

Date Issued: June 4, 2020

SUMMARY OF ACTIONS BOARD OF DIRECTORS MEETING OF MAY 29, 2020

Resolution No. 2020-026 (May 28, 2020 meeting of the Finance-Auditing Committee)

Ratifies actions taken by the Auditor-Controller, as follows:

- (1) Ratifies Commitments and/or Expenditures;
- (2) Ratifies previous investments;
- (3) Authorizes investments; and,
- (4) Accepts the "Investment Report" for April 2020.

Resolution No. 2020-027 (May 28, 2020 meeting of the Building and Operating Committee)

Authorizes execution of the Second Amendment to Professional Services Agreement No. 2018-B-06, Golden Gate Bridge Physical Suicide Deterrent System and Wind Retrofit Steel Fabrication Shop Inspection Services, with Materials Testing & Inspection, of Boise, ID, in the amount of \$180,000, and establishes a 10% contingency for the amendment, as detailed in the staff report.

Resolution No. 2020-028 (May 28, 2020 meeting of the Building and Operating Committee)

Authorizes execution of the Second Addendum to the Seventh Amendment to Professional Services Agreement No. 2010-B-1, *Golden Gate Bridge Seismic Retrofit Phase IIIB Design Services*, with HDR Engineering, Inc., of Walnut Creek, CA, in the amount of \$106,752, and establishes a 10% contingency for the addendum, as detailed in the staff report.

Resolution No. 2020-029 (May 28, 2020 meeting of the Building and Operating Committee)

Authorizes execution of the Third Amendment to Professional Services Agreement No. 2017-B-15, *Golden Gate Bridge Toll Gantry Design Services*, with AECOM, of Oakland, CA, in the amount of \$149,793.11, and establishes a 10% contingency for the amendment, as detailed in the staff report.

Resolution No. 2020-030 (May 28, 2020 meeting of the Finance-Auditing Committee)

Authorizes execution of the Third Amendment to the Services Agreement with VHT Star Star, LLC dba StarStar Mobile, relative to Contract No. 2013-B-11, *Mobile Direct Response Network Services to Enable Mobile Messaging for Toll Information for All Electronic Tolling*, in the amount of \$75,000 (up to \$25,000 a year), for an additional one year and two one-year options, to be exercised by the General Manager, as detailed in the staff report.

Resolution No. 2020-031 (May 28, 2020 meeting of the Finance-Auditing Committee)

Authorizes the execution of an extension of the Line of Credit Agreement with JPMorgan Chase Bank, for the Commercial Paper Program, at a cost of 0.825% per annum, for a total cost of approximately \$637,500, for the period of June 30, 2020, through June 29, 2021, as detailed in the staff report.

Amorette M. Ko-Wong, Secretary of the District

AMK:EIE:plw

RESOLUTION NO. 2020-026

RATIFY PREVIOUS ACTIONS BY THE AUDITOR-CONTROLLER AND ACCEPT THE INVESTMENT REPORTS FOR APRIL 2020 AS PREPARED BY PUBLIC FINANCIAL MANAGEMENT

May 29, 2020

WHEREAS, the Auditor-Controller and the Finance-Auditing Committee, at its meeting of May 28, 2020, has so recommended; now, therefore, be it

RESOLVED that the Board of Directors (Board) of the Golden Gate Bridge, Highway and Transportation District ratifies commitments and/or expenditures totaling \$46,008.00 for the period of April 1, 2020 through April 30, 2020; and be it further

RESOLVED that the Board hereby ratifies investments made during the period April 15, 2020 through May 12, 2020, as further detailed in the staff report; and be it further

RESOLVED that the Board hereby authorizes the reinvestment, within the established policy of the Board, of any investments maturing between May 13, 2020 and June 15, 2020, as well as the investment of all other funds not required to cover expenditures, which may become available; and, be it further

RESOLVED that the Board hereby accepts the Investment Report for April 2020, as prepared by Public Financial Management and included in the staff report.

ADOPTED this 24th day of April 2020, by the following vote of the Board of Directors:

AYES (15):

Directors, Fewer, Fredericks, Garbarino, Grosboll, Hernández, Hill, Mastin,

Moylan, Rabbitt, Sears, Sobel and Yee; Second Vice President Cochran; First Vice

President Theriault: President Pahre.

NOES (2):

Arnold and Belforte.

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

Barbara L. Pahre

President, Board of Directors

ATTEST:

Amorette M. Ko-Wong

Secretary of the District

Reference:

May 28, 2020, Finance-Auditing Committee, Agenda Item No. (3)

https://www.goldengate.org/assets/1/25/2020-0528-financecomm-no3-

ratofaction.pdf?5175

RESOLUTION NO. 2020-027

APPROVE ACTIONS RELATIVE TO PROFESSIONAL SERVICES AGREEMENT
(PSA) NO. 2018-B-06, GOLDEN GATE BRIDGE PHYSICAL SUICIDE DETERRENT
SYSTEM AND WIND RETROFIT STEEL FABRICATION SHOP INSPECTION
SERVICES, WITH MATERIALS TESTING & INSPECTION

May 29, 2020

WHEREAS, on December 15, 2017, by Resolution No. 2017-115, the Board of Directors authorized award of Professional Services Agreement (PSA) No. 2018-B-06, *Golden Gate Bridge Physical Suicide Deterrent System and Wind Retrofit Steel Fabrication Shop Inspection Services*, to Materials Testing & Inspection in the amount of \$1,500,000 and approved a contingency for the PSA in the amount of \$150,000;

WHEREAS, the original PSA assumed a 24-month fabrication period, based on the construction contractor's fabrication schedule, with the steel fabrication taking place at one shop, the galvanization at a second shop, and the painting at a third shop;

WHEREAS, in November 2019, staff determined that extra effort to inspect the multiple shops resulted in additional cost and on December 18, 2019, Amendment No. 1 was issued using the authorized PSA contingency in the amount of \$149,969.67;

WHEREAS, in March 2020, the construction contractor informed the District that the steel fabrication would not be completed until the end of 2020, and Materials Testing & Inspection provided a cost proposal in the amount of \$180,000, for the requested additional scope of inspection services for this extended period;

WHEREAS, Engineering staff reviewed the proposal and found it to be reasonable, and recommends execution of the Second Amendment with Materials Testing & Inspection and establishment of a contingency for \$18,000, for any additional scope of services that may develop while work progresses;

WHEREAS, the District's Disadvantaged Business Enterprise (DBE) Program Administrator has determined Material Testing & Inspection's DBE subconsultant will perform 53.8% of the additional services included in this Second Amendment; and

WHEREAS, the Building and Operating Committee at its meeting of May 28, 2020, has so recommended; now, therefore, be it

RESOLVED that the Board of Directors (Board) hereby authorizes execution of the Second Amendment to Professional Services Agreement (PSA) No. 2018-B-06, Golden Gate Bridge Physical Suicide Deterrent System and Wind Retrofit Steel Fabrication Shop Inspection Services, with Materials Testing & Inspection, Boise, ID, in an amount not to exceed \$180,000 for

RESOLUTION NO. 2020-027 BOARD OF DIRECTORS MEETING OF MAY 29, 2020 PAGE 2

continuation of structural steel fabrication inspection services, for the total PSA amount of \$1,779,408.17; and be it further

RESOLVED that the Board hereby approves establishment of a 10% contingency for the Second Amendment in the amount of \$18,000, with the understanding that sufficient funds to finance the Amendment and its contingency are available in the construction budget for the Golden Gate Bridge Physical Suicide Deterrent System Project (Project #1526).

ADOPTED this 29th day of May 2020, by the following vote of the Board of Directors:

AYES (15): Directors, Fewer, Fredericks, Garbarino, Grosboll, Hernández, Hill, Mastin,

Moylan, Rabbitt, Sears, Sobel and Yee; Second Vice President Cochran; First Vice

President Theriault; President Pahre.

NOES (0) None.

ABSENT (2): Arnold and Belforte.

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

Barbara L. Pahre

President, Board of Directors

ATTEST:

Amorette M. Ko-Wong Secretary of the District

Reference:

May 29, 2020, Building and Operating Committee, Agenda Item No. (3)

https://www.goldengate.org/assets/1/25/2020-0528-bocomm-no3-

appracts2ndamend2018b06sdswindsteelfabmti.pdf?5169

RESOLUTION NO. 2020-028

APPROVE ACTIONS RELATIVE TO PROFESSIONAL SERVICES AGREEMENT NO. 2010-B-1, GOLDEN GATE BRIDGE SEISMIC RETROFIT PHASE IIIB DESIGN SERVICES, WITH HDR ENGINEERING, INC.

May 29, 2020

WHEREAS, on August 14, 2009, by Resolution No. 2009-070, the Board of Directors authorized execution of a Professional Services Agreement (PSA) No. 2010-B-1, with HDR Engineering, Inc., (HDR) to prepare the final design and plans and technical specifications for the Golden Gate Bridge Seismic and Wind Retrofit of the Suspension Bridge, Phase IIIB, Project;

WHEREAS, by Resolution No. 2014-107, the construction of the Wind Retrofit was separated from the Phase IIIB construction project and included in construction Contract No. 2016-B-01, Golden Gate Bridge Physical Suicide Deterrent System and Wind Retrofit Projects;

WHEREAS, the Wind Retrofit portion of the construction involves removal and replacement of the west sidewalk handrail and installation of a wind fairing along the west side of the Suspension Bridge main span, to mitigate any effect the Physical Suicide Deterrent System could have on the Suspension Bridge;

WHEREAS, Resolution No. 2016-088, authorized the General Manager to execute Amendment No. 7 to PSA No. 2010-B-1, *Golden Gate Bridge Seismic Retrofit Phase IIIB Design Services*, with HDR, in the amount of \$300,000, to provide additional engineering support services during the Wind Retrofit portion of the construction, and approved a contingency in the amount of \$30,000;

WHEREAS, in May 2019, staff reviewed the remaining Amendment No. 7 budget and determined that an increase to the Amendment No. 7 amount was required in order to pay for the additional effort and costs associated with the delay in completing the Wind Retrofit construction oversight, and on December 18, 2019, Addendum No. 1 to Amendment No. 7, in the amount of \$30,000, was issued using the authorized PSA contingency;

WHEREAS, in March 2020, the construction contractor informed the District that the west sidewalk handrail replacement and wind fairing installation would not be completed until January 2022;

WHEREAS, due to the extended construction schedule HDR provided a cost proposal in the amount of \$106,752, for the requested additional construction engineering support services which staff has found to be reasonable in terms of the consultant's budgeted labor hours to perform the additional services and consistent with HDR's audited labor and overhead billing rates;

RESOLUTION NO. 2020-028 BOARD OF DIRECTORS MEETING OF MAY 29, 2020 PAGE 2

WHEREAS, the District's Disadvantaged Business Enterprise (DBE) Program Administrator has determined HDR's DBE subconsultant will perform 24.3% of the additional scope of work included in Addendum No. 2;

WHEREAS, the Building and Operating Committee at its meeting of May 28, 2020, has so recommended; now, therefore, be it

RESOLVED that the Board of Directors (Board) of the Golden Gate Bridge, Highway and Transportation District hereby authorizes execution of Addendum No. 2 to Amendment No. 7 relative to Professional Services Agreement No. 2010-B-1, *Golden Gate Bridge Seismic Retrofit Phase IIIB Design Services*, with HDR Engineering, Inc., Walnut Creek, CA, in an amount not to exceed \$106,752, for continuation of engineering support services during construction of the Golden Gate Bridge Wind Retrofit Project (Project #1528), for the total Amendment amount of \$436,752; and be it further

RESOLVED that the Board hereby approves establishment of a 10% contingency for Addendum No. 2 in the amount of \$10,600, with the understanding that sufficient funds to finance the Addendum and its contingency are available in the budget for construction of the Golden Gate Bridge Wind Retrofit Project (Project #1528).

ADOPTED this 29th day of May 2020, by the following vote of the Board of Directors:

AYES (15): Directors, Fewer, Fredericks, Garbarino, Grosboll, Hernández, Hill, Mastin,

Moylan, Rabbitt, Sears, Sobel and Yee; Second Vice President Cochran; First

Vice President Theriault; President Pahre.

NOES (0) None.

ABSENT (2): Arnold and Belforte.

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

Barbara L. Pahre

President, Board of Directors

ATTEST:

Amorette M. Ko-Wong Secretary of the District

Reference:

May 28, 2020, Building and Operating Committee, Agenda Item No. (4) https://www.goldengate.org/assets/1/25/2020-0528-bocomm-no4-appractspsahdrwindretrofit.pdf?5170

RESOLUTION NO. 2020-029

APPROVE ACTIONS RELATIVE TO PROFESSIONAL SERVICES AGREEMENT NO. 2017-B-15, GOLDEN GATE BRIDGE TOLL GANTRY DESIGN SERVICES, WITH AECOM

May 29, 2020

WHEREAS, the Board of Directors has determined to replace the existing All Electronic Tolling (AET) system, which was installed on the Golden Gate Bridge's toll booths in 2005, and has reached the end of its useful life;

WHEREAS, the Board of Directors, by Resolution No. 2017-030 at its March 24, 2017 meeting, awarded Contract No. 2017-B-04, *Replacement Toll Collection System*, to Kapsch TrafficCom IVHS Inc. (Kapsch), to provide the hardware, software, maintenance and operation for a new AET system;

WHEREAS, the Board of Directors, by Resolution No. 2017-067 at its July 27, 2017, meeting, authorized award of Professional Service Agreement (PSA) No. 2017-B-15, *Golden Gate Bridge Toll Plaza Gantry Design Services*, to AECOM, in an amount not to exceed \$1,039,086 and approved a contingency for the PSA in the amount of \$155,863, to investigate, develop architectural concepts, and design a new toll gantry foundation and structure to support the new toll collection system;

WHEREAS, on June 22, 2018, Amendment No. 1 to PSA No. 2017-B-15 was executed, in the amount of \$40,800.93, using a portion of the authorized PSA contingency, for additional costs associated with developing and presenting additional architectural concepts;

WHEREAS, additional work by AECOM, beyond the original scope of services, is needed to develop a toll equipment device positioning and lift system and prototype, as well as to provide additional coordination and electrical design for the interface between the Kapsch equipment and the District's electrical and communication systems;

WHERES, this effort by AECOM depletes the design budget, and additional funds are necessary to finalize the design and construction documents;

WHEREAS, AECOM has provided a cost proposal for the additional scope of design services in the amount of \$149,793.11;

WHEREAS, Engineering staff has reviewed the cost proposal and found it to be reasonable in terms of the consultant's budgeted labor hours to perform the additional scope of services requested by the District, and consistent with the AECOM audited labor and overhead billing rates;

RESOLUTION NO. 2020-029 BOARD OF DIRECTORS MEETING OF MAY 29, 2020 PAGE 2

WHEREAS, the District's Disadvantaged Business Enterprise (DBE) Program Administrator has determined there will be no DBE participation during this Third Amendment; and

WHEREAS, the Building and Operating Committee at its May 28, 2020 meeting have so recommended; now, therefore, be it

RESOLVED that the Board of Directors (Board) hereby authorizes execution of a Third Amendment to Professional Services Agreement (PSA) No. 2017-B-15, *Golden Gate Bridge Toll Gantry Design Services*, with AECOM, Oakland, CA, in an amount not to exceed \$149,793.11, for additional design services, for the total PSA amount of 1,229,680.04; and be it further

RESOLVED that the Board hereby approves the establishment of a 10% contingency for the Amendment in the amount of \$15,000, with the understanding that sufficient funds to finance the Third Amendment to the PSA and its contingency are available in the budget for the Toll Plaza Gantry Project (Project #1820).

ADOPTED this 29th day of May 2020, by the following vote of the Board of Directors:

AYES (15): Directors, Fewer, Fredericks, Garbarino, Grosboll, Hernández, Hill, Mastin,

Moylan, Rabbitt, Sears, Sobel and Yee; Second Vice President Cochran; First Vice

President Theriault; President Pahre.

NOES (0) None.

ABSENT (2): Arnold and Belforte.

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

Barbara L. Pahre

President, Board of Directors

ATTEST:

Amorette M. Ko-Wong Secretary of the District

Reference:

May 28, 2020, Building and Operating Committee, Agenda Item No. (5) https://www.goldengate.org/assets/1/25/2020-0528-bocomm-no5-appracts2017b15aecom.pdf?5171

RESOLUTION NO. 2020-030

AUTHORIZE EXECUTION OF A THIRD AMENDMENT TO THE SERVICES
AGREEMENT WITH VHT STARSTAR, LLC RELATIVE TO CONTRACT NO. 2013-B11, MOBILE DIRECT RESPONSE NETWORK SERVICES TO ENABLE MOBILE
MESSAGING FOR TOLL INFORMATION FOR ALL ELECTRONIC TOLLING

May 29, 2020

WHEREAS, in December 2012, as part of the All Electronic Tolling (AET) project, the Golden Gate Bridge, Highway and Transportation District (District) entered into an agreement (Agreement) with VHT StarStar Mobile (formerly Zoove Corporation) to obtain a license to use **GGB for a one-year term in order to market the service to a targeted audience;

WHEREAS, **GGB is a text messaging service available to customers via mobile phones, to receive automatic verbal and text information regarding tolling on the Golden Gate Bridge in multiple languages;

WHEREAS, in March 2014, the District executed the First Amendment to extend the Agreement for an additional three years and, in July 2017, the District executed the Second Amendment to extend the Agreement for an additional one-year term with two one-year option terms;

WHEREAS, continuation of this service is essential to provide toll information to smart phone users, and staff has determined that StarStar Mobile's services is currently the best available solution to reach multilingual customers;

WHEREAS, at the District's request, StarStar Mobile submitted a proposal to extend the contract term for up to three additional years, and District staff found the proposal to be fair and reasonable as it is considerably discounted from its regular pricing for the same services; and,

WHEREAS, the Finance-Auditing Committee at its meeting of May 28, 2020, has so recommended; now, therefore, be it

RESOLVED that the Board of Directors (Board) of the Golden Gate Bridge, Highway and Transportation District (District) hereby authorizes execution of a Third Amendment to the Services Agreement with VHT StarStar, LLC, dba StarStar Mobile, relative to Contract No. 2013-B-11, *Mobile Direct Response Network Services to Enable Mobile Messaging for Toll Information for All Electronic Tolling (AET)*, for a total not-to-exceed amount of \$75,000 (up to \$25,000 per year), for use of the StarStar mobile phone number and application services for an additional one-year term with two one-year option terms to be exercised by the General Manager, if deemed in the best interest of the District; and, be it further

RESOLUTION NO. 2020-030 BOARD OF DIRECTORS MEETING OF MAY 29, 2020 PAGE 2

RESOLVED that sufficient funds are available in the FY 20/21 District Division Operating Budget for the first year of services and sufficient funds will be included in future year's budgets, as necessary.

ADOPTED this 29th day of May 2020, by the following vote of the Board of Directors:

AYES (15): Directors, Fewer, Fredericks, Garbarino, Grosboll, Hernández, Hill, Mastin,

Moylan, Rabbitt, Sears, Sobel and Yee; Second Vice President Cochran; First

Vice President Theriault; President Pahre.

NOES (0) None.

ABSENT (2): Arnold and Belforte.

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

Barbara L. Pahre

President, Board of Directors

ATTEST:

Amorette M. Ko-Wong Secretary of the District

Reference:

May 28, 2020, Finance-Auditing Committee, Agenda Item No. (6) https://www.goldengate.org/assets/1/25/2020-0528-financecomm-no6-authexec3rdamendmobiledirect.pdf?5176

RESOLUTION NO. 2020-031

AUTHORIZE EXECUTION OF AN EXTENSION TO THE COMMERCIAL PAPER LINE OF CREDIT AGREEMENT WITH JPMORGAN CHASE BANK

May 29, 2020

WHEREAS, the Board of Directors (Board) of the Golden Gate Bridge, Highway and Transportation District (District), by Resolution Nos. 99-223, 2000-038 and 2000-039, authorized the Commercial Paper Program (CP Program), with the requirement that a Line of Credit Agreement (Agreement) be in place (liquidity requirement) to assure creditors that there are sufficient funds to repay principal and interest in full upon each maturity date in the event that the remarketing agents cannot find new investors to "roll-over" the CP Program Notes (CP Notes) in a timely fashion;

WHEREAS, in order to satisfy its liquidity requirement, the District originally purchased a Line of Credit (LC) from JPMorgan Chase Bank, N.A. (JPMorgan), for a one-year term, at an annual cost of \$76,000.00, and the annual cost increased modestly each year to \$248,000.00 in 2008 and, in 2009, during the peak of the global credit crisis, the District extended the term of its agreement with JPMorgan for an additional year, through July 2010, at an annual cost of \$995,000.00;

WHEREAS, the Board, by Resolution No. 2010-048 at its meeting of June 11, 2010, approved renewal of its Agreement with JPMorgan through July 1, 2011, at a cost of 0.78 basis points, or \$595,000.00 annually;

WHEREAS, the Board, by Resolution No. 2011-055 at its meeting of June 10, 2011, approved renewal of its Agreement with JPMorgan, at a cost of 0.67% per annum, or an approximate annual fee of \$511,000.00, for the period of July 2, 2011, through June 29, 2012;

WHEREAS, the Board, by Resolution No. 2012-039 at its meeting of June 8, 2012, authorized an extension to the Agreement with JPMorgan, at a cost of 0.65% per annum, or an approximate annual fee of \$496,000.00, for the period of May 31, 2012, through June 30, 2014;

WHEREAS, the Board, by Resolution No. 2014-048 at its meeting of May 23, 2014, authorized an extension to the Agreement with JPMorgan, at a cost of 0.47% per annum, or an approximate annual fee of \$363,200.00, for the period of May 30, 2014, through June 30, 2016;

WHEREAS, the Board, by Resolution No. 2016-033 at its meeting of May 26, 2016, authorized an extension to the Agreement with JPMorgan, at a cost of 0.50% per annum, or an approximate annual fee of \$386,500.00, for the period of July 1, 2016, through June 29, 2018;

WHEREAS, the Board, by Resolution No. 2018-036 at its meeting of May 18, 2018, authorized an extension to the Agreement with JPMorgan, at a cost of 0.43% per annum, or an approximate annual fee of \$666,000, for the period of May 18, 2018, through June 29, 2020;

RESOLUTION NO. 2020-031 BOARD OF DIRECTORS MEETING OF MAY 29, 2020 PAGE 2

WHEREAS, as has been done with each year of the CP Program, the District's financial advisor, Public Financial Management, Inc. (PFM), has surveyed current market conditions and the results of recent credit Requests for Proposals (RFPs) put out by similar public entities, to determine the market rate and to assist the District's Auditor-Controller to negotiate terms with JPMorgan;

WHEREAS, due to the current market conditions heightened by the demand in the liquidity market amidst the COVID-19 environment, staff recommends securing only a one-year facility;

WHEREAS, for this 2020 renewal, JP Morgan has offered to extend the Agreement at a cost of 0.825% per annum, effective June 30, 2020, through June 29, 2021, at an annual cost of \$637,500, which is an increase of \$305,000 annually from the current Agreement which is at 0.43% per annum; and

WHEREAS, the Finance-Auditing Committee, at its meeting of May 28, 2020, has so recommended; now, therefore, be it

RESOLVED that the Board of Directors of the Golden Gate Bridge, Highway and Transportation District hereby authorizes the execution of an extension of the Line of Credit ("Agreement") with JPMorgan Chase Bank ("JPMorgan"), for the Commercial Paper Program ("CP Program"), at a cost of 0.825% per annum, for a total cost of approximately \$637,500, for the period of June 30, 2020, through June 29, 2021.

ADOPTED this 29th day of May 2020, by the following vote of the Board of Directors:

AYES (15):

Directors, Fewer, Fredericks, Garbarino, Grosboll, Hernández, Hill, Mastin,

Moylan, Rabbitt, Sears, Sobel and Yee; Second Vice President Cochran; First

Vice President Theriault; President Pahre.

NOES (0)

None.

ABSENT (2): Arnold and Belforte.

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

Barbara L. Pahre

President, Board of Directors

ATTEST:

Amorette M. Ko-Wong Secretary of the District

Reference:

May 28, 2020, Finance-Auditing Committee, Agenda Item No. (7) https://www.goldengate.org/assets/1/25/2020-0528-financecomm-no7-appripmrenewal.pdf?5177