



April 17, 2020

BOARD OF DIRECTORS MEETING
FRIDAY, APRIL 24, 2020

(5) **CONSENT CALENDAR:**

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

- (1) Finance-Auditing Committee of March 27, 2020;
- (2) Board of Directors of March 27, 2020; and
- (3) Board of Directors of April 10, 2020.

Motion

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

- (1) Ratify Commitments and/or Expenditures
- (2) Ratify Previous Investments
- (3) Authorize Investments
- (4) Accept Investment Report, March 2020

Resolution

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March 27, 2020



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

Executive Order N-25-20 and N-29-20, issued by the Governor of the State of California, in which portions of the Ralph M. Brown Act are suspended and allows, all Board members, staff and the public to participate by telephone.

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

Honorable Members:

A meeting of the Finance-Auditing Committee/Committee of the Whole (Committee) of the Golden Gate Bridge, Highway and Transportation District (District) via audio conference, on Friday, March 27, 2020, at 9:00 a.m., Chair Sobel presiding.

- (1) **Call to Order:** 9:00 a.m.
- (2) **Roll Call:** Secretary of the District Amorette M. Ko-Wong.

Committee Members Present (6): Chair Sobel; Vice Chair Fredericks; Directors Cochran, Grosboll and Moylan; President Pahre.

Committee Members Absent (1): Director Yee.

Other Directors Present (6): Directors Belforte, Fewer, Hernández, Hill, Mastin and Theriault.

Committee of the Whole Members Present (12): Directors Belforte, Fewer, Fredericks, Grosboll, Hernández, Hill, Mastin, Moylan and Sobel; Second Vice President Cochran; First Vice President Theriault; President Pahre.

Committee of the Whole Members Absent (5): Directors Arnold, Garbarino, Rabbitt, Sears and Yee.

[Note: On this date, there were two vacancies on the Board of Directors.]

Staff Present: General Manager Denis Mulligan; Auditor-Controller Joseph Wire; District Engineer Ewa Bauer-Furbush; Secretary of the District Amorette Ko-Wong; Attorney Kimon Manolius; Attorney Madeline Chun, Deputy General Manager/Administration and Development Kellee Hopper; Deputy General Manager/Bridge Steve Miller; Deputy General Manager/Bus Transit Mona Babauta; Deputy General Manager/Ferry James Swindler; Executive Assistant to the General Manager Justine Bock; Senior Board Analyst Elizabeth Eells

Visitors Present: Lesley Murphy, PFM Asset Management, LLC.

(3) Ratification of Previous Actions by the Auditor-Controller

(a) Staff Report

In a memorandum to the Committee, Auditor-Controller Joseph Wire and General Manager Denis Mulligan reported on the commitments, disbursements and investments made on behalf of the District. The report included a copy of the District's "Investment Report" for February 2020 from PFM Asset Management, LLC (PFM). A copy of the staff report is available on the District's web site or upon request from the Office of the District Secretary.

At the meeting, PFM Senior Managing Consultant Lesley Murphy reviewed the Investment Report. She noted that parts of it were already out of date due to the quickly changing market conditions caused by the COVID-19 pandemic. She stated U.S. Treasury yields fell due to concerns about the spread of the virus, and in March U.S. Treasury yields fell below 1% for the first time ever. She noted that yields on longer term securities have rebounded, and 30 year securities are at 1.34%.

She reviewed data about the spread of COVID-19 and the possible effects on the world economy and growth forecast. She said one-third of Americans are officially under Shelter-in-Place (SIP) Orders, and as a result, a large volume of business and economic activity has come to a halt. She reported that since the Investment Report was issued, the official economic growth forecast for 2020 has become more grim. Many economists from major U.S. banking institutions are projecting economic activity in the second quarter of 2020 to be very low, and the drop could be 8% to 25%. She noted that even though a rebound is expected in the second half of the year, most economists expect U.S. Gross Domestic Product growth to be negative in 2020.

Ms. Murphy stated that in the meantime, the Federal Reserve and Congress are doing everything they can to prop up the economy. The Federal Reserve slashed interest rates to almost zero, and launched a series of asset purchase programs, which are designed to support businesses and provide liquidity to the market. Congress introduced the Coronavirus Aid, Relief, and Economic Security (CARES) Act, which is the largest economic stimulus bill and has about \$2 trillion to provide relief to individuals and businesses that have been negatively affected by the COVID-19 outbreak. She noted that although the CARES Act is expected to pass today its passage is not likely to end economic volatility.

[Director Hill joined the call, and with his arrival, the Committee became a Committee of the Whole.]

Ms. Murphy said that PFM puts a priority on maintaining the safety and credit worthiness of the District's portfolio. She noted the PFM Credit Committee suspended the purchase of non-government securities until the market stabilizes. She added that PFM continues to ensure the District has liquidity which can be especially important in uncertain times. She pointed out that the District holds \$39 million in Local Agency Investment Funds (LAIF) which are accessible with one day of notice. She added that PFM has been transferring the

proceeds of maturing securities into liquid vehicles rather than reinvesting the proceeds into individual securities with low yields. She said this action will provide additional income over the near term.

Ms. Murphy confirmed the District's portfolio is in compliance with Board policy and the law, and is well-diversified. She said that PFM puts a priority on maintaining the safety and credit worthiness of the District's portfolio.

(b) Discussion by the Committee

Chair Sobel asked about the equity market volatility and whether PFM thinks this will continue with increases over time. Ms. Murphy responded that the equity market is difficult to predict and that the situation is unprecedented with a health pandemic affecting economic activity. She said PFM does expect continued volatility for some time and will make adjustments as required to the District portfolio.

Chair Sobel asked if PFM is predicting net losses by percentage for the District portfolio over the next three quarters. Ms. Murphy responded that PFM monitors current yields and maturing securities in a portfolio. She said that federal fund traders think the Federal Reserve overnight interest rate will not change over the rest of this calendar year. She noted the District has the option of leaving money in LAIF funds, which currently have a higher yield. She added that over time, the LAIF securities will mature and will be reinvested at current market rates. She summarized that the District is back in a zero percent interest rate environment, which is similar to what occurred in 2008. She noted that conditions are different, and it will be interesting to see how the CARES Act bolsters the economy and how the market reacts to the various developments.

Chair Sobel thanked Ms. Murphy and wished her well.

(c) Action by the Committee

Staff recommended and the Committee concurred by motion made and seconded by **Directors FREDERICKS/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 approve the following actions:

- (i) Ratify commitments and/or expenditures totaling \$63,097.00 during the period of February 1, 2020 through February 29, 2020;
- (ii) Ratify ratifies investments made during the period February 18, 2020 through March 17, 2020;
- (iii) Authorize the reinvestment, within the established policy of the Board, of any investments maturing between March 18, 2020 and April 14, 2020, as well as the investment of all other funds not required to cover expenditures which may become available; and,
- (iv) Accept the Investment Report for February 2020.

**Action by the Board at its meeting of March 27, 2020 – Resolution
CONSENT CALENDAR**

- AYES (10):** Directors Fredericks, Grosboll, Hernández, Hill, Mastin, Moylan and Sobel; Second Vice President Cochran; First Vice President Theriault; President Pahre.
- NOES (0):** None.
- ABSENT (7):** Directors Arnold, Belforte, Fewer, Garbarino, Rabbitt, Sears and Yee.

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

(a) Budget Increase in the FY 19/20 Bus Division Capital Budget for Zero Emission Bus (ZEB) Fleet/Infrastructure Analysis (Project # 1932)

(i) Staff Report

In a memorandum to the Committee, Director of Maintenance/Bus Division Keith Nunn, Deputy General Manager/Bus Division Mona Babauta and General Manager Denis Mulligan reported on staff's recommendation to authorize a budget increase in the amount of \$110,082.54 to the FY 19/20 Bus Division Capital Budget for Project #1932, *Zero Emission Bus (ZEB) Fleet/Infrastructure Analysis* in order to fully fund Contract No. 2019-BT-079, *Zero Emission Bus (ZEB) Transition Rollout Plan and Analysis Services*. A copy of the staff report is available on the District's web site or upon request from the Office of the District Secretary.

(ii) Presentation by Staff

At the meeting, Ms. Babauta reviewed the staff report. She stressed that this plan must be completed and adopted by the Board by June 2020 in order to meet the State of California's deadline of July 1, 2020.

(iii) Action by the Committee

Staff recommended and the Committee concurred by motion made and seconded by **Directors FREDERICKS/GROSBOLL/** 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 authorize a budget increase in the amount of \$110,082.54 to the FY 19/20 Bus Division Capital Budget for Project #1932, *Zero Emission Bus (ZEB) Fleet/Infrastructure Analysis* in order to fully fund Contract No. 2019-BT-079, *ZEB Transition Rollout Plan and Analysis Services* for a total project budget of \$235,082.54.

**Action by the Board at its meeting of March 27, 2020 – Resolution
NON-CONSENT CALENDAR**

**FINANCE-AUDITING COMMITTEE/COMMITTEE OF THE WHOLE
MARCH 27, 2020/PAGE 5**

AYES (10): Directors Fredericks, Grosboll, Hernández, Hill, Mastin, Moylan and Sobel; Second Vice President Cochran; First Vice President Theriault, President Pahre.

NOES (0): None.

ABSENT (7): Directors Arnold, Belforte, Fewer, Garbarino, Rabbitt, Sears and Yee.

(5) Authorize Actions Related to Grant Programs

No actions required authorization.

(6) Authorize Execution of the Second Amendment to Contract No. 2017-B-4, Replacement Toll Collection System, with Kapsch TrafficCom IVHS Inc. and Actions Relative to Capital Project #1525, Toll System Upgrade

(a) Staff Report

In a memorandum to the Committee, Director of Budget and Electronic Revenue Jennifer Mennucci, Auditor-Controller Joseph Wire, and General Manager Denis Mulligan reported on staff's recommendation to authorize the General Manager, or his designee, to take actions relative to Contract No. 2017-B-04, *Replacement Toll Collection System* (Contract) with Kapsch TrafficCom IVHS, Inc. (Kapsch) and actions relative to Capital Project 1525, *Toll System Upgrade*. A copy of the staff report is available on the District's web site or upon request from the Office of the District Secretary.

(b) Presentation by Staff

At the meeting, Mr. Wire summarized the staff report. He reported that in March 2017, the Board authorized the implementation of an open road tolling system on a gantry south of the toll plaza. He said the project is proceeding and will be completed in the next several years. Staff is requesting the Board approve an intermediate system that will replace toll equipment on the Bridge under the existing toll canopy and allow the District to bridge the time to complete the new open road tolling system and install it on a gantry. Mr. Wire stated that the project team did not originally envision having to install an intermediate system, but staff has found that the project has taken longer to implement than anticipated. He highlighted that as a result, the life span of the existing tolling system is insufficient to reach the project completion date. He added that Kapsch will install and fully maintain the intermediate tolling system above the toll lanes. He said this change will eliminate the issue of vehicles hitting and damaging the toll system equipment.

(c) Discussion by the Committee

Director Hill asked if the new open road tolling system will factor in weight, speed, and the number of passengers in the vehicle. Mr. Mulligan responded that the intermediate tolling system equipment is based on current technology, which is a license plate and transponder-based system.

President Pahre asked if District staffing levels will be affected by having Kapsch do all the maintenance under the proposed contract change. Mr. Wire responded that the District staffing levels will not be affected by having Kapsch do all the maintenance.

(d) Action by the Committee

Staff recommended and the Committee concurred by motion made and seconded by **Directors FREDERICKS/MOYLAN** 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 authorize the General Manager, or his designee, to take actions relative to Contract No. 2017-B-04, *Replacement Toll Collection System* with Kapsch TrafficCom IVHS, Inc., and actions relative to Contract No. 2018-B-05, *Consultants to Provide Technical Support for Toll Operations* and Capital Project 1525, *Toll System Upgrade* as follows:

- (i) Amend Contract No. 2017-B-04 to add system design services, hardware, software, and implementation services for interim toll collection system in the existing toll plaza at a cost of \$1,734,673;
- (ii) Amend Contract No. 2017-B-04 to add maintenance and operation services for the interim toll collection system, beginning November 2020, at a rate of \$36,881 per month, for 24 months;
- (iii) Amend Contract No. 2017-B-04 to allow for a ten percent contingency of \$17,347 for hardware and \$3,688 per month for maintenance and operation services (\$88,512 in total for a 24-month period);
- (iv) Amend Contract No. 2018-B-05 to increase the not-to-exceed contract amount by \$300,000 to the new amount of \$3,300,000 to allow for continued and additional consultant support for the interim toll collection system implementation; and,
- (v) Authorize a budget increase of \$2,538,848 in the FY 19/20 Bridge Division Capital Budget for Project #1525, to be funded with 100% District funds, for a revised total project budget of \$8,480,848.

**Action by the Board at its meeting of March 27, 2020 – Resolution
NON-CONSENT CALENDAR**

AYES (10): Directors Fredericks, Grosboll, Hernández, Hill, Mastin, Moylan and Sobel; Second Vice President Cochran; First Vice President Theriault, President Pahre.

NOES (0): None.

ABSENT (7): Directors Arnold, Belforte, Fewer, Garbarino, Rabbitt, Sears and Yee.

(7) Approve Actions Relative to IFAS Financial Management System Upgrade

(a) Staff Report

**FINANCE-AUDITING COMMITTEE/COMMITTEE OF THE WHOLE
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In a memorandum to the Committee, Senior Project Manager Malini Brown, Chief Technology Director Fang Lu, Deputy General Manager/Administration and Development Kellee Hopper and General Manager Denis Mulligan reported on staff's recommendation to authorize execution of the Tenth Amendment to the Professional Services Agreement with Superior, LLC, relative to Contract No. 2003-D-1, *Financial Management System and Other Related Items*, in the amount of \$531,040 and establish a contingency in the amount of \$41,208; and, authorize the General Manager to execute a Professional Services Agreement with Koa Hills Consulting LLC, relative to Contract No. 2020-D-019, *IFAS Upgrade Consulting Services*, in the amount of \$348,528 and establish a contingency in the amount of \$69,706. A copy of the staff report is available on the District's web site or upon request from the Office of the District Secretary.

(b) Presentation by Staff

At the meeting, Ms. Hopper reviewed the staff report. She explained that the District has a procurement project for a new enterprise resource system (ERP) as its new financial management system. Ms. Hopper noted that last August, the District received notification from its current financial management system vendor Superior, LLC (Superior) that they would no longer support IFAS legacy systems such as Microsoft 2003 or 2008 servers because Microsoft no longer supports these systems. She explained that as a result, the District must complete a server migration and upgrade IFAS to Superior's current Finance Enterprise version by October 2020. Unfortunately the procurement for a large ERP system will not be completed by October; therefore, the District must purchase an interim solution. Koa Hills Consulting LLC (Koa Hill) has extensive experience upgrading organizations from IFAS to Finance Enterprise, is already providing consulting services to the District for the ERP replacement project, and understands the District's current and future operational needs. She said Koa Hills services are necessary to assist the District to upgrade IFAS to Finance Enterprise.

(c) Action by the Committee

Staff recommended and the Committee concurred by motion made and seconded by **Directors FREDERICKS/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 approve actions relative to IFAS Financial Management System upgrade as follows:

- (i) Authorize the General Manager to execute the Tenth Amendment to the Professional Services Agreement with Superior, LLC (Superior), Lake Mary, FL, relative to Contract No. 2003-D-1, *Financial Management System and Other Related Items*, in the amount of \$531,040, and establish a contract contingency in the amount of \$41,208, for the migration of the District's Financial, Human Resources, and Payroll system, IFAS version 7.9, to Superior's cloud-based solution, Finance Enterprise;

- (ii) Find and determine that it is in the District's best interest to waive the competitive solicitation requirements and authorize the General Manager to execute a Professional Services Agreement with Koa Hills Consulting LLC of Reno, NV, relative to Contract No. 2020-D-019, *IFAS Upgrade Consulting Services*, for the provision of technical and project management support for the migration of IFAS to Finance Enterprise for one-year term in the amount of \$348,528, and to establish a contract contingency in the amount of \$69,706; and,
- (iii) Establish a new capital project, *Financial Management System Upgrade* (Project #2018), for the upgrade of IFAS, with a budget total of \$700,000, which amount comprises the professional services component, contingency amounts, and 5% for general project expenditures.

**Action by the Board at its meeting of March 27, 2020 – Resolution
NON-CONSENT CALENDAR**

AYES (10): Directors Fredericks, Grosboll, Hernández, Hill, Mastin, Moylan and Sobel; Second Vice President Cochran; First Vice President Theriault, President Pahre.

NOES (0): None.

ABSENT (7): Directors Arnold, Belforte, Fewer, Garbarino, Rabbitt, Sears and Yee.

(8) Receive the Independent Auditor's Engagement Letter for the Annual Financial Audit for the Year Ending June 30, 2020, as Submitted by Eide Bailly, LLP (Formally Known as Vavrinek, Trine, Day & Co., LLP)

(a) Staff Report

In a memorandum to the Committee, Director of Accounting Cody Smith, Auditor-Controller Joseph Wire and General Manager Denis Mulligan reported on staff's recommendation to receive the independent auditor's engagement letter for services related to the annual financial audit for the fiscal year ending June 30, 2020. A copy of the staff report is available on the District's web site or upon request from the Office of the District Secretary.

(b) Presentation by Staff

At the meeting, Mr. Wire reviewed the staff report.

(c) Discussion by the Committee

Chair Sobel asked about the cost of the audit. Mr. Wire responded the cost is just under \$100,000 a year. He added that the District is in the third year of a five-year contract with this vendor.

(d) Action by the Committee

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

RECOMMENDATION

The Finance-Auditing Committee/Committee of the Whole recommends the Board of Directors receive the independent auditor's engagement letter for services related to the annual financial audit for the year ending June 30, 2020, as submitted by Eide Bailly, LLP, formerly known as Vavrinek, Trine, Day & Co., LLP.

**Action by the Board at its meeting of March 27, 2020 – Resolution
NON-CONSENT CALENDAR**

AYES (10): Directors Fredericks, Grosboll, Hernández, Hill, Mastin, Moylan and Sobel; Second Vice President Cochran; First Vice President Theriault, President Pahre.

NOES (0): None.

ABSENT (7): Directors Arnold, Belforte, Fewer, Garbarino, Rabbitt, Sears and Yee.

(9) Monthly Review of Golden Gate Bridge Traffic/Tolls and Bus and Ferry Transit Patronage/Fares (for Eight Months Ending February 2020)

(a) Staff Report

In a memorandum to Committee, Auditor-Controller Joseph Wire, and General Manager Denis Mulligan provided schedules and charts for informational purposes only and no action is recommended. A copy of the staff report is available on the District's web site or upon request from the Office of the District Secretary.

(10) Monthly Review of Financial Statements (for Eight Months Ending February 2020)

(a) Statement of Revenue and Expenses

In a memorandum to Committee, Auditor-Controller Joseph Wire, and General Manager Denis Mulligan provided financial statements for informational purposes only and no action was recommended.

Mr. Wire stated that he will provide more detail in April after the conclusion on the quarter. He noted the reports do not yet reflect any of the changes in the District's revenues as a result of the Shelter-in-Place (SIP) caused by the COVID-19 pandemic. He pointed out revenues increased slightly because this is leap year and there was an extra day in February.

(b) Statement of Capital Programs and Expenditures

In a memorandum to Committee, Analyst of Capital and Grant Programs Clifford Duong, Director of Capital and Grant Programs Amy Frye, Auditor-Controller Joseph Wire and General Manager Denis Mulligan provided financial statements for informational purposes only and no action was recommended.

Copies of the reports for Item Nos. 10.a. and 10.b. are available on the District's web site or upon request from the Office of the District Secretary.

(c) Discussion by Committee

Director Hill asked if the increase in revenue for bridge traffic and transit ridership is solely the result of an extra day in February. Mr. Wire responded that when the District's Budget was created for the year, staff did not factor in an extra day of revenue in February. He said the additional full day of tolls and fares is noticeable. He noted that ferry ridership did increase more than anticipated.

Chair Sobel commented that he anticipates the Board will be quite surprised by next month's financial reports which will reflect decreased vehicle traffic and bus and ferry ridership as a result of the SIP. He asked if Mr. Mulligan would address the decreased vehicle traffic and bus and ferry ridership in the General Manager Report to the Board of Directors. Mr. Mulligan responded he will address the decreased vehicle traffic and bus and ferry ridership under agenda item 10.A. Special Order of Business at today's Board of Directors meeting.

(11) Closed Session

Attorney Kimon Manolius, at the request of Chair Sobel, stated that the Committee would convene in Closed Session, as permitted by the Brown Act, to discuss the following matter, listed on the Agenda as Item No 10(a):

- (a) Conference with Legal Counsel – Existing Litigation
Pursuant to Government Code Section 54956.9(a)
Report of Athens Administrators, Inc.

- (i) Tony Trujillo v. Golden Gate Bridge, Highway and Transportation District.

[Directors Belforte and Fewer joined the call.]

After Closed Session, Chair Sobel called the meeting to order in Open Session with a quorum present. Attorney Manolius stated that the Committee had met in Closed Session, as permitted by the Brown Act, to discuss the matter listed under Closed Session, outlined above. He reported that the Committee was briefed by its negotiators, and gave appropriate guidance for this matter.

(12) Public Comment

There was no public comment.

(13) Adjournment

All business having been concluded, the meeting was adjourned at 10:00 a.m.

Respectfully submitted,

Brian Sobel, Chair
Finance-Auditing Committee



2020-03

GOLDEN GATE BRIDGE, HIGHWAY AND TRANSPORTATION DISTRICT

MEMORANDUM OF MINUTES

BOARD OF DIRECTORS MEETING

MARCH 27, 2020

Executive Order N-25-20 and N-29-20, issued by the Governor of the State of California, in which portions of the Ralph M. Brown Act are suspended and allows, all Board members, staff and the public to participate by telephone.

The Board of Directors (Board) of the Golden Gate Bridge, Highway and Transportation District (District) met in regular session via audio conference, on Friday, March 27, 2020, at 10:05 a.m., President Pahre presiding.

- (1) **CALL TO ORDER:** President Barbara L. Pahre.
- (2) **ROLL CALL:** Secretary of the District Amorette M. Ko-Wong.

Directors Present (15): Directors Arnold, Belforte, Fewer, Fredericks, Garbarino, Grosboll, Hernández, Hill, Mastin, Moylan, Sears and Sobel; Second Vice President Cochran; First Vice President Theriault; President Pahre.

Directors Absent (2): Directors Rabbitt and Yee.

[Note: On this date, there were two vacancies on the Board of Directors.]

Staff Present: General Manager Denis Mulligan; Auditor-Controller Joseph Wire; District Engineer Ewa Bauer-Furbush; Secretary of the District Amorette Ko-Wong; Attorney Kimon Manolius; Attorney Molly Kaban; Deputy General Manager/Administration and Development Kellee Hopper; Deputy General Manager/Bridge Steve Miller; Division Deputy General Manager/Bus Transit Mona Babauta; Deputy General Manager/Ferry James Swindler; Executive Assistant to the General Manager Justine Bock; Senior Board Analyst Elizabeth Eells.

Visitors Present: Manuel Gamboa, Sacramento County Resident.

- (3) **PLEDGE OF ALLEGIANCE:** Director Patricia Garbarino
- (4) **PUBLIC COMMENT:**

**BOARD OF DIRECTORS MEETING
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(A) Public Comment

Manuel Gamboa, Sacramento County Resident, thanked the District for its support of the Suicide Deterrent System (SDS) construction project. He said his son jumped off the Golden Gate Bridge in September 2013, and the barrier will save lives. He expressed his appreciation for the District's efforts. He wished everyone good health and well-being.

(5) CONSENT CALENDAR:

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

AYES (15): Directors Arnold, Belforte, Fewer, Fredericks, Garbarino, Grosboll, Hernández, Hill, Mastin, Moylan, Sears and Sobel; Second Vice President Cochran; First Vice President Theriault; President Pahre.

NOES (0): None.

ABSENT (2): Directors Rabbitt and Yee.

(A) Approve the Minutes of the following Meetings

- (1) Building and Operating Committee of February 27, 2020
- (2) Finance-Auditing Committee of February 27, 2020;
- (3) Rules, Policy and Industrial Relations Committee of February 28, 2020; and,
- (4) Board of Directors of February 28, 2020. **Carried**

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

Resolution No. 2020-012 (as detailed in the March 27, 2020 Finance-Auditing Committee meeting)

- (1) Ratify Commitments and/or Expenditures
- (2) Ratify Previous Investments
- (3) Authorize Investments
- (4) Accept Investment Report February 2020

Adopted

(6) REPORTS OF OFFICERS:

(A) General Manager

(1) Report of the General Manager

Mr. Mulligan stated that all items contained in the written General Manager's Report are informational only. A copy of the General Manager's Report is available on the District's web site or upon request from the Office of the District Secretary.

Mr. Mulligan stated that staff has postponed the in-person employee recognitions and *What We Do* videos to future Board meetings but the written recognitions will continue to be included in his written report. He stated he would review the effects of COVID-19 on the District under Special Order of Business, Item No. 10.A.

**BOARD OF DIRECTORS MEETING
MARCH 27, 2020/PAGE 3**

Mr. Mulligan thanked all the Directors for participating in the tele-conference meeting and facilitating a new approach to a public meeting. He expressed his appreciation for the contributions of Secretary of the District Amorette Ko-Wong, Executive Assistant to the General Manager Justine Bock and Information Systems staff Joseph Leong and Edward Fong for helping to make the meeting more effective.

(B) Attorney

(1) Report of the Attorney

Attorney Kimon Manolius stated that all items contained in the written Attorney's Report are informational. A copy of the Attorney's Report is available on the District's web site or upon request from the Office of the District Secretary.

(2) Closed Session

Attorney Manolius reported that a Closed Session will take place just prior to the conclusion of this meeting to discuss the following matters, listed on the Board Agenda as Item No. 6.B.2.a and 6.B.2.b:

(a) Conference with Legal Counsel – Existing Litigation

Pursuant to Government Code Section 54956.9(a)

Report of Athens Administrators, Inc.

(i) Tony Trujillo v. Golden Gate Bridge, Highway and Transportation District.

(b) Conference with Labor Negotiator

Pursuant to Government Code Section 54957.6

Report of Hanson Bridgett, LLP

(i) Negotiations with the Amalgamated Transit Union, Local No. 1575

(ii) Negotiations with various Labor Coalition Unions

(C) District Engineer

(1) Report of the District Engineer

Ms. Bauer-Furbush stated that all items contained in the Engineer's Report are informational only. A copy of the Engineer's Report is available on the District's web site or upon request from the Office of the District Secretary.

Ms. Bauer-Furbush provided a status report on the Suicide Deterrent System (SDS) construction. She noted that under Governor Newsom's Order, construction is exempt, and as a result, the SDS contractor is continuing with its work.

Ms. Bauer-Furbush added that staff is in close contact with the contractor who has expressed some concern about the lack of supplies and materials in the supply chain. She said that the painting subcontractor may also have difficulties obtaining sufficient

**BOARD OF DIRECTORS MEETING
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supplies, and would have to stop work if the supplies are delayed beyond a short time frame.

Ms. Bauer-Furbush reviewed the current status of the SDS construction work. She noted that staff has given contractors two extra hours in which to work at night because of the low traffic on the Bridge. She added that staff may also allow construction work on the Bridge during the day depending on traffic, and the additional work hours will speed up the work. She said the contractor is installing work platforms on north approach viaduct, and has installed 214 of 260 net supports. She added there is a delay with the net fabrication. The net fabricators have had to suspend fabrication due to restrictions related to COVID-19 and dense working quarters. She stated that staff anticipates that the delay of the net fabrication will not affect the work progress because the contractor is not hanging the net yet. She said staff will keep the Board informed.

(7) OTHER REPORTS:

There were no “Other Reports” to discuss.

(8) REPORT OF COMMITTEES:

**(A) Meeting of the Finance-Auditing Committee/Committee of the Whole
March 27, 2020
Chair Brian Sobel**

**(1) Budget Increase in FY19/20 Bus Division Capital Budget for Zero
Emission Bus (Zeb) Fleet/Infrastructure Analysis, Project # 1932**

Directors SOBEL/FREDERICKS

Resolution No. 2020-013 authorizes a budget increase in the amount of \$110,082.54 to the FY 19/20 Bus Division Capital Budget for Project #1932, *Zero Emission Bus (ZEB) Fleet/Infrastructure Analysis* in order to fully fund Contract No. 2019-BT-079, ZEB Transition Rollout Plan and Analysis Services for a total project budget of \$235,082.54.

Adopted

AYES (15): Directors Arnold, Belforte, Fewer, Fredericks, Garbarino, Grosboll, Hernández, Hill, Mastin, Moylan, Sears and Sobel; Second Vice President Cochran; First Vice President Theriault; President Pahre.

NOES (0): None.

ABSENT (2): Directors Rabbitt and Yee.

(2) Authorize Execution of the Second Amendment to Contract No. 2017-B-4, Replacement Toll Collection System, With Kapsch TrafficCom USA Inc. and Actions Relative to Capital Project #1525, Toll System Upgrade

Directors SOBEL/FREDERICKS

Resolution No. 2020-014 authorizes the General Manager, or his designee, to take

**BOARD OF DIRECTORS MEETING
MARCH 27, 2020/PAGE 5**

actions relative to Contract No. 2017-B-04, *Replacement Toll Collection System* with Kapsch TrafficCom IVHS, Inc., and actions relative to Contract No. 2018-B-05, *Consultants to Provide Technical Support for Toll Operations* and Capital Project 1525, Toll System Upgrade as follows:

- (i) Amends Contract No. 2017-B-04 to add system design services, hardware, software, and implementation services for interim toll collection system in the existing toll plaza at a cost of \$1,734,673;
- (ii) Amends Contract No. 2017-B-04 to add maintenance and operation services for the interim toll collection system, beginning November 2020, at a rate of \$36,881 per month, for 24 months;
- (iii) Amends Contract No. 2017-B-04 to allow for a ten percent contingency of \$17,347 for hardware and \$3,688 per month for maintenance and operation services (\$88,512 in total for a 24-month period);
- (iv) Amends Contract No. 2018-B-05 to increase the not-to-exceed contract amount by \$300,000 to the new amount of \$3,300,000 to allow for continued and additional consultant support for the interim toll collection system implementation; and,
- (v) Authorizes a budget increase of \$2,538,848 in the FY 19/20 Bridge Division Capital Budget for Project #1525, to be funded with 100% District funds, for a revised total project budget of \$8,480,848.

Adopted

AYES (15): Directors Arnold, Belforte, Fewer, Fredericks, Garbarino, Grosboll, Hernández, Hill, Mastin, Moylan, Sears and Sobel; Second Vice President Cochran; First Vice President Theriault; President Pahre.

NOES (0): None.

ABSENT (2): Directors Rabbitt and Yee.

(3) Approve Actions Relative to IFAS Financial Management System Upgrade

Directors SOBEL/FREDERICKS

Resolution No. 2020-015 approves actions relative to IFAS Financial Management System upgrade as follows:

- (i) Authorizes the General Manager to execute the Tenth Amendment to the Professional Services Agreement with Superior, LLC (Superior), Lake Mary, FL, relative to Contract No. 2003-D-1, *Financial Management System and Other Related Items*, in the amount of \$531,040, and to establish a contract contingency in the amount of \$41,208, for the migration of the District's Financial, Human Resources, and Payroll system, IFAS version 7.9, to Superior's cloud based solution, Finance Enterprise;

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- (ii) Finds and determines that it is in the Golden Gate Bridge, Highway and Transportation District (District's) best interest to waive the competitive solicitation requirements and authorizes the General Manager to execute a Professional Services Agreement with Koa Hills Consulting LLC of Reno, NV, relative to Contract No. 2020-D-019, *IFAS Upgrade Consulting Services*, for the provision of technical and project management support for the migration of IFAS to Finance Enterprise for a 1-year term in the amount of \$348,528, and to establish a contract contingency in the amount of \$69,706; and,
- (iii) Establishes a new capital project, *Financial Management System Upgrade* (Project #2018), for the upgrade of IFAS, with a budget total of \$700,000, which comprises the professional services component, contingency amounts, and 5% for general project expenditures.

Adopted

AYES (15): Directors Arnold, Belforte, Fewer, Fredericks, Garbarino, Grosboll, Hernández, Hill, Mastin, Moylan, Sears and Sobel; Second Vice President Cochran; First Vice President Theriault; President Pahre.

NOES (0): None.

ABSENT (2): Directors Rabbitt and Yee.

- (4) **Receive the Independent Auditor's Engagement Letter for the Annual Financial Audit for the Year Ending June 30, 2020, as Submitted by Eide Bailly, LLP, Formerly Known as Vavrinek, Trine, Day & Co., LLP**

Directors SOBEL/MOYLAN

Resolution No. 2020-016 receives the independent auditor's engagement letter for services related to the annual financial audit for the year ending June 30, 2020, as submitted by Eide Bailly, LLP, formerly known as Vavrinek, Trine, Day & Co., LLP.

Adopted

AYES (15): Directors Arnold, Belforte, Fewer, Fredericks, Garbarino, Grosboll, Hernández, Hill, Mastin, Moylan, Sears and Sobel; Second Vice President Cochran; First Vice President Theriault; President Pahre.

NOES (0): None.

ABSENT (2): Directors Rabbitt and Yee.

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

There were no "Addresses to Board" to discuss.

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

- (A) **Authorize Actions to Address the Impacts of COVID-19 on District Operations, including Ratification of Temporary Actions**

- (1) **Presentation of the Staff Report**

**BOARD OF DIRECTORS MEETING
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Mr. Mulligan spoke about the District's activities in response to COVID-19, how it and the Shelter-in-Place (SIP) Orders have affected the District's operations, reviewed some positive news, and outlined next steps. He reported that on March 3, staff activated the District's Emergency Operations Center (EOC) and since then, staff has kept in close contact with other EOCs in the region including county emergency services and public health officials. He noted that staff is deferring to the experts including the counties and the Centers for Disease Control and Prevention (CDC) on how to respond.

Mr. Mulligan reviewed the information the District is disseminating about COVID-19 and stated staff has sent out a number of communications to employees, customers, and the Board.

Mr. Mulligan said that pursuant to the Department of Homeland Security and state guidance, organizations and workers engaged in mass transit and supporting critical infrastructure such as Bridges are considered to be providing essential services. On March 16, when the SIP Orders were issued, District staff had already anticipated the Orders and planned for decreased ridership. Management identified those workers who would be involved in providing essential services and the next morning, reduced transit service, and took steps to facilitate social distancing.

Mr. Mulligan reviewed the changes in the District's operations including:

- No shifts to the Moveable Medium Barrier and leaving the Bridge in a three northbound and southbound configuration;
- Suspension of all expressive activities on the Bridge's sidewalks; and,
- Modifications to enhance worker safety by making available N-95 masks and gloves available to staff upon request, and deployment of a large supply of hand sanitizer and cleaners, staggering breaks and posting signs to promote social distancing, sanitizing patrol vehicles after members of the public have been transported in them.
- Significantly reduced bus and ferry service.

Mr. Mulligan noted that Bus Operators have six-feet of safe space around them, and have the seats behind them roped off, and the riders are encouraged to practice safe distancing techniques.

Mr. Mulligan said that staff believes the buses and ferries must continue to operate in the event they are required for emergency evacuations and so that essential services workers can reach their jobs. He stated that the Larkspur ferry route has three morning, two mid-day and three afternoon trips back to Larkspur. He also stated the Sausalito and Tiburon ferry routes have been combined and have two morning and two afternoon trips. The route begins in Tiburon, stops in Sausalito and ends in San Francisco with a return trip that reverses the route. He noted staff has cancelled the weekend and Chase Center ferry service.

Mr. Mulligan reviewed the effects of COVID-19 on employees. He said 45 out of 830 employees are not at work due to COVID-19. He noted that some employees are out because they are self-isolating while others are out as a result of a household member who has been exposed. He said management is grateful to employees for coming to work or working remotely. He stated the EOC staff are performing extensive scenario planning on how to respond in the event many employees become ill.

**BOARD OF DIRECTORS MEETING
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Mr. Mulligan spoke about the effects of the SIP Orders on the District's finances. He said the District has experienced a decline in bus ridership of 90%, decline in ferry ridership of 95%, and a decline in southbound vehicle traffic on the Bridge of 70%. As a result, the District is collecting \$3 million per week less in revenue, which represents an 84% decline. He pointed out the District's Adopted Budget shows the District's reserves in Appendix A. He stated the District has \$25.4 million in reserves for emergencies. He noted the District does have other reserves, but if staff uses the reserves, there could be a negative effect on District projects in the future.

Mr. Mulligan highlighted that Congress passed the Coronavirus Aid, Relief, and Economic Security (CARES) Act, that will provide \$25 billion for public transit. He said the CARES Act is good news and will help the District recover some of its lost revenue. However, the aid will not backfill the District's lost tolls, nor solve the District's revenue issues. Within seven days, the CARES Act aid will be appropriated and distributed to the State and local metropolitan planning organizations, which in the Bay Area is the Metropolitan Transportation Commission. He said that there have been numerous discussions about how the funds are distributed, and staff is advocating the CARES relief should be allocated proportionate to an agency's losses. He emphasized that an agency should not receive more than it has lost. He reported that last week, staff sent information to the press about how the SIP was affecting its financial position and how staff will continue its advocacy efforts for assistance with state and federal officials.

Mr. Mulligan reported that he will continue to send COVID-19 updates to staff and the Board.

(2) Discussion by the Board

Director Arnold encouraged staff to keep up the good work.

Director Belforte asked how the SIP was affecting the businesses of the District's vendors. Mr. Mulligan responded that the SIP is affecting many of the District's partners and vendors. He said the Golden Gate National Parks Conservancy has closed its visitor services, and pointed out that Ms. Bauer-Furbush outlined some of the effects on the SDS construction project. He said the District is still procuring goods, and as a result, Procurement and Accounting staff are still working, and paying bills to help keep money in the economy.

Director Fewer asked if the District is enforcing social distancing on the Bridge. Mr. Mulligan responded that staff has posted signage about social distancing. He said so far staff has not seen any social distancing issues, but staff is ready to enforce the social distancing if necessary.

Director Fewer stated she would like to verify that people are remaining safe. She inquired about any additional possible suicide threats and increased Bridge patrols. Mr. Mulligan responded that staff are being vigilant and continuing with their intervention efforts. He noted there are fewer people on the sidewalks, and the people on the sidewalks are getting a lot of scrutiny. He emphasized that staff would close the sidewalks if too many people are on the sidewalks making social distancing for the staff and public too difficult, or if employees become ill as a result of COVID-19, and are unable to patrol the sidewalks.

**BOARD OF DIRECTORS MEETING
MARCH 27, 2020/PAGE 9**

Director Fredericks asked if staff would be ramping down shorter term operations and projects, lose workers and then, have difficulties recruiting eligible workers. Mr. Mulligan responded that the District has not laid anyone off. He said the management team is focused on maintaining the workforce. He said the District cannot stop its operations, lay people off for eight weeks, and then, restart operations. He said people could leave the area or find another job. He pointed out that the Water Emergency Transportation Authority (WETA) contracts for its ferry service with the Blue & Gold Fleet, and the Blue & Gold Fleet laid off 100 ferry employees on March 17. He said management does not want to lay staff off because the layoffs create issues in the community, and make it more difficult to resume all operations. In addition, management wants to have transit service in order to have the vehicles, vessels and staff ready in the event they are required for an emergency. He said that staff have reduced their use of casual workers. However, they want to retain the District's regular work force so they are ready for the time after the SIP has ended.

Director Garbarino agreed the SIP will end. She expressed her appreciation for Mr. Mulligan's and other staff communications regarding the District's response to COVID-19, and stress reduction. She noted that they have not had to lay off anyone at Marin Sanitary Service; however, they have had six employees stay home. She noted she shared some of the information from Mr. Mulligan's communications tips with her own staff.

Director Hernández extended her thanks to all staff for rising to the challenge of responding to COVID-19 in a sensitive and deliberate way.

Director Hill commented that the SIP requirements are scheduled to end on April 7, but could continue through June 2020. He asked if staff is prepared for a SIP that could extend past April 7. Mr. Mulligan responded that staff is prepared for the SIP to extend past April 7 and pointed out the schools may have a SIP until May. He articulated that when the SIP is lifted, staff anticipates there will be some residual effects, and traffic and ridership may not return to normal right away. He said that in their advocacy efforts, staff is sharing the District's reduced ridership numbers, and pointing out that revenues could continue to decline for a while. He also said that staff is outlining how COVID-19 could affect employees and services the District provides.

Director Mastin expressed appreciation for staff's efforts and the information staff provided to date. He agreed the SIP would end at some point.

Director Moylan expressed appreciation to management for all that they were doing. He expressed his hope that the pandemic would end soon.

Director Sears expressed appreciation for management's focus on employees and keeping staff working. She also expressed her appreciation for staff's collaboration with other EOCs. She noted planning is a challenge, and the District may be affected by the SIP for some time. She suggested staff maintain its focus on how to manage the effects of the SIP, and she thanked staff for their contributions.

Director Sobel requested more information about the transit service changes. He asked if the bus and ferry rotations are based on seniority, and if the staff who are not working on buses or ferries, are waiting for a role. Mr. Mulligan responded that management is keeping staff

**BOARD OF DIRECTORS MEETING
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busy. He said on the bus side, staff has organized some Bus Operator vehicle transit training (VTT), which is required by the California Department of Motor Vehicles. However, management does not have as much latitude on how it handles the Bus Operator shift changes because of the District's Memorandum of Understanding (MOU) with the Amalgamated Transit Union (ATU). The Bus Operators bid for their shifts and they are paid for those shifts. On the ferry side, Deckhands are performing vessel maintenance including painting the vessels.

Director Sobel asked how COVID-19 was affecting people who might come to the Bridge to commit suicide. Mr. Mulligan responded that staff has not seen a change in the number of people who attempt to commit suicide off the Bridge. He noted there are fewer people on the Bridge sidewalks, and as a result, staff's prevention efforts are assisted by the reduced numbers.

Director Cochran commended the Executive Team for keeping the Board informed.

Director Theriault inquired about the staff recommendation and proposed resolution. Mr. Mulligan responded that the staff recommendation is for the Board to ratify all the actions he has taken and authorizes him to temporarily take actions that are outside of the *Rules of the Board*. He reviewed some of the actions he had already taken including:

1. Closure of the Administration Building main doors which are supposed to be open from 8:30 a.m. to 4:30 p.m.
2. Implementation of bus and ferry service changes, which usually requires a public hearing before service changes are made.

He noted that he thought both these actions and others were necessary because otherwise, employee health could have been at risk, and the District would have been operating unused transit for a few months. He said this item is meant to ratify what he has done, and authorize him to take any and all appropriate actions. He noted that he would report out on actions he has taken at each subsequent and regularly scheduled Board meeting.

Director Theriault expressed his appreciation for keeping the Board well-informed about its response to COVID-19 and management's support of employees. He commented that delegating to staff is appropriate. However, he noted the time frame is open-ended. He recommended that the delegation be related to the SIP Order, and asked if staff could include an agenda item to terminate the delegation at each Board meeting. He said he would look to Mr. Mulligan and Attorney Manolius for guidance on when to conclude the suspension of the *Rules of the Board*. Mr. Mulligan responded that staff's intent is to have the delegation occur as long as the pandemic is in effect. He noted the sunset date could be related to the state and county officials lift the SIP Orders, or staff could include an item on each Board agenda to undo the suspension of the *Rules of the Board*.

Director Theriault responded that he would prefer that staff include an item on each Board agenda to undo the suspension of the *Rules of the Board*. He commented that the agenda item would be a regular check-in with the Board to continue the delegation to the General Manager, and in addition, Mr. Mulligan could give a report about his actions each month. Mr. Mulligan responded that staff supports Director Theriault's addition.

**BOARD OF DIRECTORS MEETING
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President Pahre commented that she agreed with the amendment. She said she appreciates staff's willingness to share with the Board and management's support of employees. She added that she would guess that Mr. Mulligan was contacting elected officials and requesting support for the District within three hours of the SIP Orders being issued. She expressed her gratitude for staff's proactive approach and actions. She expressed her appreciation for the work done by the Board and staff creating relationships with public officials.

Director Fewer requested clarification on the amendment to the staff recommendation. She asked if the amendment would require the Board to reapprove today's staff recommendation or would it be for the Board to terminate the authority granted the General Manager. Director Theriault commented the amendment would require an agenda item at each regularly Board meeting to terminate the authority granted the General Manager.

Attorney Manolius commented that the amendment works well.

Director Hill requested that the recommendation to cease the delegation to staff be ready for any Board meeting which is held. He expressed appreciation for how much staff has kept the Board informed, and he requested staff continue to keep the Board informed.

President Pahre asked if Director Theriault concurred with the alteration to his proposed amendment. Director Theriault responded that he would like staff to have the recommendation to terminate the delegation to staff ready for any regular Board meeting. He noted the recommendation would not be required for special meetings such as the one to approve the District's MOU with ATU. He said that if it were the pleasure of the body, he would not object to the elimination of the term regular before Board meetings.

Director Hill stated that he was satisfied with Director Theriault's response.

(3) Motion by the Committee to Amend the Staff Recommendation

Directors THERIAULT/ARNOLD moved that the staff recommendation be amended to approve the suspension of Board procedural rules and policies with a report by the General Manager and subject to the Board's review and consideration at each subsequent regularly scheduled meeting.

Carried

AYES (15): Directors Arnold, Belforte, Fewer, Fredericks, Garbarino, Grosboll, Hernández, Hill, Mastin, Moylan, Sears and Sobel; Second Vice President Cochran; First Vice President Theriault; President Pahre.

NOES (0): None.

ABSENT (2): Directors Rabbitt and Yee.

(4) Action by the Board

RECOMMENDATION

Directors HERNANDEZ/ARNOLD

Resolution No. 2020-017 approves actions to address the impacts of COVID-19 on District

**BOARD OF DIRECTORS MEETING
MARCH 27, 2020/PAGE 12**

operations, as follows:

- (i) Ratifies the necessary, immediate actions taken by the General Manager in response to the impacts of COVID-19 on District operations as outlined in the attached resolution;
- (ii) Approves the suspension of Board procedural rules and policies to allow timely execution of emergency actions during the COVID-19 pandemic, consistent with federal, state, regional and local public health mandates, subject to the Board's review and consideration at each subsequent regularly scheduled meeting, to terminate the suspension of Board procedural rules and policies;
- (iii) Authorizes the General Manager to take all necessary and appropriate actions in response to the COVID-19 pandemic;
- (iv) Authorizes the General Manager, or his designee, to prepare and submit applications on the District's behalf to federal, state, and local government entities for funding and/or reimbursement related to the fiscal impacts of the COVID-19 pandemic on the District's operations; and,
- (v) Requires the General Manager to provide reports to the Board of Directors, and at each regularly scheduled Board meeting, regarding the impacts on District operations and the actions taken by the District in response to the COVID-19 pandemic.

Adopted

AYES (15): Directors Arnold, Belforte, Fewer, Fredericks, Garbarino, Grosboll, Hernández, Hill, Mastin, Moylan, Sears and Sobel; Second Vice President Cochran; First Vice President Theriault; President Pahre.

NOES (0): None.

ABSENT (2): Directors Rabbitt and Yee.

At the conclusion of the item, Mr. Mulligan expressed his appreciation for the Board's support. He pledged to not overuse his authority during the COVID-19 pandemic.

(11) UNFINISHED BUSINESS:

(A) Closed Session

Attorney Kimon Manolius, at the request of President Pahre, stated that the Board would convene in Closed Session, as permitted by the Brown Act, to discuss the matters listed on the Board Agenda as Closed Session, Item Nos. 6.B.2.a., and 6.B.2.b.

(B) Open Session

After Closed Session, President Pahre called the meeting to order in Open Session with a quorum present. Attorney Manolius reported that the Board had met in Closed Session, as permitted by the Brown Act, regarding the items outlined above. He reported that the Board provided its litigator with guidance regarding Agenda Item No. 6.B.2.a., and he noted that there was nothing to report regarding Agenda Item No. 6.B.2.b.

**BOARD OF DIRECTORS MEETING
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(12) NEW BUSINESS:

(A) Report on Meetings/Conferences Attended by Director(s)

President Pahre stated that Directors Theriault and Cochran had written a summary of their legislative meetings in Sacramento on March 9, 2020, and the summary was included in the Board packet. She commented that the legislative meetings are very valuable.

A copy of Board Agenda Item No. 12.A., “Report on Meetings/Conferences Attended by Director(s)”, is available on the District’s web site or upon request from the Office of the District Secretary.

(13) COMMUNICATIONS:

A copy of Board Agenda Item No. 13, “Communications”, is available on the District’s web site or upon request from the Office of the District Secretary.

President Pahre thanked everyone who attended the meeting. She also thanked staff for their efforts to run a smooth Board meeting under the new conditions imposed by the SIP Orders.

(14) ADJOURNMENT:

All business having been concluded the meeting was adjourned at 11:36 a.m. in honor of Neil W. Currie.

Respectfully submitted,

Amorette M. Ko-Wong
Secretary of the District

AMK:EIE:mjl

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2020-04-1

GOLDEN GATE BRIDGE, HIGHWAY AND TRANSPORTATION DISTRICT

MEMORANDUM OF MINUTES

SPECIAL BOARD OF DIRECTORS MEETING

APRIL 10, 2020

Executive Order N-25-20 and N-29-20, issued by the Governor of the State of California, in which portions of the Ralph M. Brown Act are suspended and allows, all Board members, staff and the public to participate by telephone.

The Board of Directors (Board) of the Golden Gate Bridge, Highway and Transportation District (District) held a special meeting via audio conference on Friday, April 10, 2020, at 10:00 a.m., President Pahre presiding.

- (1) **CALL TO ORDER:** President Barbara L. Pahre.
- (2) **ROLL CALL:** Secretary of the District Amorette M. Ko-Wong.

Directors Present (16): Directors Arnold, Belforte, Fewer, Fredericks, Garbarino, Hernández, Hill, Mastin, Moylan, Rabbitt, Sears, Sobel and Yee; Second Vice President Cochran; First Vice President Theriault, President Pahre.

Directors Absent (1): Director Grosboll.

[Note: On this date, there were two vacancies on the Board of Directors.]

Staff Present: General Manager Denis Mulligan; Auditor-Controller Joseph Wire; District Engineer Ewa Bauer-Furbush; Secretary of the District Amorette Ko-Wong; Attorney Kimon Manolius; Attorney Madeline Chun; Attorney Molly Kaban; Deputy General Manager/Administration and Development Kellee Hopper; Deputy General Manager/Bridge Division Steve Miller; Deputy General Manager/Bus Transit Division Mona Babauta; Deputy General Manager/Ferry Division James Swindler; Executive Assistant to the General Manager Justine Bock; Senior Board Analyst Elizabeth Eells.

Visitors Present: David Pilpel, Marin County Resident.

After the Roll Call, President Pahre stated that Director Grosboll has a conflict with regard to the Amalgamated Transit Union (ATU) matter on today's agenda. Because the ATU matter is the only item on today's agenda, Director Grosboll elected not to attend the meeting.

**SPECIAL BOARD OF DIRECTORS MEETING
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(3) **PLEDGE OF ALLEGIANCE:** Director Sabrina Hernández

(4) **PUBLIC COMMENT:**

David Pilpel, San Francisco County Resident expressed his appreciation for Directors and staff's efforts to operate the Bridge, and Bus and Ferry systems and implement safety measures for the benefit of the public. He stated that he did not see a summary of today's proposed action to ratify the Memorandum of Understanding (MOU) between the Amalgamated Transit Union and the District on the District's website. He said he would like more information on the action being taken. Mr. Mulligan commented staff would post information about the MOU after the Board's ratification.

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

(A) **Closed Session**

(1) **Conference with Labor Negotiator
Pursuant to Government Code Section 54957.6
Report of Hanson Bridgett LLP
Negotiations with the Amalgamated Transit Union, Local No. 1575**

Attorney Kimon Manolius, at the request of President Pahre, stated that the Board would convene in Closed Session, as permitted by the Brown Act, to discuss the matters listed on the Board Agenda as Closed Session, Item No. 5.A.1.

(B) **Open Session**

After Closed Session, President Pahre called the meeting to order in Open Session with a quorum present. Attorney Manolius reported that the Board had met in Closed Session, as permitted by the Brown Act, regarding the items outlined above. He reported that the Board was briefed by counsel, and there was no action to report.

(1) **Consideration of Action to Ratify Memorandum of Understanding with the Amalgamated Transit Union, Local No. 1575**

(a) **Report of the Labor Advisory Committee**

Director Fredericks thanked the Advisory Committee and staff for their contributions to reaching this milestone. She noted that after many hours of negotiations and meetings by all involved, the District and the Amalgamated Transit Union (ATU) reached a tentative agreement that includes the following high points:

- The Bus Operator wages will increase to \$31.00 per hour, and on September 1, 2020, the wages will increase to \$32.09 per hour.
- The District, upon ratification, will increase its annual contribution to the ATU pension plan to 32.5% of wages.

**SPECIAL BOARD OF DIRECTORS MEETING
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- All active and retired Bus Operators who receive medical benefits from the District will transition from District medical plans to CalPERS medical plans.
- The eligibility of current Bus Operators for retiree medical benefits is increasing and the minimum age of retirement for new Bus Operators is also increasing.
- Additionally the tentative agreement includes changes to the District's attendance policies in order to reduce absenteeism.

She said the tentative agreement was ratified by members of the ATU by a vote of 196 to 25 on March 30, 2020. She explained that upon the Board taking action today, the contract would be retroactively effective to the March 30, 2020 ratification date.

(b) Comments by Staff

Mr. Mulligan commented that staff recommends the Board approve this recommendation. He thanked the negotiations team and partners in ATU including President Shane Weinstein, immediate Past President Blake Lewis, Secretary/Treasurer David Herrera and International Vice President Jim Lindsey.

(c) Discussion by the Board

Directors Arnold, Garbarino, Rabbitt, and Yee expressed their thanks to the negotiations team.

(d) Action by the Board

Directors FREDERICKS/THERIAULT

Resolution No. 2020-018 approves the following actions relative to the Amalgamated Transit Union, Local No. 1575 (ATU) Memorandum of Understanding:

- (a) Approves the terms of a Memoranda of Understanding with the ATU, whose contract expired on August 31, 2018 and which ratified these terms by a vote of its membership on March 30, 2020 with the major terms as summarized by Director Fredericks; and,
- (b) Implements all terms and conditions of the approved Memoranda of Understanding effective March 30, 2020 and through August 31, 2021, with the exception of the ATU Pension Board recommendations, which recommendations will become effective upon action by the ATU Pension Board; with the understanding that implementation of the recommendations related to CalPERS health benefits will require further action by the Board at a later date.

Adopted

**SPECIAL BOARD OF DIRECTORS MEETING
APRIL 10, 2020/PAGE 4**

AYES (16): Directors Arnold, Belforte, Fewer, Fredericks, Garbarino, Hernández, Hill, Mastin, Moylan, Rabbitt, Sears, Sobel and Yee; Second Vice President Cochran; First Vice President Theriault, President Pahre.

NOES (0): None.

ABSENT (1): Director Grosboll.

(6) NEW BUSINESS:

There was no “New Business” to discuss.

(7) ADJOURNMENT:

All business having been concluded, the meeting was adjourned at 10:48 a.m.

Respectfully submitted,

Amorette M. Ko-Wong
Secretary of the District

AMK:EIE:mjl

DRAFT

**AGENDA ITEM NO. 5.B.
RATIFICATION OF PREVIOUS ACTIONS BY THE AUDITOR-CONTROLLER
FINANCE-AUDITING COMMITTEE OF APRIL 23, 2020**

(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 April 23, 2020. 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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