

Meeting Date:	June 2, 2023
To:	Public Works Commission
Through:	Carla Short, Interim Public Works Director
From:	Albert Ko, Public Works Deputy Director and City Engineer
Subject:	Presentation regarding Phase 2 of Transbay Joint Power Authority's (TJPA) Downtown Rail Extension (Transbay Program) Project and proposed resolution recommending that the Board of Supervisors approve an Interagency Cooperation Agreement between the City and County of San Francisco and TJPA authorizing Public Works Staff' to serve as Lead City Representative for Project implementation and perform Project work subject to TJPA's reimbursement of Department's Project costs

Director's Recommendation:

- 1. Receive report regarding the Phase 2 of the Transbay Program project ("Project").
- 2. Approve resolution recommending that the Board of Supervisors approve an Interagency Cooperation Agreement ("Agreement") between the City and County of San Francisco and Transbay Joint Powers Authority ("TJPA") in order to advance the Project.
- 3. Adopt findings, pursuant to the California Environmental Quality Act (CEQA), and Mitigation and Monitoring and Reporting Program (MMRP).

Executive Summary:

The Transbay Joint Powers Authority (TJPA) has requested cooperation and assistance from the City and County of San Francisco (City) to help deliver Phase 2 of the Transbay Program (the Project), which will connect Caltrain's regional rail system and the California High-Speed Rail Authority's statewide system to the Salesforce Transit Center. The TJPA is a joint exercise of powers authority created by the City, the Alameda-Contra Costa Transit District, the Peninsula Corridor Joint Powers Board, the California High Speed Rail Authority, and Caltrans. The TJPA is managed by TJPA staff and is overseen by an eight-member Board of Directors. The Department of Public Works (Department) is one of several City departments that have been asked to assist the TJPA in delivering the Project. The TJPA has requested that the Department serve as Lead Representative under the Project's Interagency Cooperation Agreement (ICA or Agreement). The ICA is a cooperation and reimbursement agreement between the participating City agencies, including the Department, and the TJPA. As outlined in the ICA, subsequent department actions and/or approvals will be required as the TJPA carries out the Project. For the Department, the anticipated future actions may involve consultation, review, permit issuance, and recommendation of the City's acceptance of Project improvements in the public right-ofway. Under the ICA, the Lead Representative would be responsible for consulting with staff from City agencies affected by the Project, act as the primary point of contact for seeking resolution and building consensus regarding issues or concerns under the ICA, manage ICA amendments that require approval of the Board of Supervisors, and monitor City agencies'

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performance against Project timelines. The ICA does not authorize the Department to direct or make decisions on behalf of other affected City agencies.

The general form of the consent to the ICA as well as the form of the Annual Scope and Budget are provided as exhibits to this report for reference. The proposed resolution attached implements the staff recommendation.

BACKGROUND

The TJPA is delivering the Transbay Program, a visionary transportation and housing project that has transformed downtown San Francisco and the San Francisco Bay Area's regional transportation system by creating a world class transportation hub in the heart of a new neighborhood. For Phase 1 of the Transbay Program, construction of the Salesforce Transit Center, the City, consulted and cooperated with TJPA in aspects of the planning, design, construction, and financing of Phase 1, including through many intergovernmental agreements and memoranda of understanding between various City agencies and TJPA.

For Phase 1 and preceding the execution of the ICA, TJPA and the City, acting through its Office of Economic and Workforce Development (**OEWD**), entered a Memorandum of Understanding regarding the Downtown Rail Extension Project (**OEWD MOU**) to provide a payment mechanism for TJPA to reimburse OEWD and other City agencies for staff time and materials expended on certain components of the Project before the ICA could be fully negotiated and presented to the appropriate bodies for their approval. Generally, the ICA is intended to replace the OEWD MOU and to serve as a longer term agreement for the Project.

TJPA is actively engaged in delivery of the Project, which will connect Caltrain's regional rail system and the California High-Speed Rail Authority's statewide system to the Salesforce Transit Center with a rail alignment that will be constructed principally below grade to provide a critical link for Peninsula commuters and travelers on the state's future high-speed rail system.

The Project will bring direct and indirect benefits to City residents by providing improved regional and statewide rail connections to downtown San Francisco. Easier and more efficient transit options for commuters, tourists, and business travelers will support downtown San Francisco businesses and contribute to the economic revitalization of San Francisco at large and the neighborhoods surrounding the Project in particular. Connecting San Francisco to high-speed rail, which is expected to reduce reliance on intrastate air travel, will contribute to the decarbonization of California's economy.

Under California Public Resources Code section 5027.1, TJPA has primary jurisdiction with respect to all matters concerning the financing, design, development, construction, and operation of the Transbay Program. Nonetheless, the design, construction, and operation of the Project will affect property, improvements, programs, and services of the City. As a result, TJPA requires certain permissions and approvals from the City as the entity that owns and/or has the right to control such items. Moreover, as in Phase 1, TJPA would benefit from the consultation, cooperation, expertise, and experience of the City in certain matters related to the planning, design, and construction of the Project.

The Project will be advanced over the course of several years, and TJPA and the City expect the scope of services and work provided pursuant to the ICA to change and adjust over time. TJPA and the City intend for the ICA to provide a flexible mechanism that will accommodate the

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evolving services and work that will be undertaken by the City for the Project as the Project advances.

DESCRIPTION OF AGREEMENT

The ICA provides for the City's consultation and cooperation with TJPA to facilitate the planning, design, and construction of the Project. Under the ICA, the City and the TJPA commit to act cooperatively and in good faith to fulfill their respective roles in the ICA, and to expeditiously advance and implement the Project. The ICA and various City agencies' Consents to the ICA are intended to memorialize agreement among all involved City agencies to cooperate with one another and the TJPA on Project matters. Instead of a series of individual agreements with each City agency for the Project, the ICA is intended to serve as a flexible mechanism that will accommodate the evolving tasks each City agency, including the Department, will undertake for the Project as the Project advances.

The ICA provides:

(1) a consistent set of general terms to govern the City Tasks, which terms are set forth in the body of the Agreement;

(2) a mechanism for annual budgeting and reaching agreement on the scope of the City Tasks undertaken by City Agencies each year;

(3) a mechanism for reimbursement of Eligible Costs in connection with The City Tasks; and

(4) clarity and flexibility regarding the approval process for ICA amendments and amendments to and/or replacements of the Annual Scopes and Budgets (discussed below).

Each fiscal year, each City agency will propose to the TJPA its own "Annual Scope and Budget, or ASB" (similar to a work order) that will be an appendix to the ICA and will detail:
(1) the anticipated scope of City Tasks the City agencies, including the Department, will undertake that fiscal year;

(2) a budget for those City Tasks; and

(3) any other terms that are unique to each City agency, the City Tasks to be undertaken, or that will supersede specific ICA terms.

Following approval of the ICA by the Board of Supervisors, as required under Charter Section 9.118, it is anticipated that the ICA will be executed by the Department and that numerous City Agencies, including the Planning Department, the Port of San Francisco, and the San Francisco Public Utilities Commission, and the San Francisco Municipal Transit Agency will execute Consents to the ICA.

The primary components of the Agreement are summarized as:

(1) <u>City Property and City Improvements</u>. Installation and construction of the Project improvements will require removal or relocation (temporarily or permanently), protection in place, or restoration of certain existing City-owned infrastructure in City right-of-way. The Agreement addresses the Project's anticipated temporary

occupancy of City right-of-way and City property depicted in Project map (Attachment 2 - Exhibit 1, attached to this staff report); the anticipated documentation and necessary actions and approvals for the City's anticipated street vacation and conveyance of subsurface easements to TJPA (Attachment 2 -Appendix A, attached to this staff report); the identification of existing Cityowned infrastructure that will be modified by the Project; and the planning, design, relocation and construction of such infrastructure improvements.

- (2) <u>City Consultation and Cooperation</u>. City tasks will include the City's consultation and cooperation as part of TJPA's Project planning, design, and construction, for the TJPA Improvements and the overall Project, as will be described in detail in the Annual Scopes and Budgets (Attachment 3 - Appendix B-9, attached to this staff report).
- (3) <u>Costs and Reimbursements</u>. TJPA will reimburse each City department's eligible costs as described in Section 8 of the Agreement. The Department's currently proposed scope of work and associated budget is enumerated in Appendix B-9 to the ICA. The Department will be reimbursed by the TJPA for its actual staff time and expenses related to its work on the Project. The general form of the Annual Scope and Budget are attached to this report for reference. With authority delegated by the Department's annual ASB will be replaced each fiscal year and will be approved by Director, or their designee, as needed.
- (4) The Department's Role as Lead City Representative. Under the ICA, the Department would serve as the Lead Representative for Project implementation. The Lead Representative would be responsible for consulting with staff from City agencies affected by the Project, act as the primary point of contact for seeking resolution and building consensus regarding issues or concerns under the ICA, manage ICA amendments that require approval of the Board of Supervisors, and monitor City agencies' performance against Project timelines. The ICA would not authorize the Department to direct or make decisions on behalf of other affected City agencies; therefore, the Department would not have control over other City agencies' Project delivery timelines.

The term of the Agreement will be ten years unless earlier terminated or the Parties agree to extend the term, subject to approval by the Board of Supervisors.

ENVIRONMENTAL REVIEW

Under the National Environmental Policy Act ("NEPA") and the California Environmental Quality Act ("CEQA"), a final Environmental Impact Statement/Environmental Impact Report for the Transbay Terminal/Caltrain Downtown Extension/Redevelopment Project ("EIS/EIR") was prepared and certified in 2004. The FTA issued a Record of Decision ("ROD") under NEPA for the Project in 2005. After the issuance of the 2005 ROD, TJPA identified modifications to the Transbay Program; from 2006 to 2011, TJPA prepared six addenda under CEQA. In 2010, the Federal Railroad Administration ("FRA") conducted an environmental reevaluation in accordance with NEPA to assess the train box design to accommodate potential high speed rail service. The reevaluation analyzed construction of the Transit Center train box as defined by the Transbay Program. The FRA issued a ROD in 2010. In 2018, FTA, in cooperation with FRA and TJPA, issued a final Supplemental EIS/EIR ("SEIS/EIR"), examining changes to Phase 2 of the

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Transbay Program. In 2019, FTA issued an amended ROD. In 2023, TJPA adopted an addendum to the SEIS/EIR.

City Tasks will include complying with components of the TJPA Mitigation Monitoring and Reporting Program (MMRP) (Attachment 2 - Appendix B-9, attached to this staff report) While the Mitigation Monitoring Program generally outlines the actions, responsibilities, and schedule for mitigation monitoring, it does not attempt to specify the detailed procedures to be used to verify implementation (e.g., interactions between the Project Sponsor – the Transbay Joint Powers Authority, the San Francisco Redevelopment Agency and City departments, use of private consultants, signed-off on plans, site inspections, etc.). Specific monitoring procedures are either contained in approval documents or will be developed at a later date, closer to the time the mitigation measures will actually be implemented.

The majority of the measures will be monitored primarily by the TJPA, in consultation with other City and non-City agencies, as part of the site permit, building permit processes or other report.

The CEQA documents, including the Final EIS/EIR (2004), Final Supplemental EIS/EIR (2018), the TJPA CEQA findings for the Final Supplemental EIS/EIR (2018), and the Addendum to the Final Supplemental EIS/EIR (2023) along with the associated Revised Mitigation Monitoring and Reporting Program and TJPA's Resolution can be found in Attachment 2, Appendix C.

NEXT STEPS

Department staff is recommending that the Commission approve a resolution recommending that the Board of Supervisors approve the ICA and authorize the Director to execute the final Agreement provided it is in substantially the same form as that which is approved by the Board of Supervisors, in order to advance the Project; and adopt findings, pursuant to the California Environmental Quality Act (CEQA), and a Mitigation and Monitoring and Reporting Program (MMRP).

Once approved by all the applicable Boards and Commissions at the various City departments involved in the Project, the ICA will be referred to the Board of Supervisors for approval via resolution, which is expected to occur in June 2023.

Attachments/Link to CEQA Documents:

- Attachment 1: Consent to Interagency Cooperation Agreement
- Attachment 2: Final draft of Interagency Agreement (ICA)
 - Appendix A Real Estate
 - Appendix C TJPA MMRP
 - Exhibit 1 Project Map
- Attachment 3: ICA Appendix B-9 Annual Scope & Budget (ABS)
- CEQA documents
 - Final EIS/EIR (2004)
 - Final Supplemental EIS/EIR (2018)
 - TJPA CEQA findings for the Final Supplemental EIS/EIR (2018)
 - Addendum to the Final Supplemental EIS/EIR (2023)



Attachment 1

See separate file: Attachment 1-ICA Form to Consent - TJPA-SFPW(4-18-23).docx



Attachment 2: Final draft of Interagency Agreement (ICA)

See separate file: Attachment 2-CITY-TJPA ICA (City 4-18-23).docx



Attachment 3: ICA Appendix B-9 – Annual Scope & Budget (ABS)

See separate file: Attachment 3-TJPA-SFPW ASB (4-18-23).docx

PUBLIC WORKS COMMISSION CITY AND COUNTY OF SAN FRANCISCO

RESOLUTION NO.

WHEREAS, The Transbay Joint Powers Authority ("TJPA") is delivering the Transbay Program, a visionary transportation and housing project that has transformed downtown San Francisco and the San Francisco Bay Area's regional transportation system by creating a world class transportation hub in the heart of a new neighborhood; and,

WHEREAS, TJPA has completed Phase 1 of the Transbay Program, construction of the Salesforce Transit Center, and the City consulted and cooperated with TJPA in aspects of the planning, design, construction, and financing of Phase 1, including through many intergovernmental agreements and memoranda of understanding between various City agencies and TJPA; and,

WHEREAS, TJPA is actively engaged in delivery of Phase 2 of the Transbay Program, the Downtown Rail Extension (the "Project"), which will connect Caltrain's regional rail system and the California High-Speed Rail Authority's statewide system to the Salesforce Transit Center in downtown San Francisco; and the rail alignment will be constructed principally below grade to provide a critical link for Peninsula commuters and travelers on the state's future high-speed rail system; and,

WHEREAS, Under California Public Resources Code section 5027.1, TJPA has primary jurisdiction with respect to all matters concerning the financing, design, development, construction, and operation of the Transbay Program; and

WHEREAS, As in Phase 1, TJPA would benefit from the consultation, cooperation, expertise, and experience of the San Francisco Public Works in certain matters related to the planning, design, and construction of the Project; and

WHEREAS, The Project will bring direct and indirect benefits to City residents and the Public Trust by providing improved regional and statewide rail connections to downtown San Francisco though easier and more efficient transit options for commuters, tourists, and business travelers will support downtown San Francisco businesses and contribute to the economic revitalization of San Francisco at large and the neighborhoods surrounding the Project in particular; and WHEREAS, The City and TJPA desire to memorialize the interagency cooperation between various City agencies, including the Department, and the TJPA in an Interagency Cooperation Agreement ("Agreement"), and the Agreement provides for City's consultation and cooperation with TJPA to facilitate the planning, design, and construction of the Project; and

WHEREAS, The Project will be advanced over the course of several years, and TJPA and the City expect the scope of services and work provided pursuant to the Agreement to change and adjust over time; and

WHEREAS, TJPA and the City intend for the ICA to provide a flexible mechanism that will accommodate the evolving services and work that will be undertaken by the City for the Project as the Project advances; and

WHEREAS, The Agreement provides that the City and the TJPA would commit to act cooperatively and in good faith to expeditiously advance and implement the Project and fulfill their respective Project roles according to the Agreement; and

WHEREAS, Under the Agreement, San Francisco Public Works would serve as the "Lead City Representative" for Project implementation and, as Lead Representative, the Department would be responsible for consulting with staff from City agencies affected by the Project, act as the primary point of contact for seeking resolution and building consensus regarding issues or concerns under the ICA, manage ICA amendments that require approval of the Board of Supervisors, and monitor City agencies' performance against Project timelines; and the Agreement would not authorize the Department to direct or make decisions on behalf of other affected City agencies; therefore, the Department would not have control over other City agencies' Project delivery timelines; and

WHEREAS, On April 22, 2004, by Motion No. 16773, the Planning Commission certified the final Environmental Impact Statement/Environmental Impact Report for the Transbay Program (2004 EIS/EIR) (Planning Department Case No. 2000.048E) in accordance with the California Environmental Quality Act (CEQA), the CEQA Guidelines (Cal. Code of Regulations Title 14, sections 15000 et seq.), and Chapter 31 of the San Francisco Administrative Code; and

WHEREAS, On June 15, 2004, by Motion No. 04-67, the Board of Supervisors affirmed the Planning Commission's certification of the 2004 EIS/EIR; and on September 28, 2004, by Resolution No. 612-04, adopted findings that various actions related to the Transbay Program

complied with CEQA; and in 2005 and 2006, by Ordinance Nos. 124-05 and 99-06, adopted additional CEQA findings related to the Transbay Program; and

WHEREAS, Subsequent to the adoption of the Final EIS/EIR, the San Francisco Redevelopment Agency, the Successor Agency to the San Francisco Redevelopment Agency, and the TJPA have approved ten addenda to the 2004 EIS/EIR, and made requisite findings under CEQA; and

WHEREAS, In 2018, the Federal Transit Administration and TJPA prepared a joint Supplemental EIS/EIR to evaluate certain proposed changes to the Transbay Program (2018 SEIS/EIR); and on December 13, 2018, the TJPA certified the 2018 SEIS/EIR, approved certain revisions to the Transbay Program, adopted the additional mitigation measures identified therein, and adopted CEQA findings (2018 Transbay Program CEQA findings); and

WHEREAS, On January 12, 2023, the TJPA approved certain revisions to the DTX component of the Transbay Program (DTX Revisions), adopted an Addendum to the 2018 SEIS/EIR, which contains an analysis of the environmental effects that may result from the DTX Revisions, adopted a Revised Mitigation Monitoring and Reporting Program, attached to the ICA as Attachment C, and determined that the DTX Revisions do not require major revisions to the 2018 SEIS/EIR due to new or substantially more severe environmental effects and do not require further environmental review; and

WHEREAS, The Agreement will require Board of Supervisors approval under Charter Section 9.118.; and

WHEREAS, The term of the Agreement will be ten years unless earlier terminated or the Parties agree to extend the term; extensions will be subject to approval by the Board of Supervisors; and

WHEREAS, On June 2, 2023, Department staff presented a report to the Public Works Commission, which discussed the proposed terms of the Agreement and recommended that the Commission approve this resolution recommending that the Board of Supervisors approve the Agreement; now, therefore, be it

RESOLVED, That the Commission has reviewed and considered the 2004 EIS/EIR and subsequent addenda, the 2018 SEIS/EIR, the Addendum to the SEIS/EIR, all associated CEQA findings, and the record as a whole, and finds that approval of the Agreement is within the scope

of the project evaluated in these environmental review documents, that these environmental review documents are adequate for its use in approving the Interagency Cooperation Agreement; adopts the 2018 Transbay Program CEQA findings, and finds that no further environmental review is required; and adopts the Revised Mitigation Monitoring and Reporting Program; and be it

FURTHER RESOLVED, That this Commission hereby recommends that the Board of Supervisors approve Agreement between the City and TJPA in substantially the same form on file with the Commission Secretary."

I hereby certify that the foregoing resolution was adopted by the Public Works Commission at its meeting of ______.

> Commission Affairs Manager Public Works Commission





June 2, 2023

Transbay Joint Powers Authority and City of San Francisco Interagency Cooperation Agreement – Downtown Rail Extension Phase 2

Edmund Lee Project Manager



TJPA Phase 2 – Downtown Rail Extension

Recommend Commission:

- Receive report regarding the Phase 2 of the Transbay Program project ("Project").
- Approve resolution recommending that the Board of Supervisors approve an Interagency Cooperation Agreement ("Agreement") between the City and County of San Francisco and Transbay Joint Powers Authority ("TJPA") in order to advance the Project.
- Adopt findings, pursuant to the California Environmental Quality Act (CEQA), and Mitigation and Monitoring and Reporting Program (MMRP).

Amount (FY 23-24): **\$150,000**

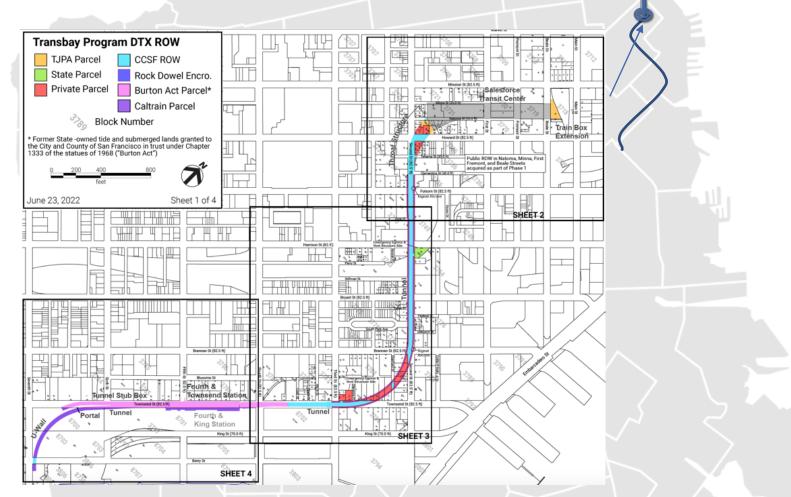
Amounts in Subsequent FYs: TBD



District 6

- west to Second Street

- west to Seventh Street
- end at Seventh/Berry Streets



Transbay Program -DTX/The Portal

May 2023





Transbay Joint Powers Authority

- In 1999, San Francisco voters approved a ballot measure to extend the northern terminus of Caltrain from south of downtown to a new transit station at the site of what was the existing Transbay Terminal
- TJPA was created under state law in April 2001
- The agency is charged with design, construction and operation of a new transit center and associated facilities; ultimately to deliver the Transbay Program
- Joint Powers Authority Member Agencies
 - City & County of San Francisco
 - Alameda-Contra Costa Transit District
 - California High Speed Rail Authority
 - Peninsula Corridor Joint Powers Board
 - City & County of San Francisco
 - San Mateo County Transit/Caltrain
 - Santa Clara Valley Transportation Authority









Transbay Program

- Replace former Transbay Terminal with a multimodal Transit Center
- Create a transit-oriented neighborhood featuring housing (35% affordable housing), open space, offices and shops
- Extend Caltrain and California High Speed Rail service into downtown San Francisco through the Downtown Rail Extension project, also known as The Portal



Phase 1 - \$2.25B Transit Center Complete



Multimodal, six-story facility in downtown San Francisco is operational and providing transit, retail and wellness services. Two-story train box already completed with \$400M in American Reinvestment & Recovery Act funding, found below grade, awaiting rail connections.



Regional Transportation Hub

The Salesforce Transit Center currently connects nine regional and local transit systems, providing job, housing and regional access from the East Bay to the Peninsula and South Bay

Phase 2 – The Portal – will connect Caltrain's 77-mile system to downtown San Francisco and the state's planned high-speed rail corridor





Phase 2: The Portal – Key Regional Connector



- Connects rail service to the Transbay district's 4,000 new housing units, 35% of them designated as affordable
- Creates an essential mega-region link between several federal investments (train box, Caltrain electrification, high speed rail), using universal track into downtown as envisioned under Link21
- Improves sustainability and environmental quality
- Using federal funds and grants. Major funding came from the Safe, Accountable, Flexible, Efficient Transportation Equity Act: A Legacy for Users (SAFETEA-LU) and the New Starts initiative

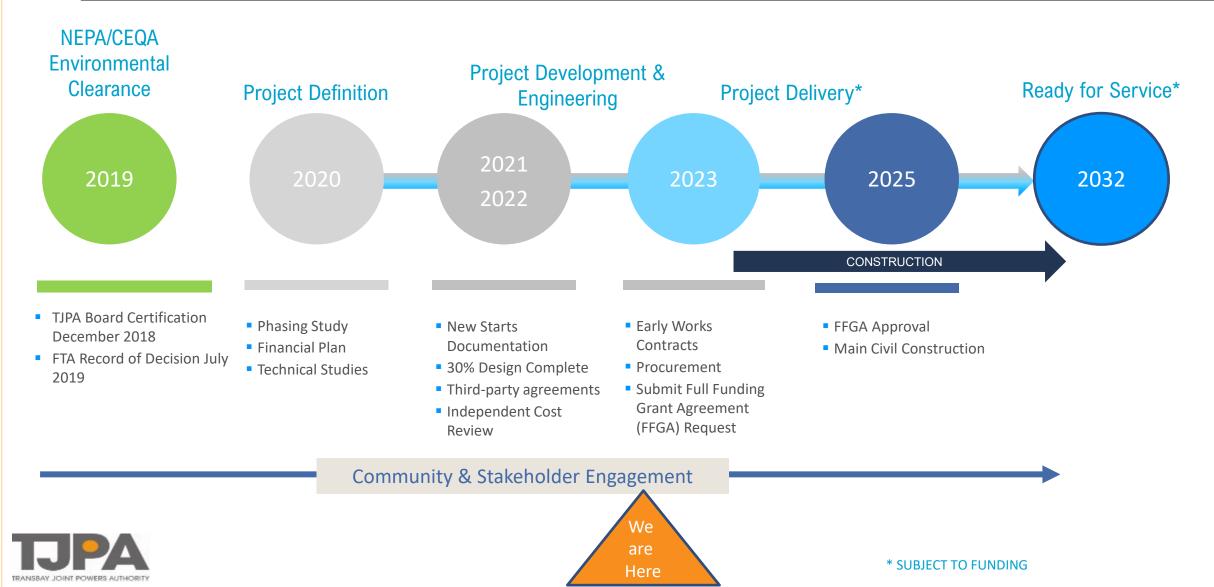


The Portal Benefits



- Enhanced access for 90,000 riders per day with oneseat ride between downtown San Francisco, San Jose and Los Angeles
 - In area of the City with highest expected population growth over the next 30 years and within ½ mile of 10 Historically Disadvantaged Communities and/or Areas of Persistent Poverty
- Promotes seamless transfers between 11 transit providers – BART, Muni and buses serving eight Bay Area counties – in the Transit Center
- Improves air quality and reduces the number of vehicle miles traveled on US 101 by 355 million per year
- Builds two new rail stations Salesforce Transit Center and 4th/Townsend Caltrain station – in areas targeted for investment, new affordable homes and job growth
- Creates an estimated 21,000 jobs regionally, 41,000 nationwide

Project Schedule



Video – Transbay Phase 2 - DTX





Transbay Phase 2 DTX « Transbay Program (tjpa.org)

Downtown Rail Extension Interagency Coordination Agreement



1. The agreement will outline TJPA-City cooperation and City services during Phase 2 of the DTX project. All affected City departments will sign on to the single agreement. Department scopes of work and budgets will be revisited and updated annually.

2. Structure:

- Main Body of Agreement process and coordination, performance measures, contract terms
- 2. Appendix A City right-of-way street coordination
- 3. Appendix B-9 Public Works technical scopes of work and budget guidelines

TJPA Phase 2 – Downtown Rail Extension – Appendix B-9

Public Works Annual Scope & Budget (ABS) highlights for FY23-24

Scope

- Implementation of the ICA (including serving as the liaison for distributing design & improvement plans, coordinating the City's responses and assisting departments and TJPA with dispute resolution & schedule adherence).
- Attend monthly Technical Advisory Committee meetings convened by the TJPA Downtown Rail Extension (DTX) team.
- Support utility design team in the study, design analysis and review:
 - Auxiliary Water Supply System relocation
 - Sixth Street sewer relocation.

Budget

- Expenses to be reimbursed quarterly.
- Agreement amount not to exceed \$150,000 for FY23-24.

TJPA Phase 2 – Downtown Rail Extension

Recommend Commission:

- Receive report regarding the Phase 2 of the Transbay Program project ("Project").
- Approve resolution recommending that the Board of Supervisors approve an Interagency Cooperation Agreement ("Agreement") between the City and County of San Francisco and Transbay Joint Powers Authority ("TJPA") in order to advance the Project.
- Adopt findings, pursuant to the California Environmental Quality Act (CEQA), and Mitigation and Monitoring and Reporting Program (MMRP).

Amount (FY 23-24): **\$150,000**

Amounts in Subsequent FYs: **TBD**



QUESTIONS