

**TRANSBAY JOINT POWERS AUTHORITY  
BOARD OF DIRECTORS**

**MINUTES**

Thursday, December 12, 2019

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  
Cheryl Brinkman  
Matt Haney  
Michael Hursh  
Boris Lipkin  
Nadia Sesay  
Tony Tavares

Executive Director  
Mark Zabaneh

Secretary  
Nila Gonzales

425 Mission Street, Suite 250  
San Francisco, California 94105  
415-597-4620

9:30 – REGULAR MEETING

## ORDER OF BUSINESS

### 1. Call to Order

Chair Nuru called the meeting to order at 9:30 a.m.

### 2. Roll Call

Present: Cheryl Brinkman

Tilly Chang (*arrived during Item 5*)

Boris Lipkin

Michael Hursh

Nadia Sesay

Jeff Gee

Mohammed Nuru

Absent: Matt Haney

Tony Tavares

### 3. Communications

None.

### 4. Board of Director's New and Old Business

None.

### 5. Executive Director's Report

- Facility Operations Update
- Quarterly Financial Reports
- San Francisco County Transportation Authority (SFCTA) Peer Review Panel Final Report follow up

Executive Director Zabaneh reported that 2019 marked a significant achievement for the Downtown Rail Extension (DTX)/Phase 2 project as the TJPA secured full environmental clearance. The TJPA recently contacted Senator Scott Wiener and Assembly Members Phil Ting and David Chiu, as well as the entire Bay Area caucus, to express support for the FASTER Bay Area proposal and respectfully requested inclusion of funds to facilitate the Caltrain rail extension. Executive Director Zabaneh stated that as an international model for transit-oriented development, the Northern California terminus for High-Speed Rail, and an essential element for accomplishing the Second Transbay Rail Crossing, the transit center is an ideal candidate for FASTER Bay Area revenue funding. Additionally, he reported that work is underway to apply for funding through the 2020 Transit and Intercity Rail Capital Program (TIRCP) for Phase 2 of the Transbay Program. Executive Director Zabaneh stated that he looks forward to working with

TJPA partners on DTX/Phase 2 in 2020, including the MTC, Caltrain, High-Speed Rail, the City, along with the SFCTA, who concluded their peer review findings on the delivery of Phase 2.

Christine Falvey, TJPA Director of Communications, provided an overview of the Holiday Bazaar.

Erin Roseman, TJPA Chief Financial Officer (CFO), provided the Quarterly Financial Reports.

John Fisher of WSP and Luis Zurinaga of SFCTA provided a follow up to the SFCTA Peer Review Panel Final Report for the delivery of Phase 2.

Director Brinkman expressed appreciation for all the work that went into the report and agreed it was a good idea to create a working group or steering committee to keep all parties involved and represented in discussions surrounding DTX/Phase 2.

Director Lipkin thanked the panel for the report and stated that both the SFCTA Peer Review Study and the American Public Transportation Association Peer Review Study, performed earlier in the year, were beneficial to the program. He looks forward to the SFCTA and TJPA Board advocating to get trains to the transit center.

Vice Chair Gee thanked the SFCTA Peer Review Panel for their work and reiterated the importance of DTX. He asked how the DTX project would be completed on time and on budget since it was not mentioned in the peer review study. Mr. Fisher stated there are still ongoing discussions about the planning process and phasing, therefore he could not give a definite answer. Vice Chair Gee also emphasized the need for an entity to take ownership of the asset from 4<sup>th</sup> and King to the transit center and asked if this was studied in the report. Mr. Fisher said the idea was to strengthen the current funding structure, as the owner would be a grant recipient. Vice Chair Gee felt the report did not identify major obstacles encountered when building megaprojects such as funding and politics, which are major components in project delays.

Director Chang thanked the TJPA Board and members of the peer review study for the work performed. She emphasized the need for all stakeholders to focus on DTX/Phase 2 and to review the recommendations to decide how to move forward on the project.

Director Brinkman stated that the health of the region depends on the DTX/Phase 2 project and, regardless of the challenges, it is imperative to remind the public of its importance.

#### Public Comment:

Jim Patrick appreciated the TJPA Board's robust discussion regarding DTX/Phase 2. He felt the SFCTA Peer Review Study offered no value, however, he agreed with rebranding the project name using a marketing team and stated that the project has been delayed over a year.

#### 6. Construction Closeout Update

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

## 7. Citizens Advisory Committee Update

Secretary Gonzales announced that the CAC Chair and Vice Chair were unable to be present but advised her that they had 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.

Jim Patrick provided comments regarding a press release relating to the Millennium settlement. He also referenced an article in the New Yorker titled The Floating Utopia of Salesforce Park and encouraged everyone to read it.

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 November 14, 2019 meeting.

(9.2) Authorizing the Executive Director to execute an assignment and novation of the agreement for Independent Auditing Services from Vavrinek, Trine, Day & Co. to Eide Bailly.

#### RESOLUTION 19-031

(9.3) Authorizing the 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 19-032

(9.4) Authorizing the Executive Director to execute a Professional Services Agreement with lowercase productions, LLC to provide wayfinding signage consultation services for a term not to exceed two years, and at an initial cost not to exceed \$100,000, as may be amended to add additional services and increase the budget by an additional \$100,000 (up to \$200,000 total) based on funding availability.

#### RESOLUTION 19-033

(9.5) Annual review and approval of Board Policy No. 009, Investment Policy and Board Policy No. 017, Debt Management Policy.

No public comment.

On motion to approve the Consent Calendar:

ADOPTED: AYES – Brinkman, Chang, Hursh, Lipkin, Sesay, Gee and Nuru

## REGULAR CALENDAR

10. Presentation of the audited Financial Report for the fiscal year ended June 30, 2019 and the Report to the Board of Directors.

Erin Roseman, TJPA CFO, introduced the item and Ahmad Gharaibeh of Eide Bailly who presented the report and indicated that a clean audit/unmodified opinion was issued and there are no exceptions and no weaknesses.

Public Comment:

Jim Patrick credited the staff for their accomplishments.

## 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

11. Call to Order

Chair Nuru called the Closed Session to order at 10:30 a.m.

12. Roll Call

Present: Cheryl Brinkman  
Tilly Chang  
Boris Lipkin  
Michael Hursh  
Nadia Sesay  
Jeff Gee  
Mohammed Nuru

Absent: Matt Haney  
Tony Tavares

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

Name of case: *Webcor/Obayashi Joint Venture v. Transbay Joint Powers Authority*, San Francisco County Superior Court, Case No. CGC-18-570621.

Name of case: *Skanska USA Civil West California District, Inc. v. Webcor Builders/Obayashi Corp., A Joint Venture, et al.*, San Francisco County Superior Court Case No. CGC-18-566431 (consolidated under Case No. CGC-18-570621).

Name of case: *Pacific Structures v. Shimmick Construction Company et al.*, San Francisco County Superior Court, Case No. CGC-18-564434 (consolidated under Case No. CGC-18-570621).

Name of case: *Desert Mechanical v. WOJV et al.*, San Francisco County Superior Court, Case No. CGC-19-573549 (consolidated under Case No. CGC-18-570621).

Name of case: *Bratton Masonry, Inc. v. Skanska USA Building, et al.*, San Francisco County Superior Court, Case No. CGC-19-575545.

Name of case: *Fisk Electric Company v. WO*, United States District Court, Northern District of California, Case No. 3:18-cv-07671.

ADJOURN CLOSED SESSION AND RECONVENE REGULAR MEETING – The Closed Session was adjourned at 11:05 a.m.

14. Announcement of Closed Session.

Secretary Gonzales announced that there was nothing to report.

ADJOURN – Chair Nuru adjourned the meeting at 11:07 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](http://www.sfethics.org).