

**MINUTES OF A REGULAR MEETING OF THE
COMMISSION ON COMMUNITY INVESTMENT AND INFRASTRUCTURE
OF THE CITY AND COUNTY OF SAN FRANCISCO HELD ON THE
19th DAY OF MARCH 2013**

The members of the Commission on Community Investment and Infrastructure of the City and County of San Francisco met in a regular meeting at City Hall, 1 Dr. Carlton B. Goodlett Place, Room 416, in the City of San Francisco, California, at 1:00 p.m. on the 19th day of March 2013, at the place and date duly established for holding of such a meeting.

REGULAR MEETING AGENDA

1. Recognition of a Quorum

Meeting was called to order at 1:15 p.m. Roll call was taken.

Madame Chair Christine Johnson - present
Theodore Ellington – present
Marily Mondejar – present
Vice-Chair Mara Rosales - present
Darshan Singh – present

2. Announcements

Madame Secretary Jones read announcements regarding the following:

- A. The next regularly scheduled Commission meeting will be held on Tuesday, April 2, 2013 at 1:00 p.m. at City Hall, Room 416.
- B. Announcement of Prohibition of Sound Producing Electronic Devices during the Meeting.
- C. Announcement of Time Allotment for Public Comments.

3. Report on actions taken at previous Closed Session meeting, if any – None.

4. Matters of Unfinished Business – None.

5. Matters of New Business:

CONSENT AGENDA - None.

ALL MATTERS LISTED HEREUNDER CONSTITUTE A CONSENT AGENDA, ARE CONSIDERED TO BE ROUTINE BY THE COMMISSION, AND WILL BE ACTED UPON BY A SINGLE VOTE OF THE COMMISSION. THERE WILL BE NO SEPARATE DISCUSSION OF THESE ITEMS UNLESS A MEMBER OF THE COMMISSION OR THE PUBLIC SO REQUESTS, IN WHICH EVENT THE MATTER SHALL BE REMOVED FROM THE CONSENT AGENDA AND CONSIDERED AS A SEPARATE ITEM:

- a) Approval of Minutes: Special Meeting of February 5, 2013

PUBLIC COMMENT – None.

Commissioner Singh motioned to move this item and Commissioner Rosales seconded this item.

Madame Secretary Jones called for a voice vote on this item.

Commissioner Ellington - yes

Mondejar – yes

Rosales – yes

Singh – yes

Johnson - yes

ADOPTION: IT WAS VOTED BY 5 COMMISSIONERS AND UNANIMOUSLY CARRIED THAT THE MINUTES FOR THE SPECIAL MEETING OF FEBRUARY 5, 2013, BE ADOPTED.

REGULAR AGENDA

- b) Authorizing a First Amendment to the Personal Services Contract with Twin III Building Maintenance Company, a sole proprietorship, that extends the term by 12 months and increases the amount by \$36,048 for an aggregate contract amount not to exceed \$333,070 to provide cleaning, maintenance and roving site inspection services on an as-needed basis for one property owned by the Successor Agency and one property owned by the City and County of San Francisco. (Discussion and Action) (Resolution No. 5-2013)

Presenters: Tiffany Bohee, Executive Director; Tracie Reynolds, Development Services Manager

PUBLIC COMMENT – None.

Madame Chair Johnson inquired about where they are in terms of the long-range property management plan either in general or in regards to the two sites in mention and whether they anticipate having to do another extension next year.

Ms. Reynolds responded that the Commission is only responsible for one property – Shoreview Park which will be included in the long-range property management plan which should be before the Commission in the fall of 2013. She stated that there are two components to the plan, an inventory or spreadsheet of data about the properties which is almost finished and then the actual plan, which goes through each asset. Ms. Reynolds stated that the two most likely scenarios for Shoreview Park is that it will either end up as a governmental purpose transfer to the Recreation & Park Department or be a sale with a deed restriction as a park to one of the adjacent property owners.

Commissioner Singh asked how much they are paying for maintenance of this property and how many people worked there.

Ms. Reynolds responded that when this contract was first entered into it included about seven properties and over time properties were taken off the contract so the \$333,000 amount was not all spent.

Commissioner Rosales stated that the monthly cost of \$1,275 for one property and \$1,700 seemed too low to her and asked if they were able to get all the necessary work done within that budget.

Ms. Reynolds responded affirmatively and stated that when Twin III bid for this contract they were very cost competitive, which is why they won the contract and have done an excellent job so far. She added that Twin III said they could continue to perform this job for the same price as last year.

Madame Chair Johnson inquired whether they had done a full RFP process for the extension in terms of outreach.

Ms. Reynolds responded that they had not and added that they had done a full RFP back in 2009.

Commissioner Rosales inquired about the process of evaluating the services.

Ms. Reynolds responded that every month Twin III sends an invoice along with a report that indicates any changes, problems or issues dealing with the property and they also take pictures which are date-stamped. Ms. Reynolds reviews this report and stated that so far they haven't had any issues.

Commissioner Mondejar motioned to move this item and Commissioner Singh seconded.

Madame Secretary Jones called for a voice vote on this item.

Commissioner Ellington - yes

Mondejar - yes

Rosales - yes

Singh - yes

Johnson - yes

ADOPTION: IT WAS VOTED BY 5 COMMISSIONERS AND UNANIMOUSLY CARRIED THAT RESOLUTION NO. 5-2013, AUTHORIZING A FIRST AMENDMENT TO THE PERSONAL SERVICES CONTRACT WITH TWIN III BUILDING MAINTENANCE COMPANY, A SOLE PROPRIETORSHIP, THAT EXTENDS THE TERM BY 12 MONTHS AND INCREASES THE AMOUNT BY \$36,048 FOR AN AGGREGATE CONTRACT AMOUNT NOT TO EXCEED \$333,070 TO PROVIDE CLEANING, MAINTENANCE AND ROVING SITE INSPECTION SERVICES ON AN AS-NEEDED BASIS FOR ONE PROPERTY OWNED BY THE SUCCESSOR AGENCY AND ONE PROPERTY OWNED BY THE CITY AND COUNTY OF SAN FRANCISCO, BE ADOPTED.

- c) Approving an agreement with the City Attorney for the City and County of San Francisco to provide legal services to the Office of Community Investment and Infrastructure and authorizing the Executive Director to retain counsel for particular matters. (Discussion and Action) (Resolution No. 6-2013)

Presenters: Tiffany Bohee, Executive Director; Jim Morales, Deputy Director; Robert Bryan, City Attorney

PUBLIC COMMENT – None.

Commissioner Rosales requested a report back on the conflict identification process that the Successor Agency and the City Attorney's Office will agree upon so that the Commissioners know what that process is. Ms. Rosales inquired as to whether currently there is a more formalized system in the City Attorney's Office about how to identify potential conflicts because she was aware that the City Attorney's Office represents other sister agencies, and if there is not, Commissioner Rosales requested that they come to some agreement about what that process is, especially a strong detection system that can be put into place ahead of the agreement to know what to do once an unexpected conflict comes up.

Mr. Bryan responded that they do have an ethics team that they work with on identifying conflicts and creating shields and that they have stepped up that process in recent years. He explained that this requires a discussion between the City Attorney's Office and Successor Agency to make sure that the Commission is comfortable with how quickly and how clearly potential conflicts are communicated.

Commissioner Singh commented that in 1988, he was the founding Chair when Proposition D passed to form a new Parking Commission, and stated that he had a very good experience with the City Attorney.

Commissioner Mondejar requested clarification that this agreement is really retroactive because the agreement states that it this had been in effect since last June so they have been retaining the services of the City Attorney since that time and the agreement will be renewed on June 30, 2013. Ms. Mondejar also asked about rates.

Mr. Morales responded that this was correct and he stated that the most significant change will be when new projects arrive and they will be working to identify and clarify the budget, the services and any potential conflicts. Mr. Morales responded that the rates of the City Attorney's Office are already established and they know from invoices to date that the rates for the Successor Agency as a governmental body are no higher than \$265/hour and lower in cases where less experienced attorneys or paralegals are involved. He added that these rates can change in a situation where a particular attorney is assigned to work on a matter.

Mr. Bryan responded that his rate is \$253/hour and most of the attorneys who would be providing services would be around that amount or slightly below in almost all cases and, in rare instances, above that rate.

Mr. Morales added that the expertise of the City Attorney's Office is a significant reason why they use their services but also because the rates are highly favorable when compared to private firms where rates are significantly higher for the same level of work and experience.

Executive Director Bohee added that there is a cost savings for the sister agency fees in cases where a transaction dealing with real estate or land use involves one of the major approved projects with a third party private developer. Ms. Bohee stated that with the other third party there is a standard developer rate, and the City Attorney typically charges \$365/hour.

Commissioner Rosales added that this was a good deal for the developers because City Attorney services are among the top and she was a purchaser of services at the airport and 12 deputy city attorneys worked on her team.

Commissioner Mondejar requested clarification that the Agency does not have an in-house counsel and the Commission will be utilizing the City Attorney services and on certain occasions when there is a conflict, they will be hiring outside counsel.

Mr. Morales responded that this was correct.

Madame Chair Johnson added as a clarification that the Commission still has the option, if they have the budget, to engage ongoing outside counsel on a regular basis. She stated that this was more of a contingent agreement so the Commission is employing the City Attorney as long as they feel it is appropriate, unless there is a conflict or other special circumstance, or they could decide that they need their own counsel and pursue that path as well but this agreement does not bind the Commission to either path. Ms. Johnson inquired whether this was an item that would have to be on the ROPS or whether this was the administrative part of the ROPS. She inquired whether it was in the ROPS for July 2013; the ROPS that they reviewed already which had city attorney costs in there.

Mr. Morales responded that this item is on the ROPS, both administrative as well as project-related, depending on the nature of the legal work and is accounted for in ROPS line items.

Ms. Bohee responded in the affirmative and confirmed that it had city attorney costs or other legal services within the administrative budget or the particular project budget.

Madame Chair Johnson added to Commissioner Rosales' request for determining conflict of interest, particularly if they are looking at only getting outside counsel in a special circumstance. Ms. Johnson inquired whether, if they were to go with that process, whether that was something that needed to be in this agreement or not. She added that she would rather not add any more red tape by adding that process into the resolution but wanted to make sure that any process they must follow in the instance of conflict of interest is codified.

Mr. Morales clarified that she was referring to the process of retaining outside counsel and then stated that it does not need to be in this agreement because this is an agreement to define the Commission's retention of the City Attorney's Office and deals exclusively with that relationship. He explained that the resolution is broader in recognizing that the Executive Director has authority to retain, in other instances, legal counsel but the agreement itself does not need to define the outside counsel selection process.

Mr. Bryan responded that the agreement itself goes into great detail in Section 7 about potential conflicts and about what the Commission would be able to do if there is an actual or potential conflict. He stated that what happens after that is not within the purview of the City Attorney's Office and any decision thereafter would be between the Commission and the perspective outside counsel.

Mr. Morales stated that the Commission has been sued in the past and reviewed the process of what happens: the Executive Director is informed and the Commission is usually informed very soon after litigation is even threatened and certainly when it is filed and at the next Commission meeting, there would be a closed session to discuss that litigation as well as the retention of legal counsel, whether it be the City Attorney's Office or some other counsel based upon the type of case, who is being sued, and other factors. Mr. Morales stated that the process is not written anywhere but that has been the practice of the Agency in the past.

Commissioner Rosales added that in her experience as General Counsel at SFO, there are at least two or three different circumstances that may arise that would prompt a Commission and/or staff to

hire outside counsel and it is difficult to legislate all of those scenarios because you don't know what the circumstances will be. Ms. Rosales noted that there may be circumstances, other than that described by Mr. Morales, where in an emergency situation, counsel needs to be hired immediately, whether that be the City Attorney's Office or other and there is no time to convene a Commission meeting. However, Ms. Rosales added, those circumstances have been covered where the Executive Director for under \$50,000 is able to make that decision in consultation with the Chair and the Vice-Chair, but if it has to be done quickly, then the authority is in place. Separate from that, Ms. Rosales stated that she liked the idea of having at some point in time a public thinking process, to consider having pre-approved counsel lists for particular areas of law and which have gone through some sort of request for qualification process already so that when the need arises, instead of searching for counsel, everyone is comfortable with the counsel on the list.

Ms. Rosales added that while the City Attorney is the best bargain around, if there is a potential conflict, the Commission might want to consider having a pre-approved counsel ready for emergency situations.

Commissioner Mondejar noted that it says in the agreement that they have consulted independent counsel and inquired whether that was referring to Mr. Morales as far as recommending the agreement.

Mr. Morales responded that he was an attorney and has reviewed the agreement with his expertise in this relationship and he recommended that the Commission approve it.

Commissioner Singh motioned to move this item and Commissioner Ellington seconded this item.

Madame Secretary Jones called for a voice vote on this item.

Commissioner Ellington - yes
Mondejar - yes
Rosales - yes
Singh - yes
Johnson - yes

ADOPTION: IT WAS VOTED BY 5 COMMISSIONERS AND UNANIMOUSLY CARRIED THAT RESOLUTION NO. 6-2013, APPROVING AN AGREEMENT WITH THE CITY ATTORNEY FOR THE CITY AND COUNTY OF SAN FRANCISCO TO PROVIDE LEGAL SERVICES TO THE OFFICE OF COMMUNITY INVESTMENT AND INFRASTRUCTURE AND AUTHORIZING THE EXECUTIVE DIRECTOR TO RETAIN COUNSEL FOR PARTICULAR MATTERS, BE ADOPTED.

6. Public Comment on Non-agenda Items

Members of the public may address the Commission on matters that are within the Commission jurisdiction and not on today's calendar. Each speaker shall have up to three minutes to make pertinent public comments unless the Commission adopts a shorter period. It is strongly recommended that members of the public who wish to address the Commission should fill out a "Speaker Card" provided by the Commission Secretary, and submit the completed card to the Commission Secretary.

No public comment.

7. Report of the Chair

Madame Chair Johnson thanked the staff for the Successor and Commissioner calendar that was part of the meeting minutes and which is very helpful to see what they are looking at in terms of future meetings.

8. Report of the Executive Director

Executive Director Bohee stated that the forward calendar will be constantly updated and Commissioners will receive them in their packets at each meeting. She stated that the calendars are available to the public. Ms. Bohee mentioned that in working with the Chair and Vice-Chair in agenda setting, they work to balance the meetings so to have appropriate public engagement, presentation, discussion, etc. Ms. Bohee announced that there are three workshops coming up exclusively on the budget--on April 16, a proposed Special Meeting on Tuesday, April 30 and then the proposed approval date is May 7. On other matters, in dealing with the state, Ms. Bohee reported that they continue to receive regular inquiries about detailed supporting documentation for the ROPS, the July-December 2013 period, which is really a process of providing information about underlying contracts, agreements, and clarifications and they continue to work on other information requests associated with the due diligence reviews, one for housing and one for non-housing. Ms. Bohee stated that they expect to receive a determination on some of those by the time the budget is presented so there may be impacts that will be presented as part of the budget as well.

9. Commissioners' Questions and Matters

Madame Chair Johnson stated that she would like to explore having the April 30 budget workshop in another location other than City Hall and would like to be able to announce that location at the next meeting, if possible.

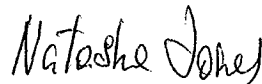
Commissioner Rosales stated that she was asked by the Chair of the Coalition for Economic Equity to inform the Commissioners that the Coalition is interested in hosting a reception for the Commission, possibly in May. Ms. Rosales added that the Coalition is a 30-year trade umbrella organization of all the ethnic Chambers of Commerce and the minority- and women-owned contractors organizations in the City and County of San Francisco.

10. Closed Session: None.

11. Adjournment

It was moved by Commissioner Singh, seconded by Commissioner Ellington and unanimously carried that the meeting be adjourned at 2:07 p.m.

Respectfully submitted,



Natasha Jones
Interim Commission Secretary

ADOPTED: