



Agenda Item No. (5)

BOARD OF DIRECTORS MEETING
FRIDAY, MARCH 23, 2024

(5) CONSENT CALENDAR:

(A) Approve the Minutes of the following Meetings:

- (1) Building and Operating Committee of February 22, 2024;
- (2) Finance-Auditing Committee of February 22, 2024;
- (3) Rules, Policy, and Industrial Relations Committee of February 23, 2024
and,
- (4) Board of Directors Meeting of February 23, 2024.

Motion

(B) Ratification of Previous Actions by the Auditor-Controller:

- (1) Ratify Commitments and/or Expenditures
- (2) Ratify Previous Investments
- (3) Authorize Reinvestments
- (4) Accept Investment Report, February 2024

Resolution

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February 22, 2024



**MINUTES OF THE BUILDING AND OPERATING COMMITTEE/
COMMITTEE OF THE WHOLE**

**These minutes are supplemented by the audio recording that is posted online at:
<https://www.goldengate.org/district/board-of-directors/meeting-documents>.**

Honorable Board of Directors
Golden Gate Bridge, Highway
and Transportation District

Honorable Members:

The Building and Operating Committee/Committee of the Whole (Committee) of the Golden Gate Bridge, Highway and Transportation District (District) met in regular session in the Board Room, Administration Building, Golden Gate Bridge Toll Plaza, San Francisco, CA, on Thursday, February 22, 2024, at 10:00 a.m., with Chair Garbarino presiding. A remote audio option for public participation was available.

- (1) **Call to Order:** 10:00 a.m.
- (2) **Roll Call:** Secretary of the District Amorette M. Ko-Wong. **[00:35 Minutes Mark on the Audio Recording]**

Committee Members Present (8): Chair Garbarino; Vice Chair Rodoni; Directors, Giudice, Mastin, Pahre, Rabbitt and Thériault.; President Cochran.

Committee Members Absent (1): Director Conroy.

Other Directors Present (4): Directors Grosboll, Hernández, Hill and Snyder

Committee of the Whole Members Present (12): Directors Garbarino, Giudice, Grosboll, Hernández, Mastin, Pahre, Rodoni, Snyder and Thériault; Second Vice President Rabbitt; First Vice President Hill; President Cochran.

Committee of the Whole Members Absent (7): Directors Conroy, Dorsey, Engardio, Moulton-Peters, Safai, Stefani and Thier.

Staff Present: General Manager Denis Mulligan; Acting Auditor-Controller and Director of Budget and Electronic Revenue Jennifer Mennucci; District Engineer Ewa Bauer-Furbush; Secretary of the District Amorette Ko-Wong; Attorney Kimon Manolius; Deputy General Manager/Bridge Division David Rivera; Deputy General Manager/Bus Transit Division Les Belton; Deputy General Manager/Ferry Division Michael Hoffman; Deputy

**BUILDING AND OPERATING COMMITTEE/COMMITTEE OF THE WHOLE
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General Manager/Administration and Development Kellee Hopper; Executive Administrator to the General Manager Justine Bock; Senior Board Analyst Elizabeth Eells.

Copies of all reports are available on the District's web site at <https://www.goldengate.org/district/board-of-directors/meeting-documents> or upon request from the Office of the District Secretary.

(3) Approve Actions Relative to the Preconstruction Phase of *The Golden Gate Suspension Bridge Seismic Retrofit Project* [01:24 Minutes Mark on the Audio Recording]

District Engineer Ewa Bauer-Furbush presented the staff report. She reviewed key elements of the report, including the purpose and benefits of the Construction Manager/General Contractor (CMGC) procurement method.

[Director Snyder arrived]

[16:17 Minutes Mark on the Audio Recording]

Director Grosboll asked if the selection committee is confident that Halmar International, LLC (Halmar) is the most qualified proposer and whether the District has worked with the organization before.

Director Hernández asked if Halmar would eventually become the prime contractor and requested more information about the selection committee's evaluation process.

Director Thériault commented about the importance of the Independent Cost Estimator (ICE). He asked about the qualifications of the top-ranked firm Leland Saylor & Associates, Inc. and about the Board's future role in decision-making for the project. He also asked whether Halmar has a California contractor's license.

Director Mastin inquired if Project Labor Agreements (PLA) are negotiated for projects like the Seismic Retrofit project.

Director Rabbitt thanked Ms. Bauer-Furbush and her team for their work on the project and expressed his support for alternate procurement methods. He asked about the role of the ICE contractor. He also asked whether design changes can still be made to a project design that is 85% complete and requested staff provide a one-page summary of the project.

Director Pahre expressed support for considering local contractors for District projects.

Director Grosboll commented about the ICE proposers and inquired about why only two organizations submitted proposals. He asked about the length of the preconstruction phase and the project as a whole.

**BUILDING AND OPERATING COMMITTEE/COMMITTEE OF THE WHOLE
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Director Hernández commented about the value of a PLA, and local contractors and workers. She asked if Halmar has a commitment to hire union subcontractors for the project and invited the Halmar representatives present in the audience to address the question.

Chair Garbarino expressed appreciation for the report.

Ms. Bauer-Furbush confirmed that Halmar is a high-quality contractor. She reviewed staff's actions to ensure that Halmar is skilled and qualified, and she explained staff's actions to research the companies and their work, check their references and bonding organizations, evaluate their qualifications, and review their legal qualifications and history. She expressed appreciation for the efforts of her staff, the legal team and DBE office. She reviewed the ICE contractor qualifications. Mr. Mulligan confirmed that the procurement would return to the Board for additional approvals. Ms. Bauer-Furbush added information about the CMGC process, which has been used by other organizations. She provided information about ICE's role in the procurement process and outlined the value of getting verification of the costs. She indicated that there is still room to make adjustments to the design, which is 85% complete and stated that staff would provide a one-page summary of the project. She confirmed that Halmar is a union contractor and has a local office. She said the project is estimated to take five to six years.

Brian Petersen, of Halmar, responded that he has worked in the Bay Area for 17 years and previously worked for American Bridge on the Bay Bridge project. He commented about the value of the CMGC approach. He confirmed that Halmar performs most of its work in a union environment and said the work may not be appropriate for a PLA. He confirmed Halmar's commitment to having the best possible work performed on the Bridge.

(a) Action by the Committee

Staff recommended and the Committee concurred by motion made and seconded by **Directors PAHRE/MASTIN** to forward the following recommendation to the Board of Directors for its consideration:

RECOMMENDATION

The Building and Operating Committee/Committee of the Whole recommends that the Board of Directors approve the following actions relative to the Preconstruction Phase of the *Golden Gate Suspension Bridge Seismic Retrofit Project (Project #1923)*:

- (i) Authorize execution of Professional Services Agreement (PSA) No. 2023-B-015, *Golden Gate Suspension Bridge Seismic Retrofit CMGC Preconstruction Services*, with Halmar International, LLC, Nanuet, NY (Halmar), in an amount not-to-exceed \$5,754,332, for Construction Manager/General Contractor (CMGC) preconstruction services subject to the Golden Gate Bridge, Highway and Transportation District (District) receiving the Federal Highway Administration's (FHWA) approval of the award prior to the PSA execution;

- (ii) Authorize execution of PSA No. 2023-B-042, Golden Gate Suspension Bridge Seismic Retrofit ICE Services, with Leland Saylor Associates, Walnut Creek, CA, in an amount not-to-exceed \$1,514,263, for Independent Cost Estimator (ICE) preconstruction services, subject to the District receiving the California Department of Transportation’s (Caltrans) approval of the award prior to the PSA execution;
- (iii) Authorize execution of the Fourteenth Amendment to PSA No. 2010-B-1, with HDR Engineering, Inc., Walnut Creek, CA, in an amount not-to-exceed \$5,543,833, for additional engineering design services to finalize the Project construction documents and to assist the District in establishing construction price and schedule for the Project during the Preconstruction Phase; and,
- (iv) Authorize an \$8,540,031 increase, to be funded with District reserves, in the FY 23/24 Bridge Division Capital Budget for Project #1923 to finance the estimated \$15,913,057 in costs for the District’s staff and consultant services, and other expenses required to develop the final construction documents and the construction price and schedule, for the total Project budget of \$19,845,538.

**Action by the Board at its meeting of February 23, 2024 – Resolution
Refer to Finance-Auditing Committee Meeting of February 22, 2024**

- AYES (12):** Directors Garbarino, Giudice, Grosboll, Hill, Hernández, Mastin, Pahre, Rabbitt, Rodoni, Snyder and Thériault; President Cochran.
- NOES (0):** None.
- ABSENT (7):** Directors Conroy, Dorsey, Engardio, Moulton-Peters, Safaí, Stefani and Thier.

**(4) Status Report from Board Appointee(s) on Sonoma-Marín Area Rail Transit Board
[46:04 Minutes Mark on the Audio Recording]**

Chair Garbarino and Directors Rabbitt and Pahre provided a Sonoma-Marín Area Rail Transit (SMART) Board status report, which was for informational purposes only and no action was taken.

[51:58 Minutes Mark on the Audio Recording]

Director Theriault commented about freight on the tracks.

Chair Garbarino spoke about an experience she had on a train that encountered freight on the tracks.

Director Mastin inquired about issues related to storing freight on the tracks.

Director Pahre stated that SMART has reached out to the community in the area where freight is stored.

Director Rabbitt acknowledged that there can be equity and political issues with storing certain types of freight on the tracks.

(5) Status Report on Engineering Projects [54:58 Minutes Mark on the Audio Recording]

District Engineer Ewa Bauer-Furbush presented a status report, which was for informational purposes only and no action was taken.

(6) Public Comment

There were no public comments.

(7) Adjournment [55:44 Minutes Mark on the Audio Recording]

All business having been concluded, **Directors GIUDICE/SNYDER** moved and seconded that the meeting be adjourned at 10:56 a.m.

Carried

Respectfully submitted,

Patricia Garbarino, Chair
Building and Operating Committee

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February 22, 2024



**MINUTES OF THE FINANCE-AUDITING COMMITTEE/
COMMITTEE OF THE WHOLE**

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Honorable Board of Directors
Golden Gate Bridge, Highway
and Transportation District

Honorable Members:

The Finance-Auditing Committee/Committee of the Whole (Committee) of the Golden Gate Bridge, Highway and Transportation District (District) met in regular session in the Board Room, Administration Building, Golden Gate Bridge Toll Plaza, San Francisco, CA, on Thursday, February 22, 2024, at 11:02 a.m., with Chair Rabbitt presiding. A remote audio option for public participation was available.

- (1) **Call to Order:** 11:02 a.m.
- (2) **Roll Call:** Secretary of the District Amorette M. Ko-Wong.

Committee Members Present (8): Chair Rabbitt; Vice Chair Pahre; Directors Giudice, Grosboll, Hernández, Mastin and Rodoni; President Cochran.

Committee Members Absent (1): Director Dorsey.

Other Directors Present (4): Directors Garbarino, Hill, Snyder and Thériault.

Committee of the Whole Members Present (12): Directors Garbarino, Giudice, Grosboll, Hernández, Mastin, Pahre, Rodoni, Snyder and Thériault; Second Vice President Rabbitt; First Vice President Hill; President Cochran.

Committee of the Whole Members Absent (7): Directors Conroy, Dorsey, Engardio, Moulton-Peters, Safaí, Stefani and Thier.

Staff Present: General Manager Denis Mulligan; Acting Auditor-Controller and Budget and Electronic Revenue Director Jennifer Mennucci; District Engineer Ewa Bauer-Furbush; Secretary of the District Amorette Ko-Wong; Attorney Kimon Manolius; Deputy General Manager/Bridge Division David Rivera; Deputy General Manager/Bus Transit Division Les Belton; Deputy General Manager/Ferry Division Michael Hoffman; Deputy General Manager/Administration and Development Kellee Hopper; Risk Management and

**FINANCE-AUDITING COMMITTEE/COMMITTEE OF THE WHOLE
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Safety Director Kelli Vitale; Executive Administrator to the General Manager Justine Bock; Senior Board Analyst Elizabeth Eells.

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[Directors Garbarino and Pahre departed.]

(3) Ratification of Previous Actions by the Auditor-Controller [00:40 Minutes Mark on the Audio Recording]

PFM Asset Management (PFM) Managing Director Monique Spyke presented the Investment Report.

[06:29 Minutes Mark on the Audio Recording]

Chair Rabbitt expressed appreciation for the report.

Director Hill commented about stress on the auto industry.

Director Mastin commented about the pie chart on page 18 of the meeting packet.

Ms. Spyke responded to the comments and said she would ensure the chart is accurate.

(a) Action by the Committee

Staff recommended and the Committee concurred by motion made and seconded by **Directors GIUDICE/COCHRAN** to forward the following recommendation to the Board of Directors for its consideration:

RECOMMENDATION

The Finance-Auditing Committee/Committee of the Whole recommends that the Board of Directors approves the following actions:

- (i) There are no commitments and/or expenditures to ratify for the period of January 1, 2024 through January 31, 2024;
- (ii) Ratify investments made during the period January 16, 2024 and February 12, 2024;
- (iii) Authorize the reinvestment, within the established policy of the Board, of any investments maturing between February 4, 2024 through February 15, 2024, as well as the investment of all other funds not required to cover expenditures that may become available; and,
- (iv) Accept the Investment Report for January 2024.

Action by the Board at its meeting of February 23, 2024 – Resolution
CONSENT CALENDAR

AYES (10): Directors Giudice, Grosboll, Hernández, Mastin, Rodoni, Snyder and Thériault; Second Vice President Rabbitt; First Vice President Hill; President Cochran.

NOES (0): None.

ABSENT (9): Directors Conroy, Dorsey, Engardio, Garbarino, Moulton-Peters, Pahre, Safaí, Stefani and Thier.

(4) Authorize Budget Adjustment(s) and/or Transfer(s)

(a) Budget Increase in the FY 23/24 Bridge Division Capital Budget for Project #1923, Golden Gate Suspension Bridge Seismic Retrofit Project [08:18 Minutes Mark on the Audio Recording]

(i) Action by the Committee

Staff recommended and the Committee concurred by motion made and seconded by **Directors THÉRIAULT/MASTIN** to forward the following recommendation to the Board of Directors for its consideration:

RECOMMENDATION

The Finance-Auditing Committee/Committee of the Whole recommends, in concurrence with the Building and Operating Committee at its meeting on February 22, 2024, that the Board of Directors authorize an in the FY 23/24 Bridge Division Capital Budget for Project #1923, *Golden Gate Suspension Bridge Seismic Retrofit Project*.

Action by the Board at its meeting of February 23, 2024 – Resolution
Refer to Building and Operating Committee Meeting of February 22, 2024
NON-CONSENT CALENDAR

AYES (10): Directors Giudice, Grosboll, Hernández, Mastin, Rodoni, Snyder and Thériault; Second Vice President Rabbitt; First Vice President Hill; President Cochran.

NOES (0): None.

ABSENT (9): Directors Conroy, Dorsey, Engardio, Garbarino, Moulton-Peters, Pahre, Safaí, Stefani and Thier.

(5) Authorize Actions Related to Grant Programs

No actions required authorization.

(6) **Approve Renewal of The Marine Insurance Program** [09:07 Minutes Mark on the Audio Recording]

Director of Risk Management and Safety Kelli Vitale presented the staff report.

[13:13 Minutes Mark on the Audio Recording]

Chair Rabbitt expressed appreciation for the report and staff's work. He commented that the increases are more manageable than in the past.

Ms. Vitale responded that the District's relationships with USI Insurance Services and the Steamship Mutual Protection and Indemnity Club have been beneficial to the District.

(a) **Action by the Committee**

Staff recommended and the Committee concurred by motion made and seconded by **Directors GROSBOLL/GIUDICE** to forward the following recommendation to the Board of Directors for its consideration:

RECOMMENDATION

The Finance-Auditing Committee/Committee of the Whole recommends that the Board of Directors approve the Marine Insurance Program, effective February 20, 2024, as follows:

- (i) Renew Protection & Indemnity coverage with the Steamship Mutual Protection and Indemnity Club (Club) for a one-year term, with a limit of \$1 billion for each occurrence/annual aggregate in excess of a per occurrence deductible of \$55,000 and annual aggregate deductible of \$350,000 for a total premium of \$502,731;
- (ii) Renew Hull & Machinery, Increased Value and War coverage including Terrorism and Risk Insurance Act (TRIA) coverage with Travelers, The Hartford and Liberty for a one-year term, with insured hull limits per values in excess of the same \$200,000 deductible for a total premium of \$284,641;
- (iii) Renew Marine General Liability coverage with Liberty Mutual for a one-year term, with a limit of \$1 million occurrence and \$2 million aggregate, in excess of a per occurrence deductible of \$10,000 for a total premium of \$30,500;
- (iv) Bind Excess Marine General Liability Insurance program with Navigators, Liberty, Core Specialty, Great American, Endurance, and Continental for a one-year term with a liability limit of \$50 million for each occurrence/annual aggregate in excess of a \$10,000 self-insured retention (SIR) for a total premium of \$118,375; and,
- (v) Bind Vessel Pollution Liability coverage with Great American for a one-year term, with a limit of \$5 million for a total premium of \$6,920.

**Action by the Board at its meeting of February 23, 2024 – Resolution
NON-CONSENT CALENDAR**

AYES (10): Directors Giudice, Grosboll, Hernández, Mastin, Rodoni, Snyder and Thériault; Second Vice President Rabbitt; First Vice President Hill; President Cochran.

NOES (0): None.

ABSENT (9): Directors Conroy, Dorsey, Engardio, Garbarino, Moulton-Peters, Pahre, Safaí, Stefani and Thier.

(7) Status Report on the FY 23/24 Budget [15:05 Minutes Mark on the Audio Recording]

Acting Auditor-Controller and Budget and Electronic Revenue Director Jennifer Mennucci presented the staff report, which was for informational purposes only and no action was taken.

[15:50 Minutes Mark on the Audio Recording]

The following individual spoke under public comment:

- David Pilpel, San Francisco resident (remotely)

Ms. Mennucci confirmed that the District will fully use all the American Rescue Plan Act (ARP) funds. Mr. Mulligan added to her comments.

(8) Monthly Review of Golden Gate Bridge Traffic/Tolls and Bus and Ferry Transit Patronage/Fares (for Seven Months Ending January 2024) [18:09 Minutes Mark on the Audio Recording]

Acting Auditor-Controller and Budget and Electronic Revenue Director Jennifer Mennucci presented the staff report, which was for informational purposes only and no action was taken.

Mr. Mulligan spoke about the seasonal nature of Bridge traffic, and bus transit and ferry ridership, and commented that traffic and ridership are trending upwards in comparison to the same month the prior year. Ms. Mennucci commented that the District does budget to take into account these seasonal fluctuations.

Chair Rabbitt commented about seasonal travel fluctuations being more pronounced now that people can work from home, and commented about the value of the District's ability to look at historical trends.

Mr. Mulligan responded and provided more information about how the weather affects people's travel decisions.

- (9) **Monthly Review of Financial Statements (for Seven Months Ending January 2024)**
[22:39 Minutes Mark on the Audio Recording]
(a) **Statement of Revenue and Expenses**
(b) **Statement of Capital Programs and Expenditures**

Acting Auditor-Controller and Budget and Electronic Revenue Director Jennifer Mennucci presented the staff report, which were for informational purposes only and no actions were taken.

- (10) **Public Comment**

There were no public comments.

- (11) **Adjournment** **[23:10 Minutes Mark on the Audio Recording]**

All business having been concluded **Directors RODONI/SNYDER** moved and seconded that the meeting be adjourned at 11:26 a.m.

Carried

Respectfully submitted,

David Rabbitt, Chair
Finance-Auditing Committee

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February 23, 2024



**MINUTES OF THE RULES, POLICY AND INDUSTRIAL RELATIONS COMMITTEE/
COMMITTEE OF THE WHOLE**

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Honorable Board of Directors
Golden Gate Bridge, Highway
and Transportation District

Honorable Members:

The Rules, Policy, and Industrial Relations Committee/Committee of the Whole (Committee) of the Golden Gate Bridge, Highway and Transportation District (District) met in regular session in the Board Room, Administration Building, Golden Gate Bridge Toll Plaza, San Francisco, CA, on Friday, February 23, 2024, at 9:00 a.m., with Chair Hernández presiding. A remote audio option for public participation was available.

- (1) **Call to Order:** 9:00 a.m.
- (2) **Roll Call:** Senior Board Analyst Elizabeth Eells.

Committee Members Present (7): Chair Hernández; Vice Chair Moulton-Peters; Directors Garbarino, Grosboll, Hill and Pahre; President Cochran.

Committee Members Absent (2): Directors Conroy and Thier.

Other Directors Present (5): Directors Giudice, Mastin, Rabbitt, Rodoni and Thériault.

Committee of the Whole Members Present (12): Directors Garbarino, Giudice, Grosboll, Hernández, Mastin, Moulton-Peters, Pahre, Rodoni and Thériault; Second Vice President Rabbitt; First Vice President Hill; President Cochran.

Committee of the Whole Members Absent (7): Directors Conroy, Dorsey, Engardio, Safaí, Snyder, Stefani and Thier.

Staff Present: General Manager Denis Mulligan; Acting Auditor-Controller and Budget and Electronic Revenue Director Jennifer Mennucci; District Engineer Ewa Bauer-Furbush; Secretary of the District Amorette Ko-Wong; Attorney Kimon Manolius; Deputy General Manager/Bridge Division David Rivera; Deputy General Manager/Bus Transit Division Les Belton; Deputy General Manager/Ferry Division Michael Hoffman; Deputy General Manager/Administration and Development Kellee Hopper; Executive Administrator to the General Manager Justine Bock; Senior Board Analyst Elizabeth Eells.

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FEBRUARY 23, 2024/PAGE 2**

Copies of all reports are available on the District's web site at <https://www.goldengate.org/district/board-of-directors/meeting-documents/> or upon request from the Office of the District Secretary.

(3) Follow-Up to Compensation Study Findings [00:44 Minutes Mark on the Audio Recording]

Deputy General Manager/Administration and Development Kellee Hopper presented the staff report, which was for informational purposes only and no action was taken.

[03:58 Minutes Mark on the Audio Recording]

Chair Hernández thanked Ms. Hopper for the report. She expressed support for follow up staff actions to: 1) create a Compensation Policy to help guide staff to set compensation; and, 2) address the compensation of the positions that are shown to be “significantly out of sync with the employment marketplace” in the Compensation Study as outlined in the staff report on page 3.

Mr. Mulligan responded that staff would be pleased to develop and bring a draft Compensation Policy, including salary adjustments, back to the Committee and Board.

Director Grosboll also requested staff address the positions listed in the staff report. In addition, he requested that staff recommend an appropriate percentage range for salaries to differ from the average.

Mr. Mulligan verified that staff understands the Committee wants the compensation for the positions that are so different from the average to be addressed in the near future. He clarified that a thoughtful Compensation Policy could take some time and could apply to everyone.

Director Mastin asked if any agencies have policies related to positions being over compensated. He requested additional information about the District's position that was shown to be more than the average.

Mr. Mulligan responded that the District did identify a position that was significantly over the average and did take steps to reduce the salary.

President Cochran requested further information regarding the position whose salary was shown to be over the average.

Mr. Mulligan stated that the staff member's salary was reduced because the duties had significantly changed over time. The staff member agreed to the salary decrease and is still employed by the District.

Director Hill asked if salary and benefits are included in compensation. He also asked if CalPERS health insurance benefit savings would be calculated into total compensation.

Mr. Mulligan responded that the Compensation Study includes salary, benefits and health insurance savings.

Director Thériault expressed reservations about a universal Compensation Policy for employees who are represented and unrepresented. He expressed concern about how a Compensation Policy would be received in labor bargaining.

Mr. Mulligan said that staff would take all Board input into account.

Chair Hernández asked if the Compensation Study includes represented as well as unrepresented positions.

Mr. Mulligan responded that the Compensation Study includes represented and unrepresented positions, and is appreciated by those in represented positions.

In response to Director Thériault's comments, Director Rabbitt said that the County of Sonoma does not have a Compensation Policy for the reasons cited by Director Thériault. He expressed his view that policy comes out of labor negotiations and confirmed Sonoma County does have a goal of being within 5% of average compensation. He commented about the competitive nature and challenges of staff recruitment. He inquired about higher vacancy rates in District positions. He also inquired about the possibility of resetting salaries for those positions that have remained vacant for a longer period of time.

Mr. Mulligan confirmed that the District has had some recent success with 'hard to fill' positions.

Director Garbarino commented about the expense of replacing staff. She said that she has found paying people 5 to 10% over the average can be an effective recruitment tool and outlined a number of events they regularly organize and host.

Mr. Mulligan added that the District has found effective recruitment tools include vanpools and buses as well as placing more emphasis on the salary component of compensation.

Director Moulton-Peters offered to share the results of Marin Transit's Compensation Subcommittee Study.

Director Pahre suggested that staff contact Sonoma Marin Area Rail Transit (SMART) for information about its Compensation Study.

Mr. Mulligan stated that staff would follow up.

Chair Hernández expressed appreciation for the Committee's discussion and encouraged Directors to continue to provide input to staff. She stated that she believes the District has to recognize the contributions and value of its employees. She said she looks forward to having staff return to adjust those salaries that were found to be significantly under average, and at a later time, present a draft Compensation Policy.

[21:40 Minutes Mark on the Audio Recording]

The following individual spoke under public comment:

- David Pilpel, San Francisco resident (remotely)

(4) **Public Comment**

There was no Public Comment.

(5) **Adjournment [24:39 Minutes Mark on the Audio Recording]**

All business having been concluded, **Directors HILL/MASTIN** moved and seconded that the meeting be adjourned at 9:25 a.m.

Carried

Respectfully submitted,

Sabrina Hernández, Chair
Rules, Policy and Industrial Relations Committee

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GOLDEN GATE BRIDGE, HIGHWAY AND TRANSPORTATION DISTRICT

MEMORANDUM OF MINUTES

BOARD OF DIRECTORS MEETING

FEBRUARY 23, 2024

These minutes are supplemented by the audio recording that is posted online at:
<https://www.goldengate.org/district/board-of-directors/meeting-documents>

The Board of Directors (Board) of the Golden Gate Bridge, Highway and Transportation District (District) met in regular session in the Board Room, Administration Building, Golden Gate Bridge Toll Plaza, San Francisco, CA, on Friday, February 23, 2024, at 10:00 a.m., with President Cochran presiding. A second public location was made available via audio with Director Thier at The Alpine Lodge, Lobby, 264 Main Street, North Creek, NY 12853 and a remote audio option for public participation was available.

- (1) **CALL TO ORDER:** President Gerald D. Cochran.
- (2) **ROLL CALL:** Secretary of the District Amorette M. Ko-Wong. **[00:21 Minutes Mark on the Audio Recording]**

Directors Present (18): Directors Conroy, Dorsey, Engardio, Garbarino, Giudice, Grosboll, Hernández, Mastin, Moulton-Peters, Pahre, Rodoni, Snyder, Stefani, Thériault and Thier (remotely); Second Vice President Rabbitt; First Vice President Hill; President Cochran.

Directors Absent (1): Director Safaí.

Staff Present: General Manager Denis Mulligan; Acting Auditor-Controller and Budget and Electronic Revenue Director Jennifer Mennucci; District Engineer Ewa Bauer-Furbush; Secretary of the District Amorette Ko-Wong; Attorney Kimon Manolius; Deputy General Manager/Bridge Division David Rivera; Deputy General Manager/Bus Transit Division Les Belton; Deputy General Manager/Ferry Division Michael Hoffman; Deputy General Manager/Administration and Development Kellee Hopper; Executive Administrator to the General Manager Justine Bock; Senior Board Analyst Elizabeth Eells.

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- (3) **PLEDGE OF ALLEGIANCE:** First Vice President Hill **[01:51 Minutes Mark on the Audio Recording]**
- (4) **PUBLIC COMMENT:** **[02:18 Minutes Mark on the Audio Recording]**

The following individuals spoke under Public Comment:

- Dave Rhody, The Climate Reality Project (in person)
- David Pilpel, San Francisco resident (remotely)
- Shane Weinstein, Amalgamated Transit Union (ATU), Local 1575 (in person)

[12:25 Minutes Mark on the Audio Recording]

President Cochran and General Manager Denis Mulligan thanked all those who made public comments. Mr. Mulligan responded to the comments. He indicated that the Board is engaged in a strategic planning process, and the Advisory Committee is finishing its work and will make information available to the Board and public in the relatively near future. He spoke about the Golden Gate Transit Amalgamated Retirement Plan (GGTARP) subsidies. He reviewed the District's communications systems, which include radio, and confirmed the District has redundancy. He explained that the GGTARP's actuary, Graham Schmidt, used the term subsidy when he referred to the early retiree and spousal subsidies.

- (5) **CONSENT CALENDAR:** **[16:11 Minutes Mark on the Audio Recording]**

Director Thériault stated he did not attend the meetings and would not vote on the Consent Calendar.

Directors GARBARINO/RABBITT moved and seconded to approve the Consent Calendar. All items were approved by the following vote of the Board of Directors:

AYES (16): Directors Dorsey, Engardio, Garbarino, Giudice, Grosboll, Hernández, Mastin, Moulton-Peters, Pahre, Rodoni, Snyder, Stefani and Thier (remotely); Second Vice President Rabbitt; First Vice President Hill; President Cochran.

NOES (0): None.

ABSTENTION (1): Director Thériault.

ABSENT (2): Directors Conroy and Safaí.

- (A) **Approve the Minutes of the following Meetings:**

- (1) Building and Operating Committee of January 25, 2024;
- (2) Finance-Auditing Committee of January 25, 2024;
- (3) Rules, Policy and Industrial Relations Committee of January 25, 2024;
- (4) Governmental Affairs and Public Information Committee of January 26, 2024; and,

(5) Board of Directors of January 26, 2024.

Carried

(B) **Ratification of Previous Actions by the Auditor-Controller**
Resolution No. 2024-008 (as detailed in the February 22, 2024, Finance-Auditing Committee meeting)

- (1) Ratifies Commitments and/or Expenditures
- (2) Ratifies Previous Investments
- (3) Authorizes Reinvestments
- (4) Accepts Investment Reports for January 2024

Adopted

(6) **REPORTS OF OFFICERS:**

(A) **General Manager** [17:09 Minutes Mark on the Audio Recording]

Mr. Mulligan presented the General Manager Report and indicated the report was reissued for a Bay Area Return to Office Survey for January 2024 link. He highlighted a few items in the report including: 1) Bridge traffic and transit ridership are trending upward; 2) the Golden Gate Transit Amalgamated Retirement Plan (GGTARP) Board of Trustees, under the leadership of Chris Snyder, took action and removed the spousal subsidy from the GGTARP; and, 3) recognition of Willie Gibson, Keith Nunn, Wilson Lau, and Avninder Khaira for their District service.

[Director Conroy arrived.]

[24:31 Minutes Mark on the Audio Recording]

Director Thériault explained the GGTARP Board of Trustees considered and deadlocked on the spousal subsidy about two years prior.

Director Grosboll inquired about the District's plan to follow up on the Pedestrian and Bicycle Advisory Committee's (PBAC) recommendations regarding signage.

Director Mastin commented about the GGTARP update in the GM report and said he looks forward to seeing the Trustees take additional steps this year.

Director Hill said he attends the PBAC meetings, has an interest in wayfinding and looks forward to hearing about the District's proposed follow up to the wayfinding recommendations.

Director Snyder said the conversation was very positive at the recent GGTARP Rehabilitation Plan meeting. He reported the newly hired actuary would review and develop options for the GGTARP.

Mr. Mulligan responded to the inquiries. He stated that the District receives many suggestions and addresses those ideas based on a number of factors including benefit, viability and resource availability. He added that staff would evaluate signage as well as continue its work on other large and important projects, such as Alexander Avenue.

(B) Attorney [28:12 Minutes Mark on the Audio Recording]

Attorney Kimon Manolius presented the Attorney Report, which was for informational purposes only and no action was required.

(C) District Engineer [28:33 Minutes Mark on the Audio Recording]

District Engineer Ewa Bauer-Furbush presented the District Engineer Report, which was for informational purposes only and no action was taken. She provided updates on a few projects:

- Seismic Retrofit
- Suicide Deterrent System (SDS) and Traveler System
- Alexander Avenue Survey and Improvement Design Services

[30:31 Minutes Mark on the Audio Recording]

Director Pahre commented about the Gamboa family's absence after attending almost all Board meetings for about a decade, and asked staff to continue to provide them with updates about the SDS project.

Director Hill expressed appreciation for Engineering staff's work on Alexander Avenue.

Ms. Bauer-Furbush confirmed that staff would provide the Gamboa family with updates.

(7) OTHER REPORTS:

There were no Other Reports to discuss.

(8) REPORT OF COMMITTEES: [32:53 Minutes Mark on the Audio Recording]

Attorney Manolius stated that Director Thier has recused herself for Item No. 8.A.

[Director Thier departed.]

**(A) Building and Operating Committee/Committee of the Whole [33:19 Minutes Mark on the Audio Recording]
February 22, 2024
Chair Patricia Garbarino**

Chair Garbarino expressed appreciation for the hard work of District Engineer Ms. Bauer-Furbush and her staff.

(1) Approve Actions Relative to the Preconstruction Phase of *The Golden Gate Suspension Bridge Seismic Retrofit Project* [33:48 Minutes Mark on the Audio Recording]

Directors GARBARINO/RABBITT

Resolution No. 2024-009 approves the following actions relative to the Preconstruction Phase of the *Golden Gate Suspension Bridge Seismic Retrofit Project* (Project #1923):

- (a) Authorizes execution of Professional Services Agreement (PSA) No. 2023-B-015, *Golden Gate Suspension Bridge Seismic Retrofit CMGC Preconstruction Services*, with Halmar International, LLC, Nanuet, NY, in an amount not-to-exceed \$5,754,332, for Construction Manager/General Contractor (CMGC) preconstruction services subject to the District receiving the Federal Highway Administration's (FHWA) approval of the award prior to the PSA execution;
- (b) Authorizes execution of PSA No. 2023-B-042, *Golden Gate Suspension Bridge Seismic Retrofit ICE Services*, with Leland Saylor Associates, Walnut Creek, CA, in an amount not-to-exceed \$1,514,263, for Independent Cost Estimator (ICE) preconstruction services, subject to the District receiving the California Department of Transportation's (Caltrans) approval of the award prior to the PSA execution;
- (c) Authorizes execution of the Fourteenth Amendment to PSA No. 2010-B-1, with HDR Engineering, Inc., Walnut Creek, CA, in an amount not-to-exceed \$5,543,833, for additional engineering design services to finalize the Project construction documents and to assist the District in establishing construction price and schedule for the Project during the Preconstruction Phase; and,
- (d) Authorizes an \$8,540,031 increase, to be funded with District reserves, in the FY 23/24 Bridge Division Capital Budget for Project #1923 to finance the estimated \$15,913,057 in costs for the District's staff and consultant services, and other expenses required to develop the final construction documents and the construction price and schedule, for the total Project budget of \$19,845,538.

Adopted

AYES (17): Directors Conroy, Dorsey, Engardio, Garbarino, Giudice, Grosboll, Hernández, Mastin, Moulton-Peters, Pahre, Rodoni, Snyder, Stefani and Thériault; Second Vice President Rabbitt; First Vice President Hill; President Cochran.

NOES (0): None.

ABSENT (2): Directors Safaí and Thier.

- (B) Meeting of the Finance-Auditing Committee/Committee of the Whole [37:29
Minutes Mark on the Audio Recording]
February 22, 2024
Chair David Rabbitt**

- (1) **Approve Renewal of the Marine Insurance Program [37:40 Minutes Mark on the Audio Recording]**

Directors RABBITT/GIUDICE

Resolution No. 2024-010 approves the Marine Insurance Program, effective February 20, 2024, as follows:

- (a) Renews Protection & Indemnity coverage with the Steamship Mutual Protection and Indemnity Club (Club) for a one-year term, with a limit of \$1 billion for each occurrence/annual aggregate in excess of a per occurrence deductible of \$55,000 and annual aggregate deductible of \$350,000 for a total premium of \$502,731;
- (b) Renews Hull & Machinery, Increased Value and War coverage including Terrorism and Risk Insurance Act (TRIA) coverage with Travelers, The Hartford and Liberty for a one-year term, with insured hull limits per values in excess of the same \$200,000 deductible for a total premium of \$284,641;
- (c) Renews Marine General Liability coverage with Liberty Mutual for a one-year term, with a limit of \$1 million occurrence and \$2 million aggregate, in excess of a per occurrence deductible of \$10,000 for a total premium of \$30,500;
- (d) Binds Excess Marine General Liability Insurance program with Navigators, Liberty, Core Specialty, Great American, Endurance, and Continental for a one-year term with a liability limit of \$50 million for each occurrence/annual aggregate in excess of a \$10,000 self-insured retention (SIR) for a total premium of \$118,375; and,
- (e) Binds Vessel Pollution Liability coverage with Great American for a one-year term, with a limit of \$5 million for a total premium of \$6,920.

Adopted

AYES (18): Directors Conroy, Dorsey, Engardio, Garbarino, Giudice, Grosboll, Hernández, Mastin, Moulton-Peters, Pahre, Rodoni, Snyder, Stefani, Thériault and Thier (remotely); Second Vice President Rabbitt; First Vice President Hill; President Cochran.

NOES (0): None.

ABSENT (1): Director Safaí.

- (9) **ADDRESSES TO BOARD:**

There were no Addresses to Board.

(10) **SPECIAL ORDER OF BUSINESS:**

(A) **Action to Delegate to the General Manager the Authority to Make Transit Service Level Adjustments Through March 1, 2025 [39:33 Minutes Mark on the Audio Recording]**

Mr. Mulligan presented the staff report. He spoke about the COVID-19 pandemic conditions that led to the delegation, and said the action has to be renewed annually. He explained the delegation allows him to rapidly make changes to transit service to meet ridership changes, and this capability has helped keep District expenses in line with demand.

Directors GIUDICE/GARBARINO

Resolution No. 2024-011 approves the following actions:

- (1) Temporarily waives Board Procedural Rules and Policies that would otherwise apply to transit service level adjustments through March 1, 2025; and,
- (2) Delegates to the General Manager authority to make transit service level adjustments as necessary and appropriate to address shifting ridership demand and community needs, consistent with federal and state laws, and the Golden Gate Bridge, Highway and Transportation District's approved annual budget.

Adopted

AYES (18): Directors Conroy, Dorsey, Engardio, Garbarino, Giudice, Grosboll, Hernández, Mastin, Moulton-Peters, Pahre, Rodoni, Snyder, Stefani, Thériault and Thier (remotely); Second Vice President Rabbitt; First Vice President Hill; President Cochran.

NOES (0): None.

ABSENT (1): Director Safaí.

(11) **UNFINISHED BUSINESS**

There was no Unfinished Business.

(12) **NEW BUSINESS**

There was no New Business.

(13) **COMMUNICATIONS [42:14 Minutes Mark on the Audio Recording]**

President Cochran stated that copies of Communications are available from the District Secretary's Office.

(14) ADJOURNMENT: [42:31 Minutes Mark on the Audio Recording]

All business having been concluded Directors HILL/GIUDICE moved and seconded that the meeting be adjourned in honor of Richard Benjamin and Carolyn Kabanuck at 10:43 a.m.

Carried

Respectfully submitted,

Amorette M. Ko-Wong
Secretary of the District

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DRAFT

**AGENDA ITEM NO. 5.B.
RATIFICATION OF PREVIOUS ACTIONS BY THE AUDITOR-CONTROLLER
FINANCE-AUDITING COMMITTEE OF MARCH 21, 2024**

(B) Ratification of Previous Actions by the Auditor-Controller:

(1) Staff Report

The previous actions by the Auditor-Controller were presented to the Finance-Auditing Committee for approval at the meeting of March 21, 2024. The staff report can be found on the District's web site at <https://www.goldengate.org/district/board-of-directors/meeting-documents>.

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