



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)

January 25, 2012

MINUTES

Attendance

Chair Adrienne Tissier convened the meeting at 12:03 p.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.

Additional MTC Commissioners in attendance: David Campos, Mark Green, Steve Kinsey, and Jake Mackenzie.

Chair Tissier requested the action items go before Item #3, Status Report.

Quorum was confirmed

Minutes of December 21, 2011 Meeting

Chair Tissier mentioned there was a public speaker card from Ms. Joyce Roy who objected to the minutes as written as her comments were not reflected correctly in the December 21, 2011 minutes. She handed a typed paragraph of exactly what she stated and wanted the minutes to be corrected. It stated, "It is fortunate that the agency has purchased such a desirable building in such a desirable location that there was such a long line of those desiring to purchase it. So, if the State determines that it is not legal to use the bridge toll funds entrusted to the agency for real estate speculation, perhaps, the agency can make a profit, if you are forced to flip it."

Chair Tissier asked staff to review the tape recording of the December 21, 2011 meeting, compare it to Ms. Roy's typed comments and bring back the December 21, 2011 minutes to the Authority at its February 22, 2012 meeting in a form consistent with the tape recording for the Authority's approval.

Chair Tissier announced that in order to ensure a quorum, the approval items would be discussed before information item #3 which would be placed at the end of the agenda

Contract Amendment – On-call Project Design Services, Project Management Assistance: URS Corporation Americas (\$250,000)

Mr. Wolf, BAHA staff presented the contract amendment, On-call Project Design Services, Project Management Assistance and requested that the Authority authorize the Executive Director or his designee to negotiate and enter into a contract amendment with URS Corporation Americas for project management assistance in an amount not to exceed \$250,000 from budgeted BAHA capital funds.

Commissioner Dodd asked to clarify the term Construction Manager at Risk (CMAR). Mr. Fremier, Deputy Executive, BAHA and Mr. Wolf explained how a CMAR contract is structured.

Commissioner Bates moved for approval of the contract amendment – On-call project design services, project management assistance with URS in an amount not to exceed \$250,000.

Commissioner Cortese seconded the motion. Motion unanimously passed.

BAHA Resolution No. 1, Revised – Amendment to the BAHA Establishing Resolution  
Adrienne Weil, BAHA General Counsel, said BAHA Resolution No. 1, Revised would allow BAHA to have regular meetings every month because there is the need to have more frequent meetings than what the original resolution indicated. Chair Tissier asked if the BAHA meeting would still be considered an Ad-Hoc meeting. Mr. Heminger replied that the BAHA is not a Committee but it is a Board. Mr. Fremier added that this item eliminates the need for “Special Meeting” notices.

Commissioner Rein Worth moved for approval of BAHA Resolution No. 1 Revised, and Commissioner Cortese seconded the motion. Motion passed unanimously.

BAHA Resolution No. 4, Project Labor Agreement

Ms. Teri Green, Director, BAHA requested the Board approve BAHA Resolution No. 4 which authorizes the Executive Director to negotiate and enter into a Project Labor Agreement (“PLA”). The objective of a PLA is to establish a uniform labor policy and work rules for all workers on the project, regardless of who they work for or union affiliation. The PLA would include a no work stoppage provision, arbitration and grievance procedures, and provisions for non-union labor/contractors. Upon BAHA approval, staff would commence negotiations with the SF Buildings Trades Council and affiliated unions. The Construction Manager at Risk and its subcontractors would also be bound by the PLA.

Commissioners discussed various PLA provisions including the Associated Building Contractors opposition of having non-union contractors pay into the union’s benefit programs and possibly making a double benefit payment, apprenticeship opportunities, participation by small businesses, payment of prevailing and living wages, cost/benefit analysis of using a PLA. Commissioner Rein Worth requested that the fourth paragraph of the Resolution be amended to add “and contractors”.

Commissioner Bates motioned for BAHA Resolution No. 4 to move forward with negotiations for the PLA and requested the recommended agreement be brought back before the Authority for approval. Vice Chair Rein Worth seconded the motion. Motion passed unanimously.

390 Main Status Report

Mr. Heminger wanted to highlight three items within the written status report. The 1<sup>st</sup> is that the architect is under contract. The 2<sup>nd</sup> was on item #5 of the BAHA 390 Main Status Report, Inter-Agency Coordination. The 3<sup>rd</sup> was that the Request for Qualifications (RFQ) for the CMAR had been advertised and he hopes to have a recommendation to the Authority by March 2012. This work is occurring on a tight timeline to account for the need to relocate the Bay Conservation and Development Commission (“BCDC”) in Spring 2013 and to relocate MTC and the Bay Area Air Quality Management District (“BAAQMD”) by Fall 2013.

Vice Chair Rein Worth asked about integrating the agencies, knows there has already been talk about the planning function and potentially co-locating planning staff from all three agencies. She asked Mr. Heminger as to how he envisioned the structure of the building. Mr. Heminger said all venues will be investigated. In order for the architects to do their job the agencies will need to provide a detailed program of the space and that includes who will be where. There are plenty of functions that the three agencies perform that do not overlap. Hopefully the proximity would be taken advantage of as much as possible. Vice Chair Rein Worth mentioned that she supported the integration of the agencies. Steve Heminger also mentioned that MTC/BATA, the BAAQMD, and the BCDC, met with the architects to discuss the vision behind co-locating at 390 Main Street.

Commissioner Bates mentioned that the BAAQMD has discussed the idea of adding a member of the BAAQMD to be a member of BAHA. Commissioner Bates knows he is a cross over as well, but thinks the idea is worth examining. Commissioner Bates said he mentioned to the BAAQMD that it is not an owner and that it is BAHA that actually owns the building and that the BAAQMD is a tenant. Mr. Heminger replied that currently the BAAQMD does have one representative in Commissioner Bates, but that the JPA is comprised of MTC and BATA. The BAAQMD would have representation in the condominium structure that they are going to be a part of and they will have a lot of rights and responsibilities. Commissioner Bates agreed but wanted to bring it up. As Mr. Heminger understood it having discussed with Jack Broadbent, Executive Officer, BAAQMD earlier in the week, the BAAQMD wants some input about what the building will look like but there are different ways to structure this besides changing the board of BAHA. Mr. Heminger said staff would explore the request and report back to BAHA at a future meeting.

#### Public Comment/Other Business/Next Meeting/Adjournment

There being no further public comment or business, Chair Tisser adjourned the meeting at 12:33 p.m. The next BAHA meeting is scheduled for February 22, 2012 in Oakland, California.