



**TRANSBAY JOINT POWERS AUTHORITY  
BOARD OF DIRECTORS**

**MINUTES**

Thursday, November 14, 2024

1 Dr. Carlton B. Goodlett Place, Room 416  
San Francisco, CA

**REGULAR MEETING**

9:30 a.m.

**BOARD OF DIRECTORS**

Jeff Gee, Chair  
Rafael Mandelman, Vice Chair  
Elaine Forbes  
Alicia John-Baptiste  
Boris Lipkin  
Sarah Syed  
Jeffrey Tumlin  
Dina El-Tawansy (*ex-officio*)

Executive Director  
Adam Van de Water

Secretary  
Nila Gonzales

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

9:30 – REGULAR MEETING

## ORDER OF BUSINESS

### 1. Call to Order

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

### 2. Roll Call

Secretary Gonzales announced that Director Forbes was absent due to a scheduling conflict and Director Ambuehl was sitting in as Director El-Tawansy's alternate.

Present: David Ambuehl  
Alicia John-Baptiste  
Boris Lipkin  
Sarah Syed  
Jeffrey Tumlin  
Rafael Mandelman  
Jeff Gee

Absent: Dina El-Tawansy  
Elaine Forbes

### 3. Communications

Secretary Gonzales provided instructions on the Public Call-in/Comment process.

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

None.

### 5. Executive Director's Report

- Quarterly Financial Reports
- Project Labor Agreement (PLA) Quarterly Update
- Security Quarterly Update
- Facility Operations Update
- The Portal Schedule & Funding Update

Executive Director (ED) Van de Water presented the ED Report, including providing the PLA Update and Quarterly Financial Reports prepared by Chief Financial Officer (CFO), Shima Mirzaei, who was available for questions.

Rodney Harris, Chief Security Officer, presented the Security Quarterly Update.

R.E. Walsh, Facility Director, presented the Facility Operations Update. Director Tumlin commended staff on retail progress and asked for the leased percentage and Mr. Walsh replied that 70% of retail space is leased.

ED Van de Water and Alfonso Rodriguez, Project Director for The Portal, jointly presented The Portal Schedule & Funding Update. Director Lipkin congratulated the team on the CRISI grant. Director Mandelman noted that progress with federal funding was a positive step, but he raised concerns about the risks to federal funding due to the administration change, including reduced competitiveness for grants and challenges for urban transit projects, and stated it would be good to know when the committed funding could potentially be pulled back. Chair Gee stressed the importance of defending awarded funds and demonstrating progress to avoid delay or clawbacks, drawing on the experience of past challenges with Caltrain. The board acknowledged the need to stay prepared and focused.

*Director Mandelman departed at 10am due to another commitment.*

Chair Gee asked Mr. Rodriguez if the report on schedule, funding, and spending commitments would be presented in January and Mr. Rodriguez responded affirmatively. Additionally, he requested the CFO report on funding versus cashflow, showing when funds would run out and how funds are being spent. He further inquired about the durability of the engineering work and asked how long it would remain viable if the project were paused. Mr. Rodriguez stated that utility relocation design may need updates if the project is delayed and there are surface improvements but the underground utilities are stable; the Caltrain yard, tunnel and station designs are durable; and, final systems design will occur closer to full funding.

#### 6. Citizens Advisory Committee (CAC) Update

Brian Larkin, CAC Chair, presented the 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.

Roland Lebrun asked for more transparency with the Integrated Program Management Team and Executive Working Group, and asked the Board to publish the Project Management Oversight Procedures report that was prepared by the Federal Transit Administration.

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 September 12, 2024 meeting.

(8.2) Authorizing the Executive Director to execute a second amendment to the Agreement for Fire Life Safety Sprinkler Testing Maintenance Service with Sciens Building Solutions to extend the Agreement for one year for additional compensation of up to \$163,084.

RESOLUTION 24-032

(8.3) Approving minor changes to Board Policy No. 009, Investment Policy and annual review of Board Policy No. 017, Debt Management Policy.

RESOLUTION 24-033

No public comment.

On motion to approve the Consent Calendar:

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

REGULAR CALENDAR

9. Authorizing the Executive Director to enter into Amendment #2 to the Interim Agreement with Peninsula Corridor Joint Powers Board (Caltrain), extending the term through December 13, 2024 while the parties negotiate an Amended and Restated Interim Agreement to allow for continued support and engagement of The Portal for information sharing, design and operational input, securing funding and other coordination to ensure the TJPA meets critical milestones in the work plan and documentation requirements of the Federal Transit Administration Full Funding Grant Agreement.

Alfonso Rodriguez, Project Director for The Portal, presented the item.

No public comment.

RESOLUTION 24-034

On motion to approve:

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

10. Authorizing the Executive Director to enter into the following four agreements with 524 Howard Street, LLC (“developer”), the owner of 524-530 Howard Street and developer of a residential tower on the property (“Tower”): (1) a 530 Howard Pedestrian Bridge Easement Agreement granting a permanent easement to the developer for a pedestrian bridge connecting the Tower to Salesforce Park and granting to the TJPA a permanent easement for public access to and from Salesforce Park through the Tower to Natoma Street; (2) a 530 Howard Pedestrian Bridge Temporary Construction Easement Agreement to facilitate the construction of the

pedestrian bridge and the developer's payment of \$2.3 million to the TJPA for the right to connect the Tower to Salesforce Park; (3) a 530 Howard Transit Center Modification Cost Escrow Agreement requiring the developer to reimburse the TJPA for its costs to (a) review and approve the design of the pedestrian bridge and its connections to Salesforce Park and the Tower, (b) redesign and reconstruct Salesforce Park to accommodate the pedestrian bridge, and (c) oversee the developer's construction of the pedestrian bridge; (4) a Security Agreement for 530 Howard Project governing coordination of security among the TJPA, the developer, and other properties connecting to Salesforce Park; and, approving a budget amendment to the Capital Maintenance, Repair, and Replacement budget to realign the budget between existing and new line items which does not change the total budgeted amount for Capital Maintenance, Repair, and Replacement budget.

ED Van de Water presented the item.

Director John-Baptiste inquired about the public access requirements for the tower and ED Van de Water explained that, like 181 Fremont and Salesforce Tower, the tower will have internal circulation for park access. Director John-Baptiste then asked if the tower would have a lobby that functions similar to a Privately Owned Public Open (POPO) Space. ED Van de Water replied that he was not certain if there was an area designated as a POPO and deferred to Deborah Miller, TJPA General Counsel, for confirmation; however, Ms. Miller stated that she was not aware of a mandate for the interior space to be used as a POPO but could look into it. Director John-Baptiste emphasized that having the space officially accessible makes it more likely that people will use it.

No public comment.

RESOLUTION 24-035

On motion to approve:

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

RECESS REGULAR MEETING AND CONVENE CLOSED SESSION

There was no member of the public who indicated that they would like to comment on the item listed for discussion in Closed Session.

CLOSED SESSION

11. Call to Order

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

12. Roll Call

Present: David Ambuehl  
Alicia John-Baptiste  
Boris Lipkin  
Sarah Syed  
Jeffrey Tumlin  
Jeff Gee

Absent: Dina El-Tawansy  
Elaine Forbes  
Rafael Mandelman

### 13. PUBLIC EMPLOYEE PERFORMANCE EVALUATION

Pursuant to Government Code Section 54957(b), the TJPA Board of Directors will meet in closed session to discuss the process for routine evaluation of public employee:

Title: Executive Director

ADJOURN CLOSED SESSION AND RECONVENE REGULAR MEETING – The Closed Session was adjourned at 11:58 a.m.

### 14. Announcement of Closed Session.

Chair Gee announced that there was nothing to report.

ADJOURN – Chair Gee adjourned the meeting at 12:00 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) 252-3112 and web site: [www.sfethics.org](http://www.sfethics.org).