



ADRIENNE J. TISSIER, CHAIR  
*Chair of MTC and BATA*

AMY REIN WORTH, VICE CHAIR  
*Vice Chair of MTC and BATA*

TOM BATES  
*Vice Chair,  
BATA Oversight Committee*

DAVE CORTESE  
*Chair,  
MTC Administration Committee*

BILL DODD  
*Chair,  
BATA Oversight Committee*

SCOTT WIENER  
*Vice Chair,  
MTC Administration Committee*

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STEVE HEMINGER  
*Executive Director*

ANN FLEMER  
*Deputy Executive Director, Policy*

ANDREW B. FREMIER  
*Deputy Executive Director, Operations*

## BAY AREA HEADQUARTERS AUTHORITY (BAHA)

October 12, 2011

### MINUTES

#### Attendance

Chair Adrienne Tissier convened the meeting at 10:28 a.m. In addition to Chair Tissier, the following Authority members were in attendance: Tom Bates, Dave Cortese, Bill Dodd, Scott Wiener and Vice Chair Amy Rein Worth.

Chair Tissier requested that Deputy Executive Director, Andrew Fremier speak on the formation of the Bay Area Headquarters Authority. Mr Fremier, staff liaison to BAHA, recommended that the Bay Area Headquarters Authority approve two resolutions. Resolution No. 1 confirms the Joint Power Agreement executed by MTC and BATA on September 28, 2011 that will govern BAHA's structure and operations including members of the governing board of BAHA and the officers of BAHA. Resolution No. 1 also establishes the future regular meeting dates for BAHA confirms the appointment of General Counsel, as well as the adoption of MTC's conflict of interest code and confirms that if any funds are held by BAHA that are determined to be an excess of their needs then the money reverts to BATA and may be used by BATA for any lawful purposes. Motions were taken individually.

#### Public comment on item # 2 – BAHA Resolution No. 1 – Establishment of Bay Area Headquarters Authority

Rebecca Kaplan gave public comment indicating there was a letter dated July 15, 2011 stating that if 390 Main Street was not purchased by July 27<sup>th</sup> it would be purchased by somebody else for 25% more or approximately \$130 million. The number the board announced today is \$37 million less. But more importantly Ms. Kaplan wanted to make clear the information that ABAG's stated concern that the building wasn't going to meet current seismic standards turned out to be correct. Ms. Kaplan noted that in July Oakland representatives commented that they did not think the \$130 million number was likely and that also turned out to be correct. Ms. Kaplan concluded that she will be happy to work with any and all of BAHA and she wanted to correct the record in terms of the accuracy of the statements that Oakland representatives have produced and made.

#### BAHA Resolution No. 1 – Establishment of Bay Area Headquarters Authority

There was a motion by Commissioner Bill Dodd and a Second by Vice Chair Amy Rein Worth to approve BAHA Resolution No. 1.

Tom Bates mentioned that he has not supported the move but is privileged to be on this board and as a member of the board intends to work positively towards making it a reality.

Chair Adrienne Tissier requested a roll call vote be taken on Item # 2 BAHA Resolution No. 1, Establishment of Bay Area Headquarters Authority.

Yes votes were cast by: Commissioners Bill Dodd, Tom Bates, Dave Cortese, Scott Wiener, Vice Chair Rein Worth and Chair Adrienne Tissier.

Motion passed unanimously.

BAHA Resolution No. 2 – Acquisition and Development of Office Building

Andrew Fremier, BATA Deputy Director, mentioned that Resolution No. 2 authorizes BAHA to accept the contribution of funds from BATA for the purchase and development of 390 Main Street, San Francisco, the BAHA facility.

Resolution No. 2 also authorizes the MTC/BATA Executive Director and Chief Financial Officer and each of them to negotiate, execute and deliver the Purchase Agreement in substantially the form on file with the Secretary of BAHA, with such revisions as either or both of them, with the advice of General Counsel to BAHA, may approve. In addition Resolution No. 2 authorizes the officers and agents of BAHA to take further actions, including but not limited to, accepting the assignment by BATA of the accepted bid for the purchase of the BAHA facility, consummating the substitution of BAHA for BATA in escrow and purchase arrangement for such property and taking title of such property. Staff recommends the Authority approve BAHA Resolution No. 2.

There was a motion by Vice Chair Amy Rein Worth and a second from Commissioner Bill Dodd to approve BAHA Resolution No. 2

Chair Adrienne Tissier requested a roll call vote be taken on Item #3 BAHA Resolution No. 2, Establishment of Bay Area Headquarters Authority.

Yes votes were cast by: Commissioners Bill Dodd, Tom Bates, Scott Wiener, Vice Chair Rein Worth and Chair Adrienne Tissier.

No vote cast by: Commissioner Dave Cortese.

Motion passed.

Public Comment/Other Business/Next Meeting/Adjournment

There being no further public comment or business, Chair Adrienne Tisser adjourned the meeting at 10:35 a.m. The next BAHA meeting is scheduled for October 2012 in Oakland, California or earlier if so called by the Chair or Vice Chair.