



# TRANSBAY JOINT POWERS AUTHORITY BOARD OF DIRECTORS

## MINUTES

Monday, November 19, 2012  
1 Dr. Carlton B. Goodlett Place, Room 400  
San Francisco, CA

SPECIAL MEETING  
9:30 a.m.

### BOARD OF DIRECTORS

Jane Kim, Chair  
Elsa Ortiz, Vice Chair  
Art Lloyd  
Gabriel Metcalf  
Edward Reiskin  
Bijan Sartipi

Executive Director  
Maria Ayerdi-Kaplan

Secretary  
Nila Gonzales

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9:30 – SPECIAL MEETING

ORDER OF BUSINESS

1. Call to Order

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

2. Roll Call

Secretary Gonzales announced that Director Harper was sitting in as Vice Chair Ortiz's alternate and Directors Reiskin and Sartipi were delayed but expected to arrive shortly.

Present: Greg Harper  
Art Lloyd  
Gabriel Metcalf  
Ed Reiskin (absent at roll call, arrived during Closed Session)  
Bijan Sartipi (absent at roll call, arrived during ED Report)  
Jane Kim

Absent: Elsa Ortiz

3. Communications

None.

4. Board of Director's New and Old Business

None.

5. Executive Director's Report

- Construction Update

Executive Director Ayerdi-Kaplan reported that the mammoth tooth discovered at the Transbay Transit Center construction site on September 10, 2012 is now being displayed to the public at the California Academy of Sciences. She announced that the Transbay Archaeology Exhibit is now on display at Caltrans, located at 111 Grand Avenue in Oakland, and that the regularly scheduled Community Meeting was held on October 17, 2012 to provide neighbors with a construction update.

Steve Rule, Turner Construction, presented the Construction Update.

6. Public Comment

Rick Smith, resident of Yerba Buena neighborhood, expressed his support for the elevated park which would sit atop the Transbay Transit Center. He stated his appreciation for Union Square

and Yerba Buena Gardens for being safe, clean, and pleasant. He anticipates utilizing the Transbay elevated park if the experience were the same. He suggested looking at the management and programming of Union Square and Yerba Buena Gardens to ensure a good experience at the Transbay Transit Center rooftop park.

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

#### SPECIAL CALENDAR

7. Presentation of Transbay Tower Design by Pelli Clarke Pelli Architects.

Fred Clarke, Pelli Clarke Pelli Architects, presented the item.

8. Approving an Amendment to Contract No. 08-04-CMGC-000, authorizing Webcor/Obayashi Joint Venture to award a Trade Work subcontract to Anvil Builders in an amount not to exceed \$9,250,000 over a term of four years for TG05.3: Personnel and Material Hoist Services, thereby increasing authorized Direct Costs by \$9,250,000 and increasing the authorized Construction Services Fixed Fee by \$758,500.

Brian Dykes, TJPA Principal Engineer, presented the item.

No public comment.

RESOLUTION 12-031

On motion to approve:

ADOPTED: AYES – Harper, Lloyd, Metcalf, and Kim

9. Authorizing the Executive Director to execute a Professional Services Agreement with AECOM Technical Services, Inc. to provide Supplemental Environmental Impact Statement/Environmental Impact Report Preparation Services for the Transbay Transit Center Program, for an amount of \$1,300,000 and a two-year term.

Brian Dykes, TJPA Principal Engineer, presented the item.

The Board requested a presentation on the status of the Caltrain Downtown Rail Extension at a future Board meeting.

Public Comment:

Adina Levin, Friends of Caltrain, stated their goal is to have stable funding and successful modernization of Caltrain. They were glad to see Caltrain modernization receive some funding via the High Speed Rail project and are eagerly waiting to see trains arrive into the Transbay Transit Center. She also stated they were happy to see the blended system move forward. She expressed some concerns in regards to the environmental work going forward stating that the old plan for Transbay and the actual capacity of the blended system appear to be mismatched. She further stated that there are some questions regarding alignment, cost-effectiveness, and station layouts.

RESOLUTION 12-032

On motion to approve:

ADOPTED: AYES – Harper, Lloyd, Metcalf, and Kim

10. Approving the revised Anticipated Disadvantaged Business Enterprise Participation Level of 8.3 percent for federal fiscal years 2010-11 through 2012-13.

Sara Gigliotti, TJPA Chief Financial Officer, presented the item.

No public comment.

RESOLUTION 12-033

On motion to approve:

ADOPTED: AYES – Harper, Lloyd, Metcalf, and Kim

11. Approving the Minutes of the October 11, 2012 meeting.

No public comment.

The minutes were approved.

On motion to approve:

ADOPTED: AYES – Lloyd, Metcalf, and Kim  
ABSTAIN – Harper

12. Annual review of Board Policy No. 009, Investment Policy, in conformance with California Government Code.

Sara Gigliotti, TJPA Chief Financial Officer, presented the item.

## RECESS SPECIAL MEETING AND CONVENE CLOSED SESSION

There was no member of the public who indicated that they would like to comment on the item scheduled for discussion in closed session.

### CLOSED SESSION

#### 1. Call to Order

Chair Kim called the closed session to order at 10:30 am.

#### 2. Roll Call

Present: Greg Harper  
Art Lloyd  
Gabriel Metcalf  
Ed Reiskin  
Bijan Sartipi  
Jane Kim

Absent: Elsa Ortiz

#### 3. CONFERENCE WITH REAL PROPERTY NEGOTIATORS (Gov. Code section 54956.8)

Property: Portion of Parcel T bounded by Fremont, Mission, and First Streets

TJPA Negotiators: Maria Ayerdi-Kaplan, Executive Director and Andrew W. Schwartz and Bill White, Shute, Mihaly & Weinberger, outside counsel

Negotiating parties: TJPA and Hines

Under negotiation: Terms of the Purchase and Sale Agreement and related Security Agreement between the TJPA and Hines

#### RESOLUTION 12-034

On motion to approve:

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

ADJOURN CLOSED SESSION AND RECONVENE SPECIAL MEETING – The Closed Session was adjourned at 10:45 am.

13. Announcement of Closed Session.

Andrew Schwartz, TJPA Counsel, reported that the TJPA Board of Directors approved by a vote of 5-0 a Purchase and Sale Agreement to sell 101 First Street to Hines Transbay Tower, LLC for \$188,607,289 plus escalation for all cash to close on or before April 1, 2013 and also approved a related agreement regarding the operations of the Transbay Tower project.

ADJOURN – Chair Kim adjourned the meeting at 10:50 am.

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

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).