



101 Eighth Street,
Joseph P. Bort
MetroCenter
Oakland, CA

Meeting Agenda

Bay Area Headquarters Authority

Authority Members:

Dave Cortese, Chair Jake Mackenzie, Vice Chair

*Tom Bates, David Campos, Adrienne J. Tissier, Amy Rein
Worth*

Wednesday, February 24, 2016

9:40 AM

Lawrence D. Dahms Auditorium

This meeting is scheduled to be audiocast live on the Metropolitan Transportation Commission's Web site: <http://mtc.ca.gov/whats-happening/meetings> and will take place at 9:40 a.m. or immediately following the 9:35 a.m. Bay Area Infrastructure Financing Authority meeting.

1. Roll Call/Confirm Quorum

Quorum: A quorum of this Authority shall be a majority of its regular voting members (4).

2. Consent Calendar

- 2a. [15-1290](#) Minutes of the January 27, 2016 meeting
Action: Authority Approval
Attachments: [2a_01-27-2016_BAHA_Minutes.pdf](#)
- 2b. [15-1292](#) Lease Amendment: Rutherford + Chekene - Suite 310
Action: Authority Approval
Presenter: Teri Green
Attachments: [2b Lease Amendment - Rutherford + Chekene.pdf](#)

3. Information

- 3a. [15-1291](#) 375 Beale Street Status Report - February 2016
Action: Information
Presenter: Andrew Fremier
Attachments: [3a_February 2016 Status Report.pdf](#)

4. Public Comment / Other Business

5. Adjournment / Next Meeting

The next meeting of the Bay Area Headquarters Authority, will be held at a date, time, and location to be duly noticed.

Public Comment: The public is encouraged to comment on agenda items at Authority meetings by completing a request-to-speak card (available from staff) and passing it to the Authority secretary. Public comment may be limited by any of the procedures set forth in Section 3.09 of MTC's Procedures Manual (Resolution No. 1058, Revised) if, in the chair's judgment, it is necessary to maintain the orderly flow of business.

Meeting Conduct: If this meeting is willfully interrupted or disrupted by one or more persons rendering orderly conduct of the meeting unfeasible, the Chair may order the removal of individuals who are willfully disrupting the meeting. Such individuals may be arrested. If order cannot be restored by such removal, the members of the Authority may direct that the meeting room be cleared (except for representatives of the press or other news media not participating in the disturbance), and the session may continue.

Record of Meeting: Authority meetings are recorded. Copies of recordings are available at a nominal charge, or recordings may be listened to at MTC offices by appointment. Audiocasts are maintained on MTC's Web site (mtc.ca.gov) for public review for at least one year.

Accessibility and Title VI: MTC provides services/accommodations upon request to persons with disabilities and individuals who are limited-English proficient who wish to address Commission matters. For accommodations or translations assistance, please call 510.817.5757 or 510.810.5769 for TDD/TTY. We require three working days' notice to accommodate your request.

可及性和法令第六章：MTC 根據要求向希望來委員會討論有關事宜的殘疾人士及英語有限者提供服務/方便。需要便利設施或翻譯協助者，請致電 510.817.5757 或 510.817.5769 TDD / TTY。我們要求您在三個工作日前告知，以滿足您的要求。

Acceso y el Titulo VI: La MTC puede proveer asistencia/facilitar la comunicación a las personas discapacitadas y los individuos con conocimiento limitado del inglés quienes quieran dirigirse a la Comisión. Para solicitar asistencia, por favor llame al número 510.817.5757 o al 510.817.5769 para TDD/TTY. Requerimos que solicite asistencia con tres días hábiles de anticipación para poderle proveer asistencia.

Attachments are sent to Authority members, key staff and others as appropriate. Copies will be available at the meeting.

All items on the agenda are subject to action and/or change by the Authority. Actions recommended by staff are subject to change by the Authority.



Metropolitan Transportation Commission

101 Eighth Street,
Joseph P. Bort MetroCenter
Oakland, CA

Legislation Details (With Text)

File #: 15-1290 **Version:** 1 **Name:**

Type: Minutes **Status:** Authority Approval

File created: 1/29/2016 **In control:** Bay Area Headquarters Authority

On agenda: 2/24/2016 **Final action:**

Title: Minutes of the January 27, 2016 meeting

Sponsors:

Indexes:

Code sections:

Attachments: [2a_01-27-2016_BAHA_Minutes.pdf](#)

| Date | Ver. | Action By | Action | Result |
|------|------|-----------|--------|--------|
|------|------|-----------|--------|--------|

Subject:
Minutes of the January 27, 2016 meeting

Recommended Action:
Authority Approval



101 Eighth Street,
Joseph P. Bort
MetroCenter
Oakland, CA

Meeting Minutes

Bay Area Headquarters Authority

Authority Members:

Dave Cortese, Chair Jake Mackenzie, Vice Chair

*Tom Bates, David Campos, Adrienne J. Tissier, Amy Rein
Worth*

Wednesday, January 27, 2016

9:45 AM

Lawrence D. Dahms Auditorium

Call Meeting to Order

1. Roll Call/Confirm Quorum

Present: 6 - Commissioner Rein Worth, Chairperson Cortese, Commissioner Bates,
Commissioner Tissier, Commissioner Campos and Vice Chair Mackenzie

2. Consent Calendar

Approval of the Consent Calendar

Upon the motion by Vice Chair Mackenzie and the second by Commissioner Rein Worth, the Consent Calendar was unanimously approved by the following vote:

Aye: 6 - Commissioner Rein Worth, Chairperson Cortese, Commissioner Bates,
Commissioner Tissier, Commissioner Campos and Vice Chair Mackenzie

2a. [15-1252](#) Minutes of the January 8, 2016 meeting.

Action: Authority Approval

3. Authority Approval

3a. [15-1253](#) BAHA Resolution No. 15 - Interagency Agreement with the Metropolitan Transportation Commission

Action: Authority Approval

Presenter: Teri Green

Upon the motion by Vice Chair Mackenzie and the second by Commissioner Campos, BAHA Resolution No. 15, Interagency Agreement with the Metropolitan Transportation Commission, was unanimously approved. The motion carried the following vote:

Aye: 6 - Commissioner Rein Worth, Chairperson Cortese, Commissioner Bates,
Commissioner Tissier, Commissioner Campos and Vice Chair Mackenzie

4. Information

4a. [15-1254](#) 375 Beale Street Status Report - January 2016

Action: Information

Presenter: Stephen Wolf and Teri Green

5. Public Comment / Other Business

6. Adjournment / Next Meeting

The next meeting of the Bay Area Headquarters Authority will be held at a date and time to be duly noticed in the Lawrence D. Dahms Auditorium, First Floor, 101 Eighth Street, Oakland, CA.



Metropolitan Transportation Commission

101 Eighth Street,
Joseph P. Bort MetroCenter
Oakland, CA

Legislation Details (With Text)

File #: 15-1292 **Version:** 1 **Name:**

Type: Contract **Status:** Authority Approval

File created: 2/2/2016 **In control:** Bay Area Headquarters Authority

On agenda: 2/24/2016 **Final action:**

Title: Lease Amendment: Rutherford + Chekene - Suite 310

Sponsors:

Indexes:

Code sections:

Attachments: [2b Lease Amendment - Rutherford + Chekene.pdf](#)

| Date | Ver. | Action By | Action | Result |
|------|------|-----------|--------|--------|
|------|------|-----------|--------|--------|

Subject:
Lease Amendment: Rutherford + Chekene - Suite 310

Presenter:
Teri Green

Recommended Action:
Authority Approval



BAY AREA HEADQUARTERS AUTHORITY

Regional Agency Headquarters
375 Beale Street, San Francisco, CA 94105

TEL 415.543.BAHA (2242)

EMAIL info@mtc.ca.gov

WEB www.mtc.ca.gov

Memorandum

Agenda Item 2b

TO: Bay Area Headquarters Authority

DATE: February 17, 2016

FR: Executive Director

W. I. 9130

RE: Lease Amendment: Rutherford + Chekene – Suite 310

On March 27, 2015 BAHA executed its first commercial lease with Rutherford + Chekene for Suite 310 at 375 Beale Street. Since then, the building was re-measured according to the applicable Building Owners and Managers Association (BOMA) standards to confirm the rentable square feet (rsf) for the entire building. This resulted in changes in the rentable square feet Suite 310. No other leased suites were affected.

Staff requests authorization to amend the lease to account for this change as shown below:

| Item | Original | Revised | Difference |
|-------------------------|-------------|-------------|-------------|
| Rentable SF | 14,986 | 13,892 | (1,094) |
| TI Allowance @ \$80/rsf | \$1,198,880 | \$1,111,360 | (\$87,520) |
| Commissions | \$288,481 | \$267,421 | (\$21,060) |
| Abated Rent @ 3 months | \$159,226 | \$147,603 | (\$11,623) |
| Net Effective Rent | \$789,012 | \$630,696 | (\$158,316) |

The agreement will be updated to reflect these changes as well as adjustments corresponding to the lease payments which are scheduled to commence June 1, 2016.

Recommendation

Staff recommends that the Authority authorize the Executive Director, or his designee, to negotiate and enter into an amendment to the lease agreement with Rutherford + Chekene under terms and conditions consistent with this memorandum.

Andrew B. Fremier

SH:sw

Attachment

J:\COMMITTEE\BAHA\2016\02-Feb-2016_BAHA\2b_Lease Amendment - Rutherford + Chekene.doc

REQUEST FOR AUTHORITY APPROVAL

Summary of Amendment to Lease Agreement

Tenant: Rutherford + Chekene
Geotechnical and Structural engineers founded in 1960

Space: **13,892** ~~14,986~~ Rentable Square Feet (RSF), 3rd floor Suite 310

Rent: Base: \$42.50/rsf (net of electric or \$45.64 Full Service equivalent)
Increase: \$1.00 at anniversary
Cap: \$49.50/rsf

Possessory Tax: Tenant to pay any Possessory Tax due and BAHA to reimburse in form of a rent credit

Term: 7.25 years

Delivery: 12/1/2015 – available for tenant improvements

Occupancy: 6/1/2016

Free Rent: 3 months or **\$147,603** (~~\$159,226~~)

Tis: \$80/rsf or **\$1,111,360** (~~\$1,198,880~~)

Commissions: **\$267,421** ~~\$288,481~~

Effective Net Rent: **\$630,696** ~~\$789,012~~ (over 7.25 Year Term)

Security Deposit: 6 months deposit; declining one month for every year tenant shows a profit; with a minimum of 3 months retained

BAHA Chair:

Dave Cortese

Approved:

Date: February 24, 2016



Metropolitan Transportation Commission

101 Eighth Street,
Joseph P. Bort MetroCenter
Oakland, CA

Legislation Details (With Text)

File #: 15-1291 **Version:** 1 **Name:**
Type: Report **Status:** Informational
File created: 1/29/2016 **In control:** Bay Area Headquarters Authority
On agenda: 2/24/2016 **Final action:**
Title: 375 Beale Street Status Report - February 2016
Sponsors:
Indexes:
Code sections:
Attachments: [3a February 2016 Status Report.pdf](#)

| Date | Ver. | Action By | Action | Result |
|------|------|-----------|--------|--------|
|------|------|-----------|--------|--------|

Subject:
375 Beale Street Status Report - February 2016

Presenter:
Andrew Fremier

Recommended Action:
Information



BAY AREA HEADQUARTERS AUTHORITY

Regional Agency Headquarters
375 Beale Street, San Francisco, CA 94105

TEL 415.543.BAHA (2242)

EMAIL info@mtc.ca.gov

WEB www.mtc.ca.gov

Memorandum

Agenda Item 3a

TO: Bay Area Headquarters Authority

DATE: February 17, 2016

FR: Executive Director

W. I. 9130

RE: 375 Beale Street Status Report – February 2016

1. Construction Update

On Sunday, January 17, main power went out in the building due to damage at the bus duct feeding from the existing General Electric (GE) transformers to the switchgear. GE performed visual inspections on January 18 and began dismantling the bus duct on January 21. When the incident occurred, the emergency generator activated and provided power to equipment tied into it, including emergency lighting and fire/life safety devices. Temporary power has been restored to the building to allow for continued construction activities and inspections.

The damaged section of bus duct was sent to GE's facility in Concord, California, for testing and a forensic analysis. The inspection uncovered additional equipment that was damaged. Since then, BAHA has contracted with Tryco, a high voltage contractor, to replace the damaged high voltage cables. GE has also fabricated a new section of bus duct that arrived on February 15 and will be installed by February 20. In coordination with other planned outages that are a result of commissioning work, we expect to restore permanent power to the building by February 25. Attachment A includes an illustration of the building's power equipment. Attachment B includes updated construction photos.

2. Technology

BAHA's technology vendor, NexusIS, is entering its final phases of work, installing the network hardware and software for the Regional Headquarters Data Center. A vast majority of the network connections are completed and WiFi is in testing. The board room technology is installed. The shared agency multi-function printing devices have arrived and are onsite. Basic telephone service is scheduled for completion in late February.

3. Furniture Procurement

Installation of the private offices and workstations and conference room tables on Levels 6, 7, and 8 is complete. Installation of the executive offices on Level 8 is underway, along with other ancillary furniture for the specialty spaces (i.e. Graphics, GIS map room and libraries). Installation is pending for additional items including public areas and atriums, tables for the public meeting rooms and chairs throughout the building.

4. Leasing Update

The concession agreement with Ada's Café was executed as of February 9. All of the commercial spaces, except the space reserved for the San Francisco Bay Conservation and Development Commission (BCDC), have been leased. An initial meeting with Rutherford + Chekene in preparation for turning their suite over for tenant improvements occurred. BAHA and Cushman Wakefield team will meet with Twilio Inc. in preparation for turning its space over by March 1. Cushman & Wakefield continues to market the larger retail space. Attachment C is a stacking plan that summarizes the planned occupancy of the building including Agency, commercial office, and retail spaces.

5. FasTrak® Customer Service Center (CSC)

Construction of the FasTrak® Customer Service Center (CSC) tenant improvements on Levels 2 and 3 is scheduled to be completed for its relocation to the building estimated in April 2016. The CSC consists of workstations and backend account management and mail processing systems which are currently housed at 62 First St. The move is contingent on receipt of the temporary certificate of occupancy (TCO) for the building, and on completion of BCCI's required work after TCO. We are generating back-up plan alternatives, in the event that Xerox cannot move by the end of April, when they will have to vacate their current space. Options include splitting up the operation and temporarily locating parts of the service in available unused space and/or relying on an overflow call center in Houston and back-end system hosting in Tarrytown, NY. Our goal is to keep all functions fully operational.

6. Rincon Place

An agreement was executed with 201 Folsom Acquisition Partners, LP ("201 Folsom") prescribing the development and use of Rincon Place. An amendment to the grant easement was executed, providing for 201 Folsom to build out Rincon Place, which includes property owned by BAHA and property owned by 201 Folsom, and complete streetscape improvements to BAHA's property. BAHA will contribute \$900,000 towards the total cost, with the balance being paid by 201 Folsom. Rincon improvements were scheduled to commence late February, but did not commence as scheduled pending removal of the temporary generators that are providing power to the building. Sidewalk improvements have commenced on the Beale Street and will continue to Main, Harrison and then Rincon Place.

7. BCDC Update

There is no further news to report on the outcome of BCDC's report to the Senate Committee on Budget and Fiscal Review. In the interim, a Level 5 design was developed for the BCDC and MTC spaces similar to the other agency floors and has been submitted to the State Architect for approval. Staff expects to submit a request to approve funding to build out the Agency's 5th floor improvements concurrent with the improvements to the BCDC space. If BCDC is not allowed to move-in, the space will be ready for another tenant.

8. Regional Resource Center (RRC)

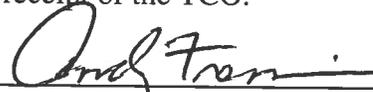
On February 10, the MTC Administration Committee approved entering into a contract with Faneuil, Inc. through June 30, 2018, in an amount not to exceed \$632,984, to operate the RRC.

For Fiscal Year 2015-16, \$125,000 is available for this purpose. Funding for future Fiscal Years is subject to approval of future MTC and participating agency budgets.

The RRC operator will provide visitors with information and products related to the three regional agencies, specifically public transportation services, assistance with and purchase of items related to agency-managed projects, and information on transportation alternatives and transit connections.

9. Move Management

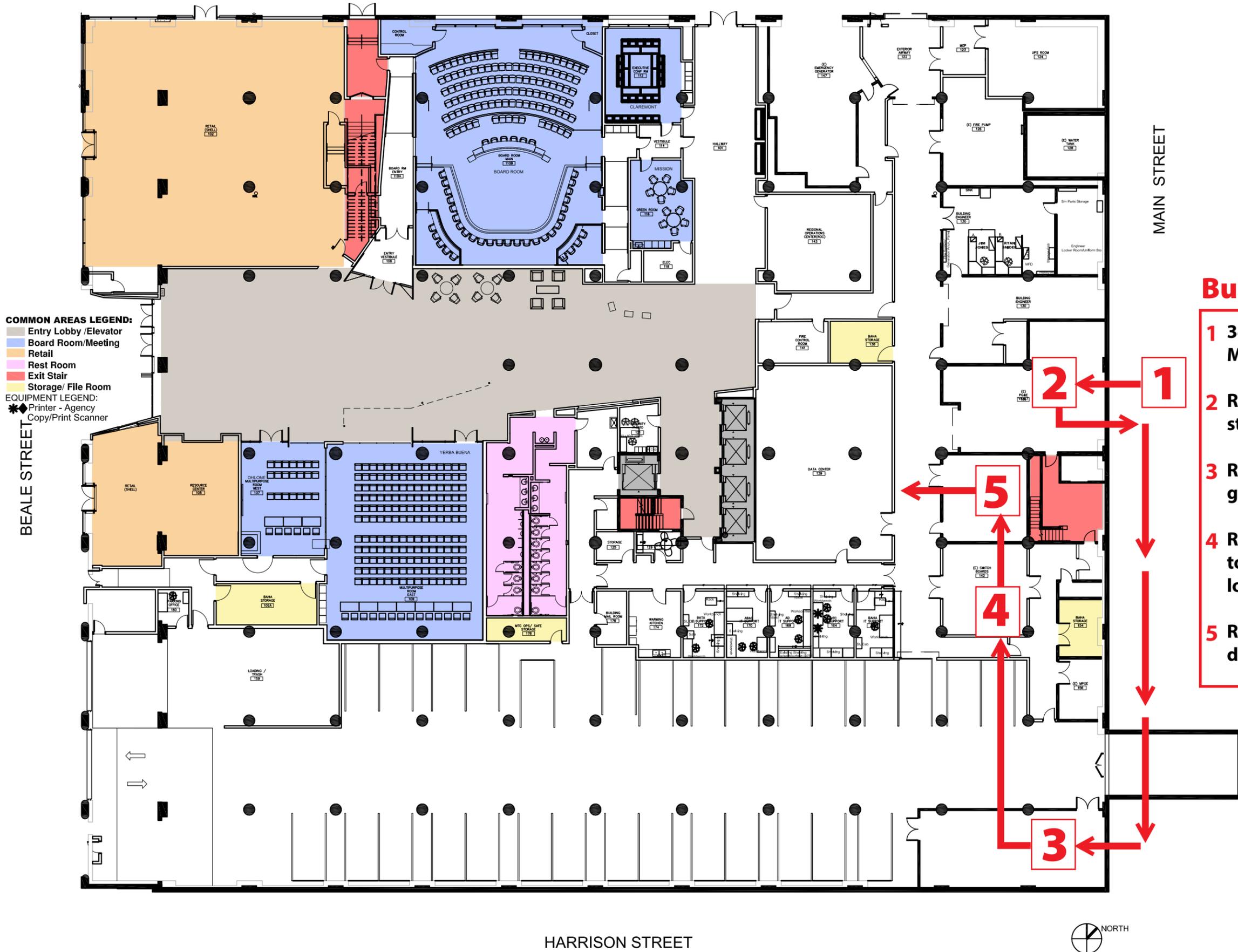
The 375 Beale Executive Committee met on February 11 and agreed to delay announcing a new move date until the temporary certificate of occupancy (TCO) has been approved. The critical path to determining our move date will be the receipt of the TCO from the Office of the State Fire Marshall. Our current schedule estimates receipt of the TCO by the end of March, any changes, to that estimate will be reported to the Authority as soon as they are known. Agency move dates would be approximately one month after receipt of the TCO.



Andrew B. Premier

Attachments

J:\COMMITTEE\BAHA\2016\02-Feb-2016_BAHA\3a_February 2016 Status Report_v2.docx



- COMMON AREAS LEGEND:**
 Entry Lobby / Elevator
 Board Room/Meeting
 Retail
 Rest Room
 Exit Stair
 Storage/ File Room
- EQUIPMENT LEGEND:**
 Printer - Agency
 Copy/Print Scanner

Building Power

- 1 34kV PGE redundant feed from Main Street.
- 2 RM 136: PGE vault. Transformer steps 34kV down to 12kV
- 3 RM 160: Medium voltage switch-gear distributes two 12kV feeds.
- 4 RM 142: Transformer steps 12kV to 480V. Damaged bus duct on low voltage side of transformer
- 5 RM 140: Low voltage switchgear distributes to building.

BAHA
 375 Beale St
 San Francisco, CA

| REVISIONS: | 1 | 2 | 3 | 4 | 5 | 6 | 7 |
|------------|---|---|---|---|---|---|---|
| | | | | | | | |

relocationconnections inc
 3170 Cow Canyon Place, Suite 210
 San Ramon, CA 94583

Floor Plan
 1st Floor

Scale: NTS
 Date: 12/29/15
 By:
 Drawing Number: 1



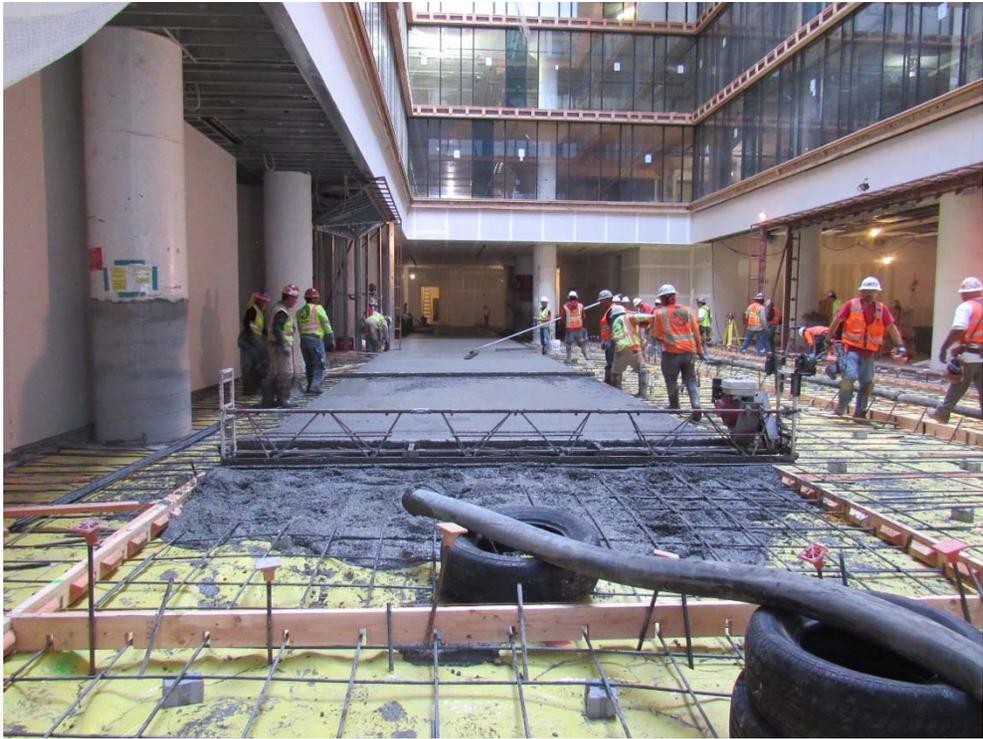


Before: 390 Main Street

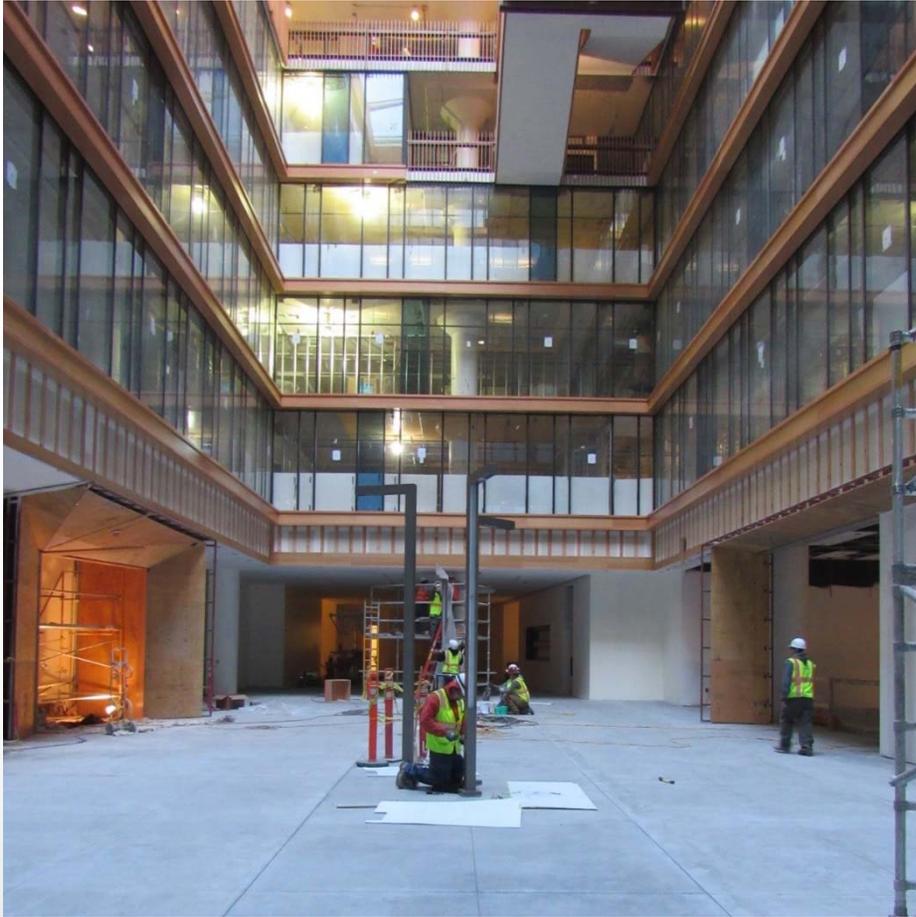


After: 375 Beale Street

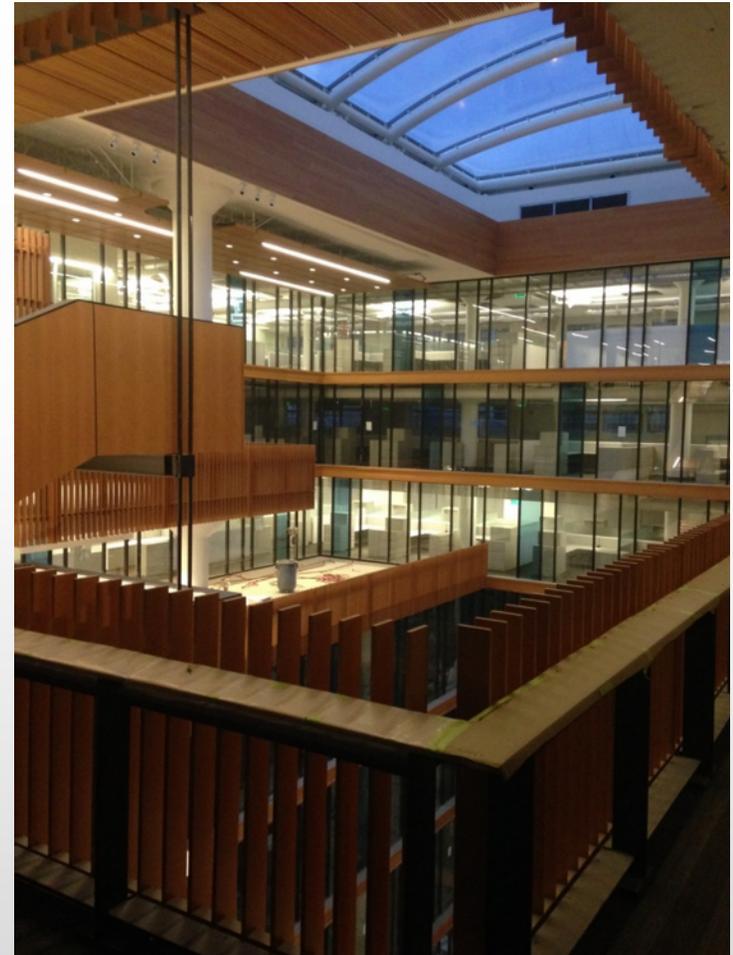
Atrium



Security Desk

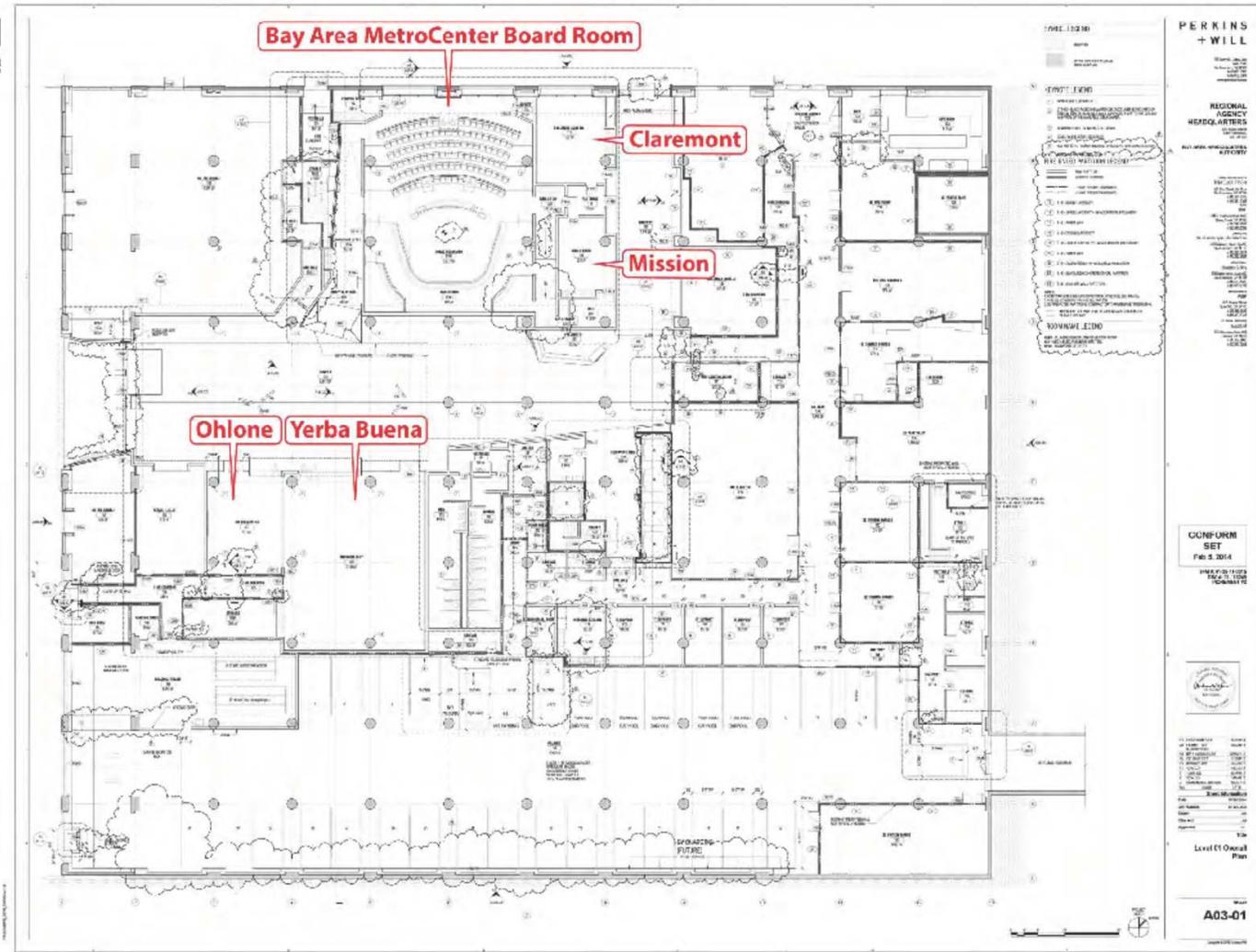


Atrium Views



Public Meeting Spaces

1st Floor





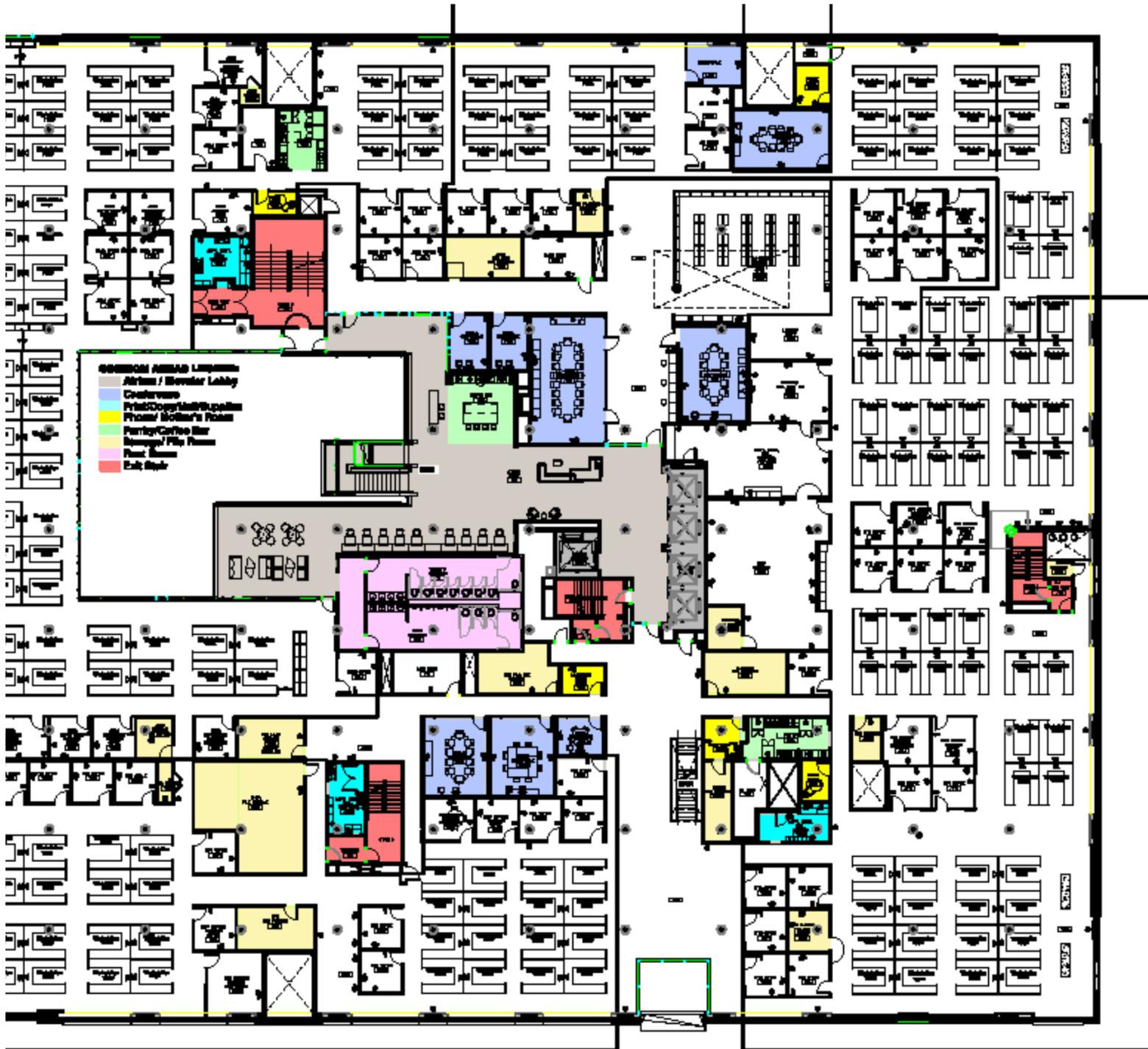


Board Room





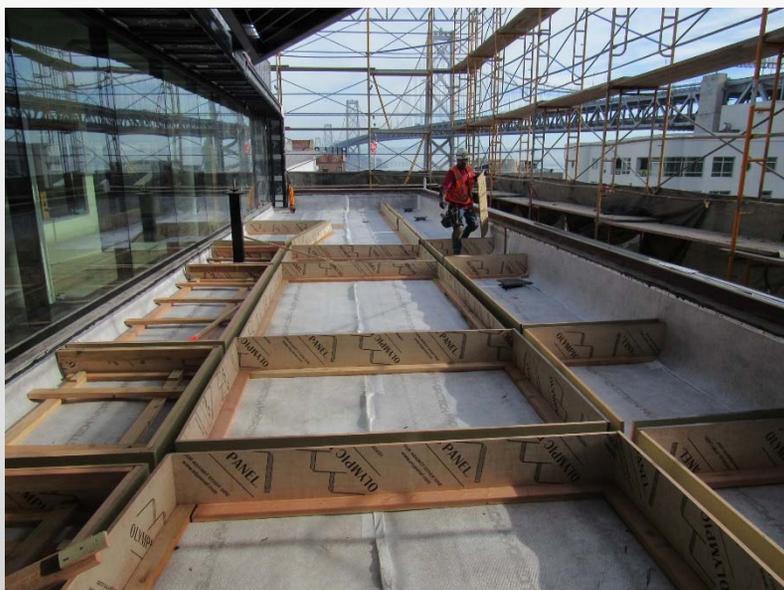
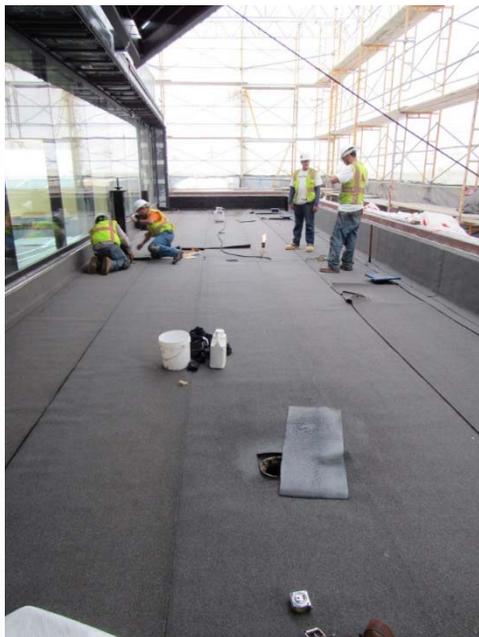
Yerba Buena/Ohlone
Public Conference Rooms



NTC



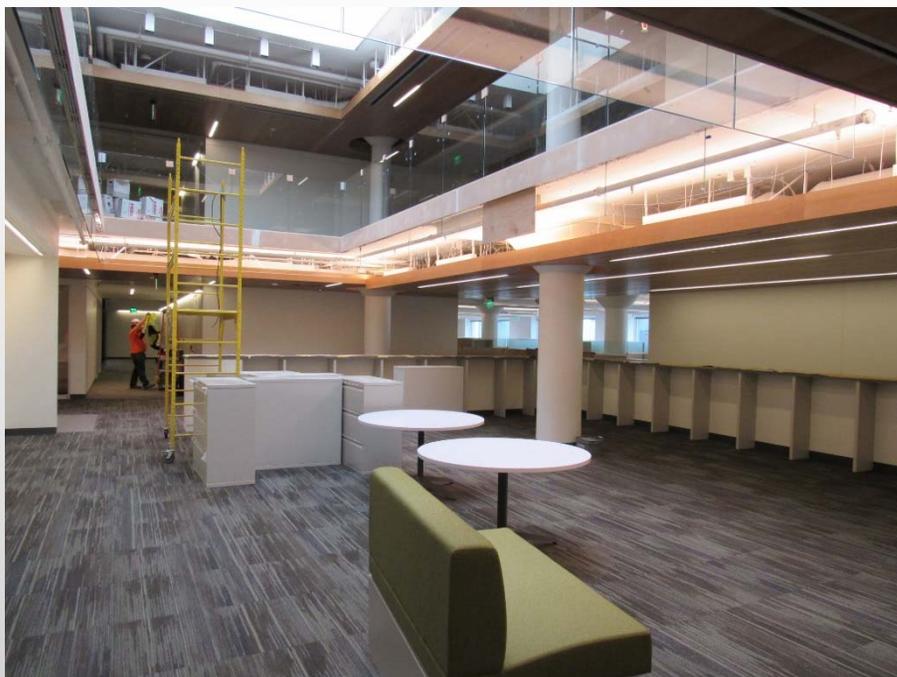
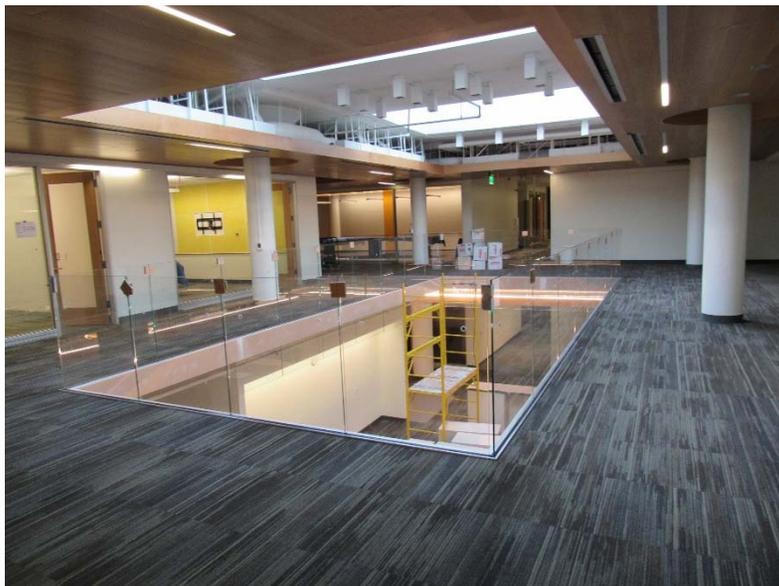
Offices/Workstations



8th Floor Roof Terrace and Tree Well



Coffee Bar



- *Skylights
- *Interconnecting Stairs
- *Technical Library

375 BEALE STREET - LEASING UPDATE

375 Beale Street ESTIMATED AGENCY RSF - STACKING PLAN

BOMA Legacy Method A: Smith Group 6.19.15

FLOOR

| | | | | | | |
|---|---|---|---------------------------|--|---|---|
| 8 | Agency (MTC, ABAG, BAAQMD) 55,700 RSF | | | | | |
| 7 | Agency (MTC, ABAG, BAAQMD) 57,300 RSF | | | | | |
| 6 | Agency (BAAQMD) 58,100 RSF | | | | | |
| 5 | Agency (MTC) 14,900 RSF | BCDC (pending negotiations) 21,000 RSF | | DEGENKOLB 22,536 RSF (occupy: 2-1-2017) | | |
| 4 | TWILIO 58,290 RSF (occupy: 10-15-2016) | | | | | |
| 3 | BATA-Fastrak 9,170 RSF | RUTHERFORD & CHEKENE 13,892 RSF (occupy: 6-1-16) | | TWILIO 33,533 RSF (occupy: 10-15-2016) | | |
| 2 | PARKING 16,064 | BIKES/ LOCKERS 4,396 | BAAQMD & BAHA 9600 RSF | CW 1,082 RSF | BATA-Fastrak CSC 21,100 RSF (occupy: 4-1-16) | |
| 1 | BUILDING SUPPORT 10,326 | PARKING 15,912 | | LOBBY 14,606 | | Board Rooms & Public Meeting Rooms 14,200 RSF |
| | | | | | Resource Center & ADA's 1,521 RSF | RETAIL A 4,827 RSF |

Agency Space

Leased Space

Vacant Space