



Bay Area Metro Center
375 Beale Street
San Francisco, CA 94105

Meeting Minutes

Metropolitan Transportation Commission

Alfredo Pedroza, Chair Nick Josefowitz, Vice Chair

Wednesday, December 21, 2022

9:35 AM

HYBRID (In-Person Option Available)

Chair Pedroza called the meeting to order at 9:37 a.m.

1. Roll Call / Confirm Quorum

- Present:** 11 - Chair Pedroza, Commissioner Abe-Koga, Commissioner Ahn, Commissioner Canepa, Commissioner Chavez, Commissioner Dutra-Vernaci, Commissioner Glover, Commissioner Liccardo, Commissioner Rabbitt, Commissioner Schaaf, and Commissioner Spering
- Absent:** 5 - Vice Chair Josefowitz, Commissioner Fleming, Commissioner Miley, Commissioner Papan, and Commissioner Ronen

Due to her decision to retire from elected office, Amy Worth is no longer on the Authority effective December 19, 2022.

Commissioner Liccardo arrived during agenda item 7.

Non-Voting Commissioner Present: Commissioner Giacomini
Non-Voting Commissioner Absent: Commissioner El-Tawansy

2. Pledge of Allegiance/ Acknowledgement of the Flag

3. Compensation Announcement

4. Joint MTC and BAHFA Consent Calendar

Upon the motion by Commissioner Rabbitt and seconded by Commissioner Glover, this was approved the Consent Agenda. The motion carried by the following vote:

- Aye:** 10 - Chair Pedroza, Commissioner Abe-Koga, Commissioner Ahn, Commissioner Canepa, Commissioner Chavez, Commissioner Dutra-Vernaci, Commissioner Glover, Commissioner Rabbitt, Commissioner Schaaf and Commissioner Spering

- Absent:** 6 - Vice Chair Josefowitz, Commissioner Fleming, Commissioner Liccardo, Commissioner Miley, Commissioner Papan and Commissioner Ronen

- 4a. [22-1791](#) Minutes of the November 16, 2022 Joint MTC w/ BAHFA meeting and December 14, 2022 Joint Commission with BAHFA, BATA, and BAIFA

Action: Commission / Authority Approval

4b. [23-0098](#) MTC Resolution No. 4551, and BAHFA Resolution No. 25 - Providing for Remote Meetings Pursuant to Assembly Bill 361

Action: Commission Approval; and Authority Approval

4c. [22-1793](#) BAHFA Resolution No. 23. Rejection, Allowance, Compromise or Settlement of Claims and Actions and Delegated Authority for Contracting for Legal Services to General Counsel

Action: Authority Approval

Presenter: Andrea Visveshwara

5. Public Comment / Other Business

6. Adjourn Bay Area Housing Finance Authority and Continue with MTC Agenda

7. Chair's Report (Pedroza)

Agenda items 7a, 7b, and 7c were adopted in a single motion and vote.

Upon the motion by Commissioner Glover and seconded by Commissioner Schaaf, the Commission unanimously adopted MTC Resolution Nos. 4552, 4553, and 4554. The motion carried by the following vote:

Aye: 11 - Chair Pedroza, Commissioner Abe-Koga, Commissioner Ahn, Commissioner Canepa, Commissioner Chavez, Commissioner Dutra-Vernaci, Commissioner Glover, Commissioner Liccardo, Commissioner Rabbitt, Commissioner Schaaf and Commissioner Spering

Absent: 5 - Vice Chair Josefowitz, Commissioner Fleming, Commissioner Miley, Commissioner Papan and Commissioner Ronen

7a. [22-1841](#) MTC Resolution No. 4552 - Resolution of Appreciation for Commissioner Damon Connolly on the occasion of his departure from MTC.

Action: Commission Approval

7b. [22-1842](#) MTC Resolution No. 4553 - Resolution of Appreciation for Commissioner Sam Liccardo on the occasion of his departure from MTC.

Action: Commission Approval

7c. [22-1843](#) MTC Resolution No. 4554 - Resolution of Appreciation for Commissioner Libby Schaaf on the occasion of her departure from MTC.

Action: Commission Approval

- 7d. [23-0001](#) Executive Director and General Counsel Performance Evaluations and Contract Approvals
1. Approval of employment contract amendment with Executive Director Therese McMillan through February 1, 2023 (\$428,604.80 annual salary);
 2. Approval of employment contract with General Counsel Kathleen Kane through December 31, 2026 (\$348,132.20 annual salary); and
 3. Approval of changes to salary schedule to reflect increases to Executive Director and General Counsel salaries (MTC Resolution No. 4369 and MTC Resolution No. 4369: Attachment A).

Action: Commission Approval

Upon the motion by Commissioner Liccardo and seconded by Commissioner Abe-Koga, the Commission unanimously approved the employment agreement amendment with Executive Director Therese McMillan through February 1, 2023; the employment agreement with General Counsel Kathleen Kane through December 31, 2026; and the changes to salary schedule to reflect increases to their salaries (MTC Resolution No. 4369, Attachment A) which will be an annualized salary of \$428,604.80 for the Executive Director and \$348,122.20 for the General Counsel. The motion carried by the following vote:

- Aye:** 11 - Chair Pedroza, Commissioner Abe-Koga, Commissioner Ahn, Commissioner Canepa, Commissioner Chavez, Commissioner Dutra-Vernaci, Commissioner Glover, Commissioner Liccardo, Commissioner Rabbitt, Commissioner Schaaf and Commissioner Spering
- Absent:** 5 - Vice Chair Josefowitz, Commissioner Fleming, Commissioner Miley, Commissioner Papan and Commissioner Ronen

Chair's Report (Pedroza)

Upon the motion by Commissioner Rabbitt and seconded by Commissioner Ahn, the Commission unanimously approved the appointment of an Ad Hoc nominating committee appointing Commissioners Dutra-Vernaci, Glover, and Spering (Chair). The motion carried by the following vote:

- Aye:** 11 - Chair Pedroza, Commissioner Abe-Koga, Commissioner Ahn, Commissioner Canepa, Commissioner Chavez, Commissioner Dutra-Vernaci, Commissioner Glover, Commissioner Liccardo, Commissioner Rabbitt, Commissioner Schaaf and Commissioner Spering
- Absent:** 5 - Vice Chair Josefowitz, Commissioner Fleming, Commissioner Miley, Commissioner Papan and Commissioner Ronen

8. Policy Advisory Council Report (Randi Kinman)

No report was given.

9. Executive Director's Report (McMillan)

- [23-0127](#) Executive Director's Report

10. Commissioner Comments

11. Consent Calendar:

Commissioner Schaaf left before agenda item 11.

Upon the motion by Commissioner Dutra-Vernaci and seconded by Commissioner Rabbitt, the Commission unanimously approved the Consent Calendar by the following vote:

Aye: 10 - Chair Pedroza, Commissioner Abe-Koga, Commissioner Ahn, Commissioner Canepa, Commissioner Chavez, Commissioner Dutra-Vernaci, Commissioner Glover, Commissioner Liccardo, Commissioner Rabbitt and Commissioner Spering

Absent: 6 - Vice Chair Josefowitz, Commissioner Fleming, Commissioner Miley, Commissioner Papan, Commissioner Ronen and Commissioner Schaaf

Operations Committee

11a. [22-1801](#) Resilient State Route 37 Memorandum of Understanding Amendment

Resilient State Route 37 Memorandum of Understanding (MOU) Amendment to integrate Sonoma-Marín Area Rail Transit District (SMART) and update the organizational structure for delivery from Bay Area Toll Authority (BATA) to Metropolitan Transportation Commission (MTC)/ Bay Area Infrastructure Financing Authority (BAIFA).

Action: Commission Approval

Presenter: Jeanette Weisman

Programming and Allocations Committee

11b. [22-1609](#) MTC Resolution Nos. 4523, Revised and 4524, Revised. Allocation of \$19 million in FY 2022-23 Transportation Development Act (TDA) and State Transit Assistance (STA) funds to Santa Clara Valley Transportation Authority (VTA) and Solano Transportation Authority (Solano TA) to support transit operations and planning in the region.

Action: Commission Approval

Presenter: Cheryl Chi

11c. [22-1750](#) MTC Resolution No. 4545, Revised. 2023 Transportation Improvement Program (TIP) Amendment 2023-02

Action: Commission Approval

Presenter: Adam Crenshaw

Committee Reports

12. Legislation Committee (Vice Chair Liccardo)

12a. [22-1610](#) Proposed Final 2023 Joint Advocacy Program

Final 2023 Joint Advocacy Program for MTC and ABAG outlining the agencies' state and federal legislative priorities.

Action: ABAG Executive Board Approval
MTC Commission Approval

Presenter: Georgia Gann Dohrmann

Upon the motion by Commissioner Liccardo and seconded by Commissioner Rabbitt, the Commission unanimously approved the adoption of the 2023 Joint Advocacy Program. The motion carried by the following vote:

Aye: 10 - Chair Pedroza, Commissioner Abe-Koga, Commissioner Ahn, Commissioner Canepa, Commissioner Chavez, Commissioner Dutra-Vernaci, Commissioner Glover, Commissioner Liccardo, Commissioner Rabbitt and Commissioner Spering

Absent: 6 - Vice Chair Josefowitz, Commissioner Fleming, Commissioner Miley, Commissioner Papan, Commissioner Ronen and Commissioner Schaaf

13. Public Comment / Other Business

Written correspondence was received from: Ernie Sexton, Ana Menendez, Ann Joyce, and Anonymous.

[23-0128](#) Public Comment

14. Adjournment / Next Meetings:

The next meeting of the Metropolitan Transportation Commission is scheduled to be held at 9:35 a.m. on Wednesday, January 25, 2023. Any changes to the schedule will be duly noticed to the public.