14. Construction Update.

Dennis Turchon, TJPA Senior Construction Manager, and Ron Alameida, Director of Design and Construction, presented the update with Scott Boule, TJPA Legislative Affairs/Community Outreach Manager, who presented the status of transition tasks.

15. Presentation of and Public Hearing for draft Fiscal Year 2017-18 (FY 2017-18) Capital Budget in an Amount Not To Exceed \$407,419,900 and draft FY 2017-18 Operating Budget in the amount of \$15,093,100.

Sara DeBord, TJPA Chief Financial Officer (CFO), presented the item.

Director Reiskin urged the Executive Director and staff to continue to seek regional funds for this regional project. CFO DeBord confirmed that the team is working with MTC.

No public comment.

16. Authorizing the Executive Director to execute a sublease with Alameda-Contra Costa Transit District (AC Transit) for the Bus Storage Facility.

No public comment.

RESOLUTION 17-018

On motion to approve:

ADOPTED: AYES – Reiskin, Gee, and Nuru
ABSTAIN – Harper
ABSENT – Kim

17. Authorizing the Executive Director to execute Amendment No. 03 to Agreement No. 03-02-DTX ENGR-002, Engineering Design Services for Caltrain Downtown Extension Project Term 3 (2014 -2017), with Parsons Transportation Group to extend the term of the Term 3 Agreement by two years (2017–2019); increase the contract amount by \$2.6 million, for a total contract amount of \$6.8 million; and update the assigned Key Personnel.

No public comment.

RESOLUTION 17-019

On motion to approve:

ADOPTED: AYES – Harper, Reiskin, Gee, and Nuru
ABSENT – Kim

18. Presentation of the Draft Retail Plan for the Transbay Transit Center.

Martha Velez, TJPA Facility Manager, introduced Erika Elliott, Ann Natunewicz, and Julie Taylor of Colliers, with the Asset Manager team, who presented the item.

Vice Chair Gee inquired as to how local would be defined and how success would be measured. He stated to be prepared to present a metric and ensure local businesses are represented as the Board has stated is their interest.

Director Harper inquired on tenant improvement allowances and budgets. He also provided comments on pop-ups and experiences near his office in downtown Oakland.

Director Reiskin advised Executive Director Zabaneh to call Special Meetings if necessary due to the timeline for items that require Board approval. He encouraged engaging expert peer reviews as necessary. He reiterated the need for a strong local feel for the retail and to ensure all people feel welcome.


Chair Nuru echoed the other Directors and encouraged the team to go into the neighborhoods to reflect the community in the retail plan.

Public Comment:

Jim Patrick asked Directors to speak into the microphones as he had difficulty hearing. He suggested TJPA legal draft a standard lease. He also made suggestions for cross-promotions, and marketing in addition to incentivizing the retail people to get job done.

ADJOURN – Chair Nuru adjourned the meeting at 12:20 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.


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.