

**TRANSBAY JOINT POWERS AUTHORITY  
BOARD OF DIRECTORS**

**MINUTES**

Friday, April 8, 2005  
1 Carlton B. Goodlett Place, Room 400  
San Francisco, CA

SPECIAL MEETING  
10:30 a.m.

CLOSED SESSION  
Immediately Following the Special Meeting

**BOARD OF DIRECTORS**

Michael Nevin, Chair  
Greg Harper, Vice Chair  
Michael T. Burns  
Michael Cohen  
Chris Daly

Executive Director  
Maria Ayerdi

Secretary  
Roberta Boomer

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San Francisco, California 94105  
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## ACCESSIBLE MEETING POLICY

The Transbay Joint Powers Authority meeting will be held in Room 400, at 1 Dr. Carlton B. Goodlett Place, San Francisco, CA. The closest accessible BART station is the Civic Center Station at United Nations Plaza and Market Street. Accessible MUNI lines serving this location are: Muni Metro Lines J-Church, K-Ingleside, L-Taraval, M-Oceanview, and N-Judah at Van Ness and Civic Center Stations; F-line; 42-Van Ness; 47-Van Ness; 49-Mission-Van Ness; 5-Fulton; 21-Hayes; 9-San Bruno; and 71-Haight Noriega. For information about MUNI accessible services call 923-6142.

The meeting room is wheelchair accessible. Accessible curbside parking spaces have been designated on the Van Ness Avenue and McAllister Street perimeters of City Hall for mobility impaired persons. There is accessible parking available within the Civic Center Underground Parking Garage at the corner of McAllister and Polk Streets, and within the Performing Arts Parking Garage at Grove and Franklin Streets.

If you require the use of an American sign language interpreter, a sound enhancement system, or a reader during the meeting, such person or system can be made available upon request; please contact Roberta Boomer at (415) 554-6896, 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 Roberta Boomer at (415) 554-6896 at least 72 hours in advance of need. Written reports or background materials for calendar items are available for public inspection and copying at 401 Van Ness Ave. #334 during regular business hours.

Individuals with severe allergies, environmental illness, multiple chemical sensitivity or related disabilities should call our accessibility hotline at (415) 252-3112 to discuss meeting accessibility. In order to assist the City's efforts to accommodate such people, attendees at public meetings are reminded that other attendees may be sensitive to various chemical based products. Please help the City to accommodate these individuals.

The ringing of and use of cell phones, pagers and similar sound-producing electronic devices are prohibited at this meeting. Please be advised that the Chair may order the removal from the meeting room of any person(s) responsible for the ringing or use of a cell phone, pager, or other similar sound-producing electronic devices.

10:30 - SPECIAL MEETING

ORDER OF BUSINESS

1. Call to Order

Chairman Nevin called the meeting to order at 10:33 a.m.

2. Roll Call

Present: Michael Burns  
Michael Cohen  
Chris Daly  
Greg Harper  
Mike Nevin

Chairman Nevin welcomed Michael Cohen to the Board.

3. Communications

Board Secretary Boomer stated that the need for the closed session arose after the agenda for the special meeting had been posted. The Brown Act requires 24-hour notice to hold a special meeting. The closed session was posted 72 hours in advance.

4. Board of Director's New and Old Business

None.

5. Executive Director's Report

- o Deliverables Update
- o Quarterly Budget Status and Contract Status Reports

Executive Director Ayerdi stated that "Notice to Proceed" was issued to Parsons Transportation on February 14<sup>th</sup>. Phase I of the geotechnical work has commenced along the southern section. On March 10, the House of Representatives passed its' version of TEA 21 which includes money for the Transbay Terminal. The TJPA has prepared letters of support. The Senate will take up the bill at the end of April.

The Redevelopment Area plan will be considered by the Board of Supervisors on May 10<sup>th</sup>.

Staff will present a contract for legal services with Moscone, Emblidge & Quadra at the April 21 meeting.

Nancy Whelan, Transbay Financial Consulting, presented the quarterly budget status report. She stated that expenses were within budget and were mostly less than half of the amount budgeted. This is mainly due to later than anticipated start dates for contracts and for hiring staff. Ms. Whelan also presented the quarterly status report on contracts.

Nancy Whelan then discussed the strategic plan that was recently adopted by the Transportation Authority and how it impacts the Transbay Terminal project.

Director Harper encouraged board members to view the March 22 meeting of the Transportation Authority. He stated that they would see the Chair do a magnificent job representing the project, and just as importantly, members would see that there is a visceral antipathy by the TA towards the TJPA and our project. He stated that Chairman McGoldrick in particular, was demeaning. He further stated that the Transportation Authority was giving preference to projects that aren't ready over ones that are ready.

Director Burns stated that he watched the hearing and it behooves us all to work to improve the cooperation between the two agencies. Clearly the Transportation Authority is the largest funder of the project and we should look for cooperative, common ground in the best interest of the project.

In response to a question by Director Burns, Exec. Director Ayerdi stated that the High-Speed Rail Bond may be put off until the November 2008 ballot. Heather Barber, Government Relations Director added that people felt that it had a greater chance of passing in 2008.

Chairman Nevin stated that the Metropolitan Transportation Commission would be taking a position on the rail bond. He commented that 15 months was enough time to inform the public about the benefits of this bond measure. Delaying it until 2008 is going too far.

#### 6. Public Comment

Richard Mlynarik noted that a year ago the Controller called the Transportation Agency one of the most incompetent agencies he had seen. The TA's major accomplishment to date has been to push the Third St. project over budget.

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

#### CONSENT CALENDAR

7. 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.

(7.1) Approving the Minutes of the January 20, 2005 meeting.

On motion to approve:

ADOPTED: AYES – Burns, Cohen, Daly, Harper and Nevin

## SPECIAL CALENDAR

8. Authorizing the Executive Director to enter into an agreement with Singer Associates for public relations and community outreach services for a term of three years in an amount not to exceed \$420,000.

Heather Barber, Government Relations Manger, reviewed the procurement process and contract.

Director Burns asked about the impact of the EIR ruling on the contract and wondered if it was appropriate to proceed with the contract at this time given that we don't know what the scope of work is going to be over the next year. He stated that the scope of work seemed to cover things that were generally operational day to day activities that we've hired qualified and talented staff to handle.

Heather Barber responded that there was a need for a strong, consistent message right now. While the scope of work is quite detailed and extensive, it's also malleable to allow staff to move forward things that are needed.

Exec. Director Ayerdi stated that Director Daly's district was quite active in requesting public outreach and information about the project. She recommended that the Board certify the amount currently available and then see where we are down the road.

Director Cohen stated that \$420,000 seemed like a lot of money for the services and wondered if the contract could be treated in phases so that expenditures beyond \$144,000 would come back to the Board for authorization.

Adam Alberti, Singer Associates, stated that there were upfront costs such as getting to know the client and creating a strategy and execution plan for the life of the contract. The expenditure of funds will depend on how much is accomplished and how quickly. They don't anticipate spending \$144,000 worth of work, as budgeted for, in the next 12 weeks.

John Cooper, Deputy City Attorney stated that the Board could require the contract be returned to the Board for further authorization of expenditures without having to amend the contract.

Director Harper offered an amendment to the resolution that directed the Executive Director to bring the contract back to the Board for further authorization prior to the limit being reached.

No public comment.

RESOLUTION 05-004

On motion to approve as amended:

ADOPTED: AYES – Burns, Cohen, Daly, Harper and Nevin

9. Adopting Board Policy No. 007 regarding Internal Financial Controls.

Nancy Whelan, Transbay Consulting, presented the staff report. All financial activities are currently managed through Muni. This policy will allow the TJPA to move forward when we receive Prop K and RM2 funds. The Policy is based on good government principles and addresses segregation of duties and internal procedures and policies. The Chief Financial Officer has approved the policy and would continue to be responsible for certifying funds. The TJPA is hiring a financial manager.

Director Burns stated that he had concerns about a small organization dealing with large amounts of money. He added that the Board needs to be comfortable with taking on that level of responsibility and he's not sure he's there. Director Burns offered an amendment to the resolution that would include a quarterly review of the internal controls by the Chief Financial Officer.

No public comment.

RESOLUTION 05-005

On motion to approve as amended:

ADOPTED: AYES – Burns, Cohen, Daly, Harper and Nevin

10. Authorizing the Executive Director to open a bank account with Union Bank in order to deposit payments from Regional Measure 2 (RM-2) and San Francisco's Proposition K transportation sales tax (Prop K), and to make payments to vendors under these and future grants.

Nancy Whelan, Transbay Consulting, presented the staff report. Currently Muni and the Controller does the banking however, as the TJPA begins to receive RM2 and Prop. K funds, they will need an account. TJPA staff asked several agencies if they could fill the role but none could. Union bank has been identified as one that can best meet the needs of the TJPA. Their fees will offset by the interest earned.

Director Burns stated that while he understood both calendar items, he is uncomfortable with them.

No public comment.

RESOLUTION 05-006

On motion to approve:

ADOPTED: AYES – Burns, Cohen, Daly, Harper and Nevin

CLOSED SESSION

1. Call to Order

Chairman Nevin called the closed session to Order at 11:25 p.m.

2. Roll Call

3. Pursuant to Government Code Section 54956.9(a), the Transbay Joint Powers Authority Board of Directors will meet in closed session to discuss attorney-client matters in the following case:

CONFERENCE WITH LEGAL COUNSEL - Existing Litigation:

Myers Natoma Venture, LLC and Myers Development Company vs. Transbay Joint Powers Authority, et al., Superior Ct. #504363 and South Beach SOMA Coalition vs. City and County of San Francisco, Superior Court #504-366

ADJOURN CLOSED SESSION AND RECONVENE SPECIAL MEETING

4. Announcement of Closed Session.

Board Secretary Boomer announced that the TJPA had met in closed session for a conference with legal counsel. There was no action taken.

ADJOURN - The meeting was adjourned at 12:20 p.m.

A tape of the meeting is on file in the office of the Secretary to the Transbay Joint Powers Authority Board of Directors

Roberta Boomer  
Board Secretary

The Ethics Commission of the City and County of San Francisco has asked us to remind individuals and entities that influence or attempt to influence local legislative or administrative action may be required by the San Francisco Lobbyist Ordinance [SF Admin. Code Sections 16.520 - 16.534] to register and report lobbying activity. For more information about the Lobbyist Ordinance, please contact the Ethics Commission at 1390 Market Street, Suite 801, San Francisco, CA 94102, telephone (415) 554-9510, fax (415) 554-8757 and web site: [sfgov.org/ethics](http://sfgov.org/ethics).