

**TRANSBAY JOINT POWERS AUTHORITY
BOARD OF DIRECTORS**

MINUTES

Thursday, January 9, 2014
1 Dr. Carlton B. Goodlett Place, Room 416
San Francisco, CA

REGULAR MEETING
9:30 a.m.

BOARD OF DIRECTORS

Jane Kim, Chair
Greg Harper, Vice Chair
Art Lloyd
Gabriel Metcalf
Edward Reiskin
Bijan Sartipi

Executive Director
Maria Ayerdi-Kaplan

Secretary
Nila Gonzales

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9:30 – REGULAR MEETING

ORDER OF BUSINESS

1. Call to Order

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

2. Roll Call

Secretary Gonzales noted that due to a scheduling conflict Director Lloyd was absent and Director Lee would be sitting in as his alternate.

Present: Marian Lee
Gabriel Metcalf
Ed Reiskin
Bijan Sartipi
Greg Harper
Jane Kim

Absent: Art Lloyd

3. Communications

None.

4. Board of Director's New and Old Business

None.

5. Executive Director's Report

- Program Status Report
- Quarterly Financial Reports
- Quarterly Project Labor Agreement (PLA) Report

Executive Director Ayerdi-Kaplan introduced Senior Program Manager Mark Zabaneh, Senior Construction Manager Dennis Turchon, Chief Financial Officer Sara Gigliotti, and Legislative Affairs and Community Outreach Manager Scott Boule to present the annual Program Status Report.

Sara Gigliotti, TJPA Chief Financial Officer, presented the Quarterly Financial Reports.

Dennis Turchon, TJPA Senior Construction Manager, presented the Quarterly PLA Report.

6. Public Comment

Roland Lebrun praised the website improvements and expressed his hope that the elevators and escalators referenced in the Program Status Report are in regards to the concourse and bus levels since he believes things may change on the train box level. He inquired on what happened to the shoring wall in December, specifically the section between Fremont and Beale Streets, and whether it had anything to do with the removal of the buttress. Although his understanding is that the removal of the buttress was not the issue, he would like to know if there was an impact on the budget as a result of the repairs.

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 October 10, 2013 meeting.

No public comment.

On motion to approve:

ADOPTED: AYES – Lee, Metcalf, Harper and Kim
ABSTAIN – Reiskin

(7.2) Approving the Minutes of the November 14, 2013 meeting.

At the request of the Board, this item was continued to the next meeting.

REGULAR CALENDAR

8. Presentation of the audited Financial Statements for the fiscal year ended June 30, 2013 and the Report to the Board of Directors.

Sara Gigliotti, TJPA Chief Financial Officer, reported that this is the 10th year of receiving a clean opinion and explained that it was previously referred to as an unqualified opinion but new

terminology refers to it as an unmodified opinion. She introduced Ahmad Gharaibeh of Vavrinek, Trine, Day & Company who presented the item.

9. Authorizing the Executive Director to execute Amendment No. 29 to Agreement No. 08-04-CMGC-000 with Webcor/Obayashi Joint Venture to increase the time for pre-construction services to 225,901 hours and adjust the contract sum accordingly.

Dennis Turchon, TJPA Senior Construction Manager, presented the item.

No public comment.

RESOLUTION 14-001

On motion to approve:

ADOPTED: AYES – Lee, Metcalf, Reiskin, Harper and Kim

10. Presentation on Downtown Rail Extension (DTX) Project delivery options.

George Tapas, URS Corporation, presented the item.

Director Lee stated that if the Board moves forward with the feasibility study of Design Build Finance Maintain/Public Private Partnership (P3) that there be discussion amongst the agencies/owners about arrangements which would provide a framework for the feasibility study. Mr. Tapas suggested a governance document which clearly defines who is responsible for managing what aspects of it and to what degree.

Chair Kim suggested that as the P3 method is being evaluated, the pros and cons of combining DTX with Caltrain electrification is also evaluated.

Director Reiskin indicated the larger governance discussion must be done with the Caltrain Joint Powers Board (JPB) to explore what Chair Kim suggested to possibly consider the DTX and Caltrain electrification together, as well as come together on governance, construction, and delivery. He expressed his support for this analysis and discussion between the two Boards and suggested maybe Metropolitan Transportation Commission or other regional bodies might have a role in helping. He inquired on whether there was a role for the Federal Transit Administration (FTA) and Federal Railroad Administration (FRA) to advise on the delivery method. Mr. Tapas advised that FTA and FRA have some guidelines but they have not done a lot of P3s; they have done more traditional, however, the more collaboration there is with all funding partners eliminates confusion.

Director Reiskin asked Executive Director Ayerdi-Kaplan what she was thinking in terms of the decision making timeline for project delivery. She advised this discussion was brought to the Board to have this dialogue. She confirmed collaboration has been occurring with Caltrain and High Speed Rail (HSR) and suggested staff level meetings on governance for next steps.

Director Lee confirmed that the three agencies, TJPA, Caltrain and HSR, should get together at the staff level first. She also stated JPB is supportive of making DTX happen as soon as possible as are the nine agencies that signed the Caltrain early investment/electrification program as they are vested in the outcome of expediting the DTX project and HSR and they should be brought in eventually after the three core agencies meet. Director Lee suggested Caltrain with HSR present to the TJPA Board an update on their program. She reiterated support for partnership but restated that Caltrain is committed to delivering electrified service in 2019.

Executive Director Ayerdi-Kaplan confirmed that a presentation by Caltrain with HSR would be agendaized for February and the discussion with Caltrain and HSR at the staff level on governance would commence.

Director Metcalf expressed his appreciation for the discussion and stated he feels favorable about availability payments and the Design Build Finance Maintain but wants all options explored.

Director Sartipi indicated this discussion about how to deliver the DTX project is very timely and noted the need to find a guarantor for this project.

Chair Kim stated her interest will be focused on the governance, land use, design, and community input. She looks forward to more discussion with multiple agencies on governance, financing, unification of the project, the alignment, and potential land use issues. She advised the discussion between the two agencies to discuss Caltrain electrification and DTX was a good place to begin.

Public Comment:

Roland Lebrun stated that the operations have to be kept separate from the infrastructure. He provided some examples which he referred to as European models. He provided comments about payment structures and stated if Caltrain wants to come to Transbay it would have to pay which is how things are done in Europe. He also provided comments on other financing solutions.

ADJOURN – Chair Kim adjourned the meeting at 11:45 a.m.

A tape 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

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