



October 16, 2020

BOARD OF DIRECTORS MEETING
FRIDAY, OCTOBER 23, 2020

(5) CONSENT CALENDAR:

(A) Approve the Minutes of the following Meetings:

- (1) Special Board of Directors of September 11, 2020;
- (2) Building and Operating Committee of September 24, 2020;
- (3) Finance-Auditing Committee of September 24, 2020; and
- (4) Board of Directors of September 25, 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, September 2020

Resolution

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2020-09-1

GOLDEN GATE BRIDGE, HIGHWAY AND TRANSPORTATION DISTRICT

MEMORANDUM OF MINUTES

SPECIAL BOARD OF DIRECTORS MEETING

SEPTEMBER 11, 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.

These minutes are provided as a supplement to 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 a special session via audio conference, on Friday, September 11, 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, Fewer, Fredericks, Garbarino, Grosboll, Hernández, Hill, Mastin, Moylan, Rabbitt, Sears, Sobel and Yee; Second Vice President Cochran; First Vice President Theriault; President Pahre.

Director Absent (1): Director Belforte.

[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 Madeline Chun; 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 Administrator to the General Manager Justine Bock; Senior Board Analyst Elizabeth Eells.

- (3) **PLEDGE OF ALLEGIANCE:** First Vice President Michael Theriault

**BOARD OF DIRECTORS MEETING
SEPTEMBER 11, 2020/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.

[Directors Arnold and Rabbitt arrived.]

(4) PUBLIC COMMENT: [3:21 Minutes Mark on the Audio Recording]

(A) Public Comment

The following individuals spoke under public comment:

- Shane Weinstein, Amalgamated Transit Union (ATU), Local 1575
- Lamoin Werlein-Jaen, IFPTE, Local 21
- Max Alper, Marine Engineers' Beneficial Association
- Frank Gleason, Bus Operator

(B) Response to Public Comments [14:39 Minutes Mark on the Audio Recording]

Mr. Mulligan said he would respond to the public comments under Agenda Item No. 5.C.2.

(5) SPECIAL ORDER OF BUSINESS:

(A) Open Session

(1) Approve Actions Relative to Adoption of the CalPERS Health Contract Resolutions and Associated Actions for Amalgamated Transit Union Local 1575, Non-Represented Employees, Public Employees Union Local 1, and Members of the Board of Directors [15:15 Minutes Mark on the Audio Recording]

Deputy General Manager/Administration and Development Kellee Hopper presented the staff report.

The following individuals spoke under public comment: [19:05 Minutes Mark on the Audio Recording]

- Helen Moore, Former District Employee
- Mary Currie, Former District Employee

Directors COCHRAN/GARBARINO

Resolution Nos. 2020-059 to 2020-069 approves adoption of the following CalPERS Health Program Resolutions for Amalgamated Transit Union (ATU) Local 1575 employees and retirees, non-represented administrative employees and retirees, Public Employees Union (PEU) Local 1 (Painters) employees and retirees, and members of the Board of Directors, each to be effective January 1, 2021:

- (a) Resolution 2020-060**, Electing to be Subject to the Public Employees' Medical Hospital Care Act at an Unequal Amount for Employees and Annuitants with Respect to a Recognized Employee Organization 001 PERS Non-Represented;

**BOARD OF DIRECTORS MEETING
SEPTEMBER 11, 2020/PAGE 3**

- (b) **Resolution 2020-061**, Electing to be Subject to the Public Employees' Medical Hospital Care Act at an Unequal Amount for Employees and Annuitants with Respect to a Recognized Employee Organization 002 Public Employees Union, Local 1;
- (c) **Resolution 2020-062**, Electing to be Subject to the Public Employees' Medical Hospital Care Act at an Unequal Amount for Employees and Annuitants with Respect to a Recognized Employee Organization 701 Non-PERS Amalgamated Transit Union, Local 1575;
- (d) **Resolution 2020-063**, Electing to be Subject to the Public Employees' Medical Hospital Care Act at an Unequal Amount for Employees and Annuitants with Respect to a Recognized Employee Organization 702 Non-PERS Board of Directors;
- (e) **Resolution 2020-064**, Electing to Adopt Survivor Benefits Under Section 22819 of the Public Employees' Medical and Hospital Care Act with Respect to a Recognized Employee Organization 001 PERS Non-Represented;
- (f) **Resolution 2020-065**, Electing to Adopt Survivor Benefits Under Section 22819 of the Public Employees' Medical and Hospital Care Act with Respect to a Recognized Employee Organization 002 Public Employees Union, Local 1;
- (g) **Resolution 2020-066**, Electing to Adopt Survivor Benefits Under Section 22819 of the Public Employees' Medical and Hospital Care Act with Respect to a Recognized Employee Organization 701 Non-PERS Amalgamated Transit Union, Local 1575;
- (h) **Resolution 2020-067**, Electing to Adopt Survivor Benefits Under Section 22819.1 of the Public Employees' Medical and Hospital Care Act with Respect to a Recognized Employee Organization 001 PERS-Non Represented;
- (i) **Resolution 2020-068**, Electing to Adopt Survivor Benefits Under Section 22819.1 of the Public Employees' Medical and Hospital Care Act with Respect to a Recognized Employee Organization 002 Public Employees Union, Local 1; and
- (j) **Resolution 2020-069**, Electing to Adopt Survivor Benefits Under Section 22819.1 of the Public Employees' Medical and Hospital Care Act with Respect to a Recognized Employee Organization 701 Non-PERS Amalgamated Transit Union, Local 1575.

Adopted

AYES (16): Directors Arnold, 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 Belforte.

- (2) **Authorize Execution of a Professional Services Master Agreement with Navia Benefit Solutions Inc., Relative to Best Interest No. 2020-D-050, HRA, FSA and Retiree Premium Payment Benefit Administration Services**
[27:46 Minutes Mark on the Audio Recording]

**BOARD OF DIRECTORS MEETING
SEPTEMBER 11, 2020/PAGE 4**

Deputy General Manager/Administration and Development Kellee Hopper presented the staff report.

The following individuals spoke under public comment **[31:50 Minutes Mark on the Audio Recording]**:

- Helen Moore, Former District Employee
- Mary Currie, Former District Employee

Directors Grosboll, Fewer and Hernández inquired about the staff report and public comments.

Mr. Mulligan and Ms. Hopper responded to the Directors' inquiries. Ms. Hopper provided the Benefits Hotline number of (415) 257-4526.

Directors MOYLAN/RABBITT

Resolution No. 2020-070 authorizes execution of a Professional Services Agreement relative to Best Interest No. 2020-D-050, *HRA, FSA and Retiree Premium Payment Benefit Administration Services*, with Navia Benefit Solutions Inc., to provide benefit administration services as part of the CalPERS Health Benefit Transition, for a total not-to-exceed amount of \$459,000 for the three-year base term, including two additional one-year options, to be exercised at the General Manager's discretion, provided funding is available within the Golden Gate Bridge, Highway and Transportation District's annual budget.

Adopted

AYES (16): Directors Arnold, 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 (1): Director Belforte.

(B) Closed Session [43:25 Minutes Mark on the Audio Recording]

(1) Conference with Labor Negotiator
Pursuant to Government Code Section 54957.6
Report of Hanson Bridgett LLP
Employee organizations: Union Coalition, Public Employees Union Local 1, Amalgamated Transit Union Local 1575 and Non-Represented Employees: All Positions **[43:53 Minutes Mark on the Audio Recording]**

Attorney Madeline Chun, 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.B.1.

(C) Reconvene in Open Session [44:24 Minutes Mark on the Audio Recording]

After Closed Session, President Pahre called the meeting to order in Open Session with a quorum present. Attorney Chun reported that the Board had met in Closed Session, as permitted by the Brown Act, regarding the item outlined above.

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SEPTEMBER 11, 2020/PAGE 5**

She reported that the Board received a briefing regarding Agenda Item No. 5.B.1, and there is an action item for the Board's consideration.

(1) Authorize Ratification of a Memorandum of Understanding with Public Employees Union Local 1, Representing Bridge Painters [45:00 Minutes Mark on the Audio Recording]

The District's Labor Negotiator, Attorney Molly Kaban outlined the key terms of the agreement reached with the Public Employees Union Local 1, Representing Bridge Painters (Painters):

- The Painters agreed to a Memorandum of Understanding (MOU) term of 12 months, with no wage increase, with an expiration date of August 31, 2021;
- The District will fill four Painter Apprentice positions with current employees;
- The MOU will include a "Me Too" provision, such that if the District negotiates more favorable terms with the Labor Coalition, those terms would also apply to the Painters Union;
- The Painters will transition to the CalPERS medical plans, which are consistent with the Amalgamated Transit Union and non-represented CalPERS medical plans; and
- The District will acknowledge the Painters' good faith bargaining and leadership.

She also read the following statement:

"In negotiations, the Painters wanted it known that they took a risk in agreeing to join the CalPERS medical plans with no wage increase or other financial incentives. They took the lead in this regard, agreeing to these changes ahead of the Coalition, and that they did it for the right reasons – to try to save other employees' jobs given the current financial crisis.

I wholeheartedly agree with this statement and I promised to let the Board know. The Painters deserve a lot of credit for making tough choices in this negotiations. So please join me, [General Manager] Denis [Mulligan] and [Deputy General Manager/Bridge Division] Steve Miller in thanking them for their professionalism and their compassion for their co-workers. It is much deserved."

President Pahre expressed the Board's appreciation for the Painters good faith bargaining efforts and willingness to make good decisions. At Director Arnold's suggestion, the Directors gave the Painters a round of applause.

The following individual spoke under public comment: [49:03 Minutes Mark on the Audio Recording]

- Frank Gleason, Bus Operator

Directors ARNOLD/GARBARINO

Resolution No. 2020-071 authorizes ratification of a Memorandum of Understanding (MOU) with Public Employees Union Local 1, representing Bridge Painters as follows:

**BOARD OF DIRECTORS MEETING
SEPTEMBER 11, 2020/PAGE 6**

- The Painters agreed to a Memorandum of Understanding (MOU) term of 12 months, with no wage increase, with an expiration date of August 31, 2021;
- The District will fill the four Painter Apprentice positions with current employees;
- The MOU will include a “Me Too” provision, such that if the District negotiates more favorable terms with the Labor Coalition, those terms would also apply to the Painters’ MOU;
- The Painters will transition to the CalPERS medical plans, which are consistent with the Amalgamated Transit Union and non-represented CalPERS medical plans; and
- The District will acknowledge the Painters’ good faith bargaining and leadership.

Adopted

AYES (16): Directors Arnold, 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 (1): Director Belforte.

[Director Moylan departed]

- (2) **Approve Issuance of Worker Adjustment and Retraining Notification (WARN) Act Notices in Response to COVID-19 Service Impacts and Depletion of Associated Federal Funding [52:32 Minutes Mark on the Audio Recording]**

General Manager Denis Mulligan presented the staff report.

Directors Yee and Grosboll inquired about the staff report.

Mr. Mulligan responded to the Directors’ inquiries. He said that the District’s reserves are outlined on pages 42, 45 and 179 of the FY 2020/2021 Adopted Budget, which is available at: <https://www.goldengate.org/assets/1/6/budget-fy2020-2021.pdf>. Mr. Wire added to Mr. Mulligan’s comments and noted that even with layoffs, the District only saves \$25 million, and as a result, the District would exhaust its reserves this fiscal year.

Directors Grosboll/Theriault made a motion to postpone the vote on this item until January 2021.

Directors Sobel, Sears, Fewer, Hill, Rabbitt, Hernández, Fredericks, and Theriault, and President Pahre commented on the staff report and the possible postponement of action on the item.

Mr. Mulligan and Attorney Chun responded to the Directors’ inquiries.

The following individuals spoke under public comment **[1:37:41 Hours Mark on the Audio Recording]**:

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- Shane Weinstein, ATU, Local 1575
- Anonymous, Bus Passenger of Golden Gate Transit
- Marina Secchitano, Inlandboatmen's Union (IBU)
- Helen Moore, Former District Employee
- Frank Gleason, Bus Operator
- Pete Guthlein, District Employee
- Kimmiko Joseph, Bus Operator
- John Holden, Bus Operator
- Aspen Thompson, Bus Operator

Mr. Mulligan and Mr. Wire responded to the public comments.

Directors Grosboll/Theriault moved and seconded to postpone the vote on this item until January 2021. **[2:05:20 Hours Mark on the Audio Recording]**

AYES (7): Directors Arnold, Grosboll, Hernández, Hill, Mastin, and Sears; First Vice President Theriault.

NOES (8) Directors Fewer, Fredericks, Garbarino, Rabbitt, Sobel and Yee; Second Vice President Cochran; President Pahre.

ABSENT (2): Directors Belforte and Moylan.

Failed

President Pahre reviewed the recommendation being considered. **[2:07:30 Hours Mark on the Audio Recording]**

The following individuals spoke under public comment: **[2:11:26 Hours Mark on the Audio Recording]**

- Robert Kaufman, Bus Operator
- Max Alper, Marine Engineers' Beneficial Association
- Frank Gleason, Bus Operator
- Shane Weinstein, ATU, Local 1575
- Helen Moore, Former District Employee
- Robert Barley, Supervising Vessel Master
- Moniquea Vinson, Bus Operator
- Robert Estrada, IBU
- Aspen Thompson, Bus Operator

Directors Fredericks, Arnold, Mastin and Fewer, and President Pahre commented and inquired about the WARN Notice.

Mr. Mulligan responded to the Directors' inquiries.

Directors SOBEL/FREDERICKS

Resolution No. 2020-072 approves the issuance of federal Worker Adjustment and Retraining Notification (WARN) Act Notices to potentially-affected employees and union representatives in response to service impacts resulting from the COVID-19 pandemic and depletion of the Coronavirus Aid, Relief, and Economic Security

**BOARD OF DIRECTORS MEETING
SEPTEMBER 11, 2020/PAGE 8**

(CARES) Act grant funding; with the understanding that if additional federal grants to support transit operations during the pandemic are made to the Golden Gate Bridge, Highway and Transportation District, then the contemplated layoffs may not be necessary.

Adopted

AYES (10): Directors Arnold, Fewer, Fredericks, Garbarino, Rabbitt, Sears, Sobel and Yee; Second Vice President Cochran; President Pahre.

NOES (5) Directors Grosboll, Hernández, Hill, Mastin; First Vice President Theriault.

ABSENT (2): Directors Belforte and Moylan.

(6) NEW BUSINESS:

There was no “New Business” to discuss.

(7) ADJOURNMENT: [2:43:56 Hours Mark on the Audio Recording]

All business having been concluded **Directors ARNOLD/FREDERICKS** moved and seconded that the meeting be adjourned at 12:52 p.m.

Carried

Respectfully submitted,

Amorette M. Ko-Wong
Secretary of the District

AMK:EIE:mjl

September 24, 2020



**MINUTES OF THE BUILDING AND OPERATING 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.

**These minutes are supplemented by the audio recording that is posted online at:
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Honorable Board of Directors
Golden Gate Bridge, Highway
and Transportation District

Honorable Members:

A meeting of the Building and Operating Committee/Committee of the Whole (Committee) of the Golden Gate Bridge, Highway and Transportation District (District) was held via audio conferencing on Thursday, September 24, 2020, at 9:17 a.m., Chair Theriault presiding.

- (1) **Call to Order:** 9:17 a.m.
- (2) **Roll Call:** Secretary of the District Amorette M. Ko-Wong.

Committee Members Present (8): Chair Theriault; Vice Chair Moylan; Directors Belforte, Cochran, Fredericks, Garbarino and Rabbitt; President Pahre.

Committee Members Absent (0): None.

Other Directors Present (4): Directors Hernández, Hill, Mastin and Sobel.

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

Committee of the Whole Members Absent (5): Directors Arnold, Fewer, Grosboll, 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; Deputy General Manager/Administration and Development Kellee Hopper; Deputy General Manager/Bridge Division Steve Miller; Deputy General

**BUILDING AND OPERATING COMMITTEE/COMMITTEE OF THE WHOLE
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Manager/Ferry Division James Swindler; 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 Award of Contract No. 2020-F-035, Corte Madera 4 Acre Tidal Marsh Restoration Project, to Hanford Applied Restoration & Conservation
[2:27 Minutes Mark on the Audio Recording]

District Engineer Ewa Bauer-Furbush presented the staff report.

Chair Theriault and Director Hernández commented and inquired about the staff report.

Ms. Bauer-Furbush responded to the Directors' inquiries.

(a) Action by the Committee

Staff recommended and the Committee concurred by motion made and seconded by **Directors RABBITT/BELFORTE** 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 actions relative to award of Contract No. 2020-F-035, *Corte Madera 4 Acre Tidal Marsh Restoration Project*, as follows:

- (1) Authorize award of Contract No. 2020-F-035, to Hanford Applied Restoration & Conservation (Hanford ARC), Petaluma, CA, in the amount of \$988,142.00; and,
- (2) Establish a construction contingency for Contract No. 2020-F-035 in the amount of \$148,221, equal to 15% of the contract award amount;

with the understanding that sufficient funds are available in the FY 20/21 Ferry Division Capital Budget for the Corte Madera Marsh Restoration Construction project (Project #2041) to finance these actions.

Action by the Board at its meeting of September 25, 2020 – Resolution

AYES (12): Directors Belforte, Fredericks, Garbarino, Hernández, Hill, Mastin, Moylan, Rabbitt and Sobel; Second Vice President Cochran; First Vice President Theriault; President Pahre.

NOES (0): None.

ABSENT (5): Directors Arnold, Fewer, Grosboll, Sears and Yee.

- (4) **Approve Action Relative to Professional Service Agreement (PSA) No. 2014-FT-13, Wetland Restoration Design and Permitting Support Services Project, with WRA, Inc. [13:55 Minutes Mark on the Audio Recording]**

District Engineer Ewa Bauer-Furbush presented the staff report.

(a) **Action by the Committee**

Staff recommended and the Committee concurred by motion made and seconded by **Directors COCHRAN/FREDERICKS** 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 actions relative to Professional Services Agreement (PSA) No. 2014-FT-13, *Wetland Restoration Design and Permitting Support Services Project*, with WRA, Inc. (WRA), as follows:

- (1) Authorize the execution of the Fourth Amendment to PSA No. 2014-FT-13, in an amount not to exceed \$550,000, for engineering support services during construction of the Corte Madera 4 Acre Tidal Marsh Restoration Project (Project #2041) and during the post construction monitoring period; and,
- (2) Authorize a contingency fund for this amendment, in the amount of \$82,500, equal to 15% of the amendment amount;

with the understanding that sufficient funds are available in the FY 20/21 Ferry Division Capital Budget for the Corte Madera Marsh Restoration Construction project (Project #2041) to finance these actions.

Action by the Board at its meeting of September 25, 2020 – Resolution

AYES (12): Directors Belforte, Fredericks, Garbarino, Hernández, Hill, Mastin, Moylan, Rabbitt and Sobel; Second Vice President Cochran; First Vice President Theriault; President Pahre.

NOES (0): None.

ABSENT (5): Directors Arnold, Fewer, Grosboll, Sears and Yee.

- (5) **Approve Actions Relative to Professional Services Agreement (PSA) No. 2015-BT-02, Novato Bus Facility Underground Storage Tank Site Cleanup and Closure Design Services, with Brunsing Associates, Inc. [20:58 Minutes Mark on the Audio Recording]**

District Engineer Ewa Bauer-Furbush presented the staff report.

(b) **Action by the Committee**

Staff recommended and the Committee concurred by motion made and seconded by **Directors GARBARINO/RABBITT** 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 actions relative to Professional Services Agreement (PSA) No. 2015-BT-02, *Novato Bus Facility Underground Storage Tank Site Cleanup and Closure Design Services*, with Brunsing Associates, Inc., as follows:

- (1) Authorize execution of the Fourth Amendment to PSA No. 2015-BT-02, in an amount not to exceed \$112,500, for engineering support services during construction of the Novato Bus Facility Underground Storage Tank Site Cleanup Project, and during the post construction monitoring period; and,
- (2) Authorize an amendment contingency fund in the amount of \$16,875, or 15% of the amendment amount;

with the understanding that sufficient funds are available in the FY 20/21 Bus Transit Division Capital Budget for Project #2132, D2 (Novato Bus Facility) Pavement & Remediation, to finance these actions.

Action by the Board at its meeting of September 25, 2020 – Resolution

AYES (12): Directors Belforte, Fredericks, Garbarino, Hernández, Hill, Mastin, Moylan, Rabbitt and Sobel; Second Vice President Cochran; First Vice President Theriault; President Pahre.

NOES (0): None.

ABSENT (5): Directors Arnold, Fewer, Grosboll, Sears and Yee.

(6) Status Report from Board Appointee(s) on Sonoma-Marín Area Rail Transit Board [27:28 Minutes Mark on the Audio Recording]

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

(7) Status Report on Engineering Projects [32:09 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.

(8) Public Comment [33:36 Minutes Mark on the Audio Recording]

The following individuals spoke under Public Comment:

- Lawrie Mott
- Bruce Bell

**BUILDING AND OPERATING COMMITTEE/COMMITTEE OF THE WHOLE
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Directors Garbarino and Belforte requested staff provide an informational report on Electric Vehicle Charging Stations.

Mr. Mulligan responded to the Directors' comments.

(9) Adjournment [38:33 Minutes Mark on the Audio Recording]

All business having been concluded, **Directors RABBITT/GARBARINO** moved and seconded that the meeting be adjourned at 9:56 a.m.

Carried

Respectfully submitted,

Michael Theriault, Chair
Building and Operating Committee

MT:AMK:EIE:mjl

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September 24, 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.

**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:

A meeting of the Finance-Auditing Committee/Committee of the Whole (Committee) of the Golden Gate Bridge, Highway and Transportation District (District) was held via audio conference, on Thursday, September 24, 2020, at 10:00 a.m., Chair Sobel presiding.

- (1) **Call to Order:** 10:00 a.m.
- (2) **Roll Call:** Secretary of the District Amorette M. Ko-Wong.

Committee Members Present (5): Chair Sobel; Vice Chair Fredericks; Directors Cochran and Moylan; President Pahre.

Committee Members Absent (2): Directors Grosboll and Yee.

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

Committee of the Whole Members Present (11): Directors Belforte, Fredericks, Hernández, Hill, Mastin, Moylan, Rabbitt and Sobel; Second Vice President Cochran; First Vice President Theriault; President Pahre.

Committee of the Whole Members Absent (6): Directors Arnold, Fewer, Garbarino, Grosboll, 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; Deputy General Manager/Administration and Development

FINANCE-AUDITING COMMITTEE
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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 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) Ratification of Previous Actions by the Auditor-Controller [2:14 Minutes Mark on the Audio Recording]

PFM Senior Managing Consultant Lesley Murphy presented the Investment Report.

Chair Sobel, and Directors Hill and Belforte commented and inquired about the Investment Report.

Ms. Murphy responded to the Directors' inquiries.

[Director Belforte departed]

(a) Action by the Committee

Staff recommended and the Committee concurred by motion made and seconded by **Directors COCHRAN/FREDERICKS** 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) There are no commitments or expenditures to ratify for the period of August 1, 2020 through August 31, 2020.
- (ii) Ratify investments made during the period August 18, 2020 through September 14, 2020.
- (iii) Authorize the reinvestment, within the established policy of the Board, of any investments maturing between September 15, 2020 and October 12, 2020, 2020, as well as the investment of all other funds not required to cover expenditures which may become available.
- (iv) Accept the Investment Report for August 2020.

Action by the Board at its meeting of September 25, 2020 – Resolution
CONSENT CALENDAR

FINANCE-AUDITING COMMITTEE
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AYES (10): Directors Fredericks, Hernández, Hill, Mastin, Moylan, Rabbitt and Sobel; Second Vice President Cochran; First Vice President Theriault; President Pahre.

NOES (0): None.

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

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

No actions required authorization.

(5) Authorize Actions Related to Grant Programs

No actions required authorization.

(6) Authorize Execution of Amendment No. 2 to the Amended and Restated Clipper® Memorandum of Understanding [23:55 Minutes Mark on the Audio Recording]

Auditor-Controller Joseph Wire presented the staff report.

(a) Action by the Committee

Staff recommended and the Committee concurred by motion made and seconded by **Directors HILL/FREDERICKS** 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 to Execute Amendment No. 2 of the Amended and Restated Clipper® Memorandum of Understanding (MOU).

Action by the Board at its meeting of September 25, 2020 – Resolution
NON-CONSENT CALENDAR

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

NOES (0): None.

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

(7) Status Report on the FY 20/21 Budget [28:58 Minutes Mark on the Audio Recording]

Auditor-Controller Joseph Wire presented the staff report, which was for informational purposes only and no action was taken. The FY 2020/2021 Adopted Budget is available on the District's website at: <https://www.goldengate.org/documents>.

Directors Mastin, Hernández and Theriault, and Chair Sobel commented and inquired about the staff report. Chair Sobel asked Mr. Wire to respond to a question about the use of 5307 grant funds.

Mr. Wire and Mr. Mulligan responded to the Directors' inquiries.

The following individual spoke under Public Comment **[49:38 Minutes Mark on the Audio Recording]**:

- Shane Weinstein, Amalgamated Transit Union (ATU), Local 1575

Mr. Mulligan responded to the public comment.

(8) Monthly Review of Golden Gate Bridge Traffic/Tolls and Bus and Ferry Transit Patronage/Fares (for Two Month Ending August 2020) [52:49 Minutes Mark on the Audio Recording]

Auditor-Controller Joseph Wire presented the staff report, which was for informational purposes only and no action was taken.

(9) Monthly Review of Financial Statements (for Two Month Ending August 2020)

- (a) Statement of Revenue and Expenses**
 - (b) Statement of Capital Programs and Expenditures**
- [56:02 Minutes Mark on the Audio Recording]**

Auditor-Controller Joseph Wire presented the staff reports, which were for informational purposes only and no action was taken.

Director Mastin inquired about the staff report.

Mr. Wire responded to the Director's inquiry.

(10) Closed Session [1:03:46 Hours Mark on the Audio Recording]

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) Vernon Royal v. Golden Gate Bridge, Highway and Transportation District.**

[1:04:42 Hours Mark on the Audio Recording]

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 gave appropriate guidance to its attorney for the matter.

(11) Public Comment [1:05:48 Hours Mark on the Audio Recording]

The following individual spoke under Public Comment:

- Shane Weinstein, Amalgamated Transit Union (ATU), Local 1575

(12) Adjournment [1:07:24 Hours Mark on the Audio Recording]

All business having been concluded **Directors COCHRAN/FREDERICKS** moved and seconded that the meeting be adjourned at 11:14 a.m.

Carried

Respectfully submitted,

Brian Sobel, Chair
Finance-Auditing Committee

BS:AMK:EIE:mjl

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2020-09-2

GOLDEN GATE BRIDGE, HIGHWAY AND TRANSPORTATION DISTRICT

MEMORANDUM OF MINUTES

BOARD OF DIRECTORS MEETING

SEPTEMBER 25, 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.

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 via audio conference, on Friday, September 25, 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 (15): Directors Arnold, Belforte, Fredericks, Garbarino, Grosboll, Hernández, Hill, Mastin, Moylan, Rabbitt, Sears and Sobel; Second Vice President Cochran; First Vice President Theriault; President Pahre.

Director Absent (2): Directors Fewer 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; Deputy General Manager/Administration and Development Kellee Hopper; Deputy General Manager/Bus Transit Division Mona Babauta; Deputy General Manager/Ferry Division James Swindler; Executive Administrator to the General Manager Justine Bock; Senior Board Analyst Elizabeth Eells.

- (3) **PLEDGE OF ALLEGIANCE:** Director Gina Belforte

**BOARD OF DIRECTORS MEETING
SEPTEMBER 25, 2020/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.

(4) PUBLIC COMMENT: [3:51 Minutes Mark on the Audio Recording]

The following individuals spoke under public comment:

- Manuel Gamboa, County of Sonoma Resident
- Shane Weinstein, Amalgamated Transit Union (ATU) Local 1575
- Marina Secchitano, Inlandboatmen's Union (IBU)
- John Holden, Bus Operator
- Dominique McElveen, Bus Operator
- David Herrera, ATU 1575 and Bus Operator
- Richard Marcantonio, Public Advocates Inc.
- Roger Marenco, Transport Workers Union (TWU) Local 250-A
- Frank Gleason, Bus Operator
- Jordann Crawford, Bus Operator
- Mark Jayne, Machinist Local 1414
- Letty Scott, ATU Local 1575 Member and Bus Operator
- Robert Estrada, IBU

[Director Garbarino departed.]

(5) CONSENT CALENDAR: [36:45 Minutes Mark on the Audio Recording]

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 (13): Directors Belforte, Fredericks, Grosboll, Hernández, Hill, Mastin, Moylan, Rabbitt, Sears and Sobel; Second Vice President Cochran; First Vice President Theriault; President Pahre.

NOES (0): None.

ABSENT (4): Directors Arnold, Fewer, Garbarino and Yee.

(A) Approve the Minutes of the following Meetings

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

Carried

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

Resolution No. 2020-073 (as detailed in the September 24, 2020 Finance-Auditing Committee meeting)

- (1) Ratifies Commitments and/or Expenditures
- (2) Ratifies Previous Investments

**BOARD OF DIRECTORS MEETING
SEPTEMBER 25, 2020/PAGE 3**

- (3) Authorizes Reinvestments
- (4) Accepts Investment Report August 2020

Adopted

[Director Garbarino returned.]

(6) REPORTS OF OFFICERS:

(A) General Manager [38:55 Minutes Mark on the Audio Recording]

Mr. Mulligan presented the General Manager Report, which was for informational purposes only and no action was taken. He recognized the following employees for their service: Sonia Pedlar, Edwin Amoranto, Jorge Lee, James Cantrell, Kimberly Barnard, Lindy Teng and K.J. Quick.

President Pahre and Director Garbarino stated they miss the in person employee recognition. Director Garbarino noted for the record, she was disconnected from the line during Agenda Item No. 5, and she voted “Aye” on the item. Director Theriault commented and inquired about the General Manager Report.

Mr. Mulligan responded to the Director’s inquiry.

(B) Attorney [44:25 Minutes Mark on the Audio Recording]

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

(C) District Engineer [44:55 Minutes Mark on the Audio Recording]

Ms. Bauer-Furbush presented the District Engineer Report, which was for informational purposes only and no action was taken. She provided a status update on the Suicide Deterrent System (SDS) and Wind Retrofit Projects.

ADDITIONAL PUBLIC COMMENT: [49:04 Minutes Mark on the Audio Recording]

The following individual spoke:

- Robert Kaufman, Bus Operator

(7) OTHER REPORTS:

There were no “Other Reports” to discuss.

(8) REPORT OF COMMITTEES [51:00 Minutes Mark on the Audio Recording]:

- (A) Meeting of the the Building and Operating Committee/Committee of the Whole
[51:11 Minutes Mark on the Audio Recording]
September 24, 2020
Chair Michael Theriault**

**BOARD OF DIRECTORS MEETING
SEPTEMBER 25, 2020/PAGE 4**

- (1) **Approve Actions Relative to Award of Contract No. 2020-F-035, Corte Madera 4 Acre Tidal Marsh Restoration Project, to Hanford Applied Restoration & Conservation** [51:22 Minutes Mark on the Audio Recording]

Directors THERIAULT/MASTIN

Resolution No. 2020-074 approves actions relative to award of Contract No. 2020-F-035, *Corte Madera 4 Acre Tidal Marsh Restoration Project*, as follows:

- (a) Authorizes award of Contract No. 2020-F-035, to Hanford Applied Restoration & Conservation (Hanford ARC), Petaluma, CA, in the amount of \$988,142.00; and,
- (b) Establishes a construction contingency for Contract No. 2020-F-035 in the amount of \$148,221, equal to 15% of the contract award amount;

with the understanding that sufficient funds are available in the FY 20/21 Ferry Division Capital Budget for the Corte Madera Marsh Restoration Construction project (Project #2041) to finance these actions.

Adopted

AYES (14): Directors Belforte, Fredericks, Garbarino, Grosboll, Hernández, Hill, Mastin, Moylan, Rabbitt, Sears and Sobel; Second Vice President Cochran; First Vice President Theriault; President Pahre.

NOES (0): None.

ABSENT (3): Directors Arnold, Fewer and Yee.

[Director Arnold arrived.]

- (2) **Approve Actions Relative to Professional Services Agreement (PSA) No. 2014-FT-13, Wetland Restoration Design and Permitting Support Services Project, with WRA, Inc.** [53:25 Minutes Mark on the Audio Recording]

Directors THERIAULT/FREDERICKS

Resolution No. 2020-075 approves actions relative to Professional Services Agreement (PSA) No. 2014-FT-13, *Wetland Restoration Design and Permitting Support Services Project*, with WRA, Inc. (WRA), as follows:

1. Authorizes the execution of the Fourth Amendment to PSA No. 2014-FT-13, in an amount not to exceed \$550,000, for engineering support services during construction of the Corte Madera 4 Acre Tidal Marsh Restoration Project (Project #2041) and during the post construction monitoring period; and,
2. Authorizes a contingency fund for this amendment, in the amount of \$82,500, equal to 15% of the amendment amount;

with the understanding that sufficient funds are available in the FY 20/21 Ferry Division Capital Budget for the Corte Madera Marsh Restoration Construction project (Project #2041) to finance these actions.

Adopted

**BOARD OF DIRECTORS MEETING
SEPTEMBER 25, 2020/PAGE 5**

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

NOES (0): None.

ABSENT (2): Directors Fewer and Yee.

- (3) **Approve Actions Relative to Professional Services Agreement (PSA) No. 2015-BT-02, Novato Bus Facility Underground Storage Tank Site Cleanup and Closure Design Services, with Brunsing Associates, Inc. [55:29 Minutes Mark on the Audio Recording]**

Directors THERIAULT/GARBARINO

Resolution No. 2020-076 approves actions relative to Professional Services Agreement (PSA) No. 2015-BT-02, *Novato Bus Facility Underground Storage Tank Site Cleanup and Closure Design Services*, with Brunsing Associates, Inc., as follows:

1. Authorizes the execution of the Fourth Amendment to PSA No. 2015-BT-02, in an amount not to exceed \$112,500, for engineering support services during construction of the Novato Bus Facility Underground Storage Tank Site Cleanup Project and during the post construction monitoring period; and,
2. Authorizes an amendment contingency fund in the amount of \$16,875, or 15% of the amendment amount;

with the understanding that sufficient funds are available in the FY 20/21 Bus Transit Division Capital Budget for Project #2132, D2 (Novato Bus Facility) Pavement & Remediation, to finance these actions.

Adopted

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

NOES (0): None.

ABSENT (2): Directors Fewer and Yee.

- (B) **Meeting of the Finance-Auditing Committee/Committee of the Whole [57:49 Minutes Mark on the Audio Recording]**
September 24, 2020
Chair Brian Sobel

- (1) **Authorize Execution of Amendment No. 2 to the Amended and Restated Clipper® Memorandum of Understanding [58:00 Minutes Mark on the Audio Recording]**

**BOARD OF DIRECTORS MEETING
SEPTEMBER 25, 2020/PAGE 6**

Directors SOBEL/GROSBOLL

Resolution No. 2020-077 authorizes the General Manager to Execute Amendment No. 2 of the Amended and Restated Clipper® Memorandum of Understanding (MOU).

Adopted

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

NOES (0): None.

ABSENT (2): Directors Fewer and Yee.

(9) ADDRESSES TO BOARD:

There were no “Addresses to Board” to discuss.

(10) SPECIAL ORDER OF BUSINESS [1:00:03 Hours Mark on the Audio Recording]:

Mr. Mulligan presented the staff report.

The following individual spoke under Public Comment [1:01:28 Hours Mark on the Audio Recording]:

- Shane Weinstein, ATU Local 1575

Directors THERIAULT/COCHRAN moved and seconded to continue consideration of this item until the next Board meeting.

Carried

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

NOES (0): None.

ABSENT (2): Directors Fewer and Yee.

(11) UNFINISHED BUSINESS:

There was no “Unfinished Business” to discuss.

(12) NEW BUSINESS:

There was no “New Business” to discuss.

(13) COMMUNICATIONS: [1:02:31 Hours Mark on the Audio Recording]

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.

**BOARD OF DIRECTORS MEETING
SEPTEMBER 25, 2020/PAGE 7**

(14) ADJOURNMENT: [1:02:50 Hours Mark on the Audio Recording]

All business having been concluded Directors FREDERICKS/SOBEL moved and seconded that the meeting be adjourned at 11:04 a.m. in honor of Supreme Court Justice Ruth Bader Ginsburg.

Carried

Respectfully submitted,

Amorette M. Ko-Wong
Secretary of the District

AMK:EIE:mjl

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AGENDA ITEM NO. 5.B.

**RATIFICATION OF PREVIOUS ACTIONS BY THE AUDITOR-CONTROLLER
FINANCE-AUDITING COMMITTEE OF OCTOBER 22, 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 October 22, 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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