



**TRANSBAY JOINT POWERS AUTHORITY
BOARD OF DIRECTORS**

MINUTES

Thursday, April 14, 2022

REGULAR MEETING
9:30 a.m.

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

PUBLIC COMMENT CALL-IN: 1-855-282-6330 -- Access Code: 2553 547 6374

Due to the COVID-19 health emergency, the Board's Meeting Room
in City Hall is closed for non-Chartered Boards.

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*)

Executive Director
Adam Van de Water

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 Pollitt announced that David Ambuehl was joining as Director El-Tawansy's alternate.

Present: David Ambuehl
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. He also noted that due to a scheduling conflict, Item 17 would be called before Item 9.

4. Board of Director's New and Old Business

None.

5. Executive Director's Report

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

Executive Director (ED) Van de Water presented the ED report and provided the PLA Update.

Jen Norris, TJPA Facility Director, presented the Facility Operations Update.

6. Citizens Advisory Committee (CAC) Update

Belal Aftab, TJPA CAC Vice Chair, presented the CAC Update.

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 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 March 10, 2022 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 22-012

(8.3) Approving updated Board Policy No. 001, Procurement Policy.

RESOLUTION 22-013

No public comment.

On the motion to approve the Consent Calendar:

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

REGULAR CALENDAR

Per concurrence of the Board, Interim Secretary Pollitt called Item 17 before Item 9.

9. Authorizing the Executive Director to enter into the following agreements with the owner and developer of Parcel F, Parcel F Owner LLC (F4): (1) a Vent Relocation Agreement to (a) relocate an existing vent shaft/cooling tower and two planned vents over the TJPA's underground Train Box to a single structure on the west side of the Bus Ramp and relocate associated equipment in the Salesforce Transit Center, (b) grant temporary construction easements to facilitate the vent relocation and construction of a mixed-use, high rise building (Tower), a Pedestrian Bridge, and other improvements on Parcel F (Parcel F Project), and (c) amend existing permanent easement agreements with F4; and (2) an amendment to the 2016

Purchase and Sale Agreement with F4 to resolve the matter of liquidated damages resulting from the anticipated delay in F4's completion of construction of the Parcel F Project.

Dennis Turchon, TJPA Senior Construction Manager, and Andrew Schwartz, TJPA Legal Counsel, jointly presented the item.

Public Comment:

Roland Lebrun expressed concern regarding the design of the Second Street throat expansion and stated that it was not environmentally cleared until 2019 after the Supplemental Environmental Impact Report. He also stated there was never a need for vent shafts in the original proposal and TJPA had over 10 years to eliminate potential impacts.

RESOLUTION 22-014

On the motion to approve:

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

10. Presentation of the budget outlook for Fiscal Year 2022-23 operating, debt service, and capital budgets.

Franklin Wong, TJPA Chief Financial Officer, presented the item.

11. Authorizing the Executive Director to execute a Professional Services Agreement with Pelli Clarke & Partners for Architectural and Engineering services related to the completed Phase 1 facilities (non-DTX scope) on an as-needed basis for a five-year term, with options to extend for two additional two-year terms, for an amount not to exceed \$1,600,000.

After conversation amongst the Board, Chair Gee concluded by requesting that the agreement be assessed during its fourth year of the five-year term to determine if the services should be put out to bid.

Public Comment:

Jim Patrick expressed concern regarding the contract and thought it should have been bid out.

RESOLUTION 22-015

On the motion to approve:

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

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

Michelle Bouchard, Acting Executive Director of Caltrain and ESC Chair, presented the item.

Director Mandelman departed during Item 12.

Per concurrence of the Board, Interim Secretary Pollitt called Items 13, 14, 15, and 16 together and Alfonso Rodriguez, TJPA Downtown Rail Extension (DTX) Project Director, presented the items.

13. Authorizing the Executive Director to execute professional services agreements with J Kaeuper & Company and CBRE, Valuation and Advisory Services as a bench to provide real estate appraisal and appraisal review services each for a five-year term, with the option to extend the term for up to two additional two-year terms, and amounts not to exceed \$250,000 each (for a total of \$500,000) for the base term.

No public comment.

RESOLUTION 22-016

On the motion to approve:

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

14. Authorizing the Executive Director to execute professional services agreements with Associated Right of Way Services, Desmond, Marcello & Amster, Donna Desmond Associates and Hodges Lacey & Associates as a bench to provide real estate acquisition, relocation and specialty appraisal services each for a five-year term, with the option to extend the term for up to two additional two-year terms, and an aggregate amount not to exceed \$1,500,000 for the base term.

No public comment.

RESOLUTION 22-017

On the motion to approve:

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

15. Authorize the Executive Director to execute professional services agreements with Millennium Consulting Associates and ACC Environmental Consultants as a bench to provide Environmental Site Assessments and hazardous materials analysis each for a five-year term, with the option to extend the term for up to two additional two-year terms, and an aggregate amount not to exceed \$650,000 for the base term.

No public comment.

RESOLUTION 22-018

On the motion to approve:

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

16. Authorizing the Executive Director to execute a professional services agreement with Chicago Title Company to provide real estate title and escrow services for a five-year term, with the option to extend the term for up to two additional two-year terms, and an amount not to exceed \$800,000 for the base term.

No public comment.

RESOLUTION 22-019

On the motion to approve:

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

Per the concurrence of the Board, Item 17 was called after Item 8 before the departure of Vice Chair Mandelman.

17. Election of Chair and Vice Chair pursuant to the TJPA Joint Powers Agreement.

Director Mandelman nominated Director Gee as Chair of the TJPA. Director Tumlin seconded the nomination.

Public Comment:

Roland Lebrun supported the nomination.

On the motion to elect Director Gee as Chair:

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

The motion to elect Director Gee as Chair passed.

Director Gee nominated Director Mandelman as Vice Chair of the TJPA. Director Shaw seconded the nomination.

Public Comment:

Roland Lebrun supported the nomination.

On the motion to elect Director Mandelman as Vice Chair:

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

The motion to elect Director Mandelman as Vice Chair passed.

ADJOURN – Chair Gee adjourned the meeting at 11:23 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.

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.