

Date Issued: November 20, 2020



SUMMARY OF ACTIONS
BOARD OF DIRECTORS MEETING OF NOVEMBER 20, 2020

Resolution No. 2020-087 (November 19, 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 October 2020.

Resolution No. 2020-088 (November 20, 2020 meeting of the Board of Directors)

Ratifies the action of the General Manager to authorize a six (6) month extension of the emergency procurement of Temporary Onsite Medical Drug and Pre-Employment Testing Services with Pivot Onsite in the amount of \$204,900.00, as detailed in the General Manager's Report.

Resolution No. 2020-089 (November 19, 2020 meeting of the Finance-Auditing Committee)

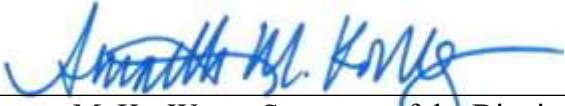
Authorizes the General Manager to execute amendments to the Golden Gate Bridge, Highway and Transportation District's two agreements with Kapsch TrafficCom Inc. USA, for maintenance of the toll collection system and for replacement of the toll collection system, in conformance with a binding term sheet agreed to by both Kapsch and the District, and in a form approved by Legal Counsel, as detailed in the staff report.

Resolution No. 2020-090 (November 19, 2020 meeting of the Finance-Auditing Committee)

Receives the Annual Report of the OPEB Retirement Investment Trust Board, as detailed in the staff report.

Resolution No. 2020-091 (November 20, 2020 meeting of the Board of Directors)

Approves the *2021 Golden Gate Bridge, Highway and Transportation District's Board of Directors Meeting Schedule*, as attached.


Amorette M. Ko-Wong, Secretary of the District

Attachment: Approved 2021 Meeting Schedule

AMK:EIE:plw

GOLDEN GATE BRIDGE, HIGHWAY & TRANSPORTATION DISTRICT
APPROVED 2021 MEETING SCHEDULE

Approved: November 20, 2020



<u>January:</u>	
Thursday, Jan. 21	Transportation Building and Operating Finance-Auditing
Friday, Jan. 22	Rules, Policy & Industrial Relations Governmental Affairs & Public Information Board of Directors

<u>July:</u>	
Thursday, July 22	Transportation Building and Operating Finance-Auditing
Friday, July 23	Rules, Policy & Industrial Relations Governmental Affairs & Public Information Board of Directors

<u>February:</u>	
Thursday, Feb. 25	Transportation Building and Operating Finance-Auditing
Friday, Feb. 26	Rules, Policy & Industrial Relations Governmental Affairs & Public Information Board of Directors

<u>August:</u>	
Thursday, Aug. 26	Transportation Building and Operating Finance-Auditing
Friday, Aug. 27	Rules, Policy & Industrial Relations Governmental Affairs & Public Information Board of Directors

<u>March:</u>	
Thursday, Mar. 25	Transportation Building and Operating Finance-Auditing OPEB
Friday, Mar. 26	Rules, Policy & Industrial Relations Governmental Affairs & Public Information Board of Directors

<u>September:</u>	
Thursday, Sept. 23	Transportation Building and Operating Finance-Auditing
Friday, Sept. 24	Rules, Policy & Industrial Relations Governmental Affairs & Public Information Board of Directors

<u>April:</u>	
Thursday, April 22	Transportation Building and Operating Finance-Auditing
Friday, April 23	Rules, Policy & Industrial Relations Governmental Affairs & Public Information Board of Directors

<u>October:</u>	
Thursday, Oct. 21	Transportation Building and Operating Finance-Auditing OPEB
Friday, Oct. 22	Rules, Policy & Industrial Relations Governmental Affairs & Public Information Board of Directors

<u>May:</u>	
Thursday, May 20	Transportation Building and Operating Finance-Auditing
Friday, May 21	Rules, Policy & Industrial Relations Governmental Affairs & Public Information Board of Directors

<u>November:</u>	
Thursday, Nov. 18	Transportation Building and Operating Finance-Auditing
Friday, Nov. 19	Rules, Policy & Industrial Relations Governmental Affairs & Public Information Board of Directors

<u>June:</u>	
Thursday, June 24	Transportation Building and Operating Finance-Auditing
Friday, June 25	Rules, Policy & Industrial Relations Governmental Affairs & Public Information Board of Directors

<u>December:</u>	
Thursday, Dec. 16	Transportation Building and Operating Finance-Auditing
Friday, Dec. 17	Rules, Policy & Industrial Relations Governmental Affairs & Public Information Board of Directors

**Please note that the 2021 Meeting Schedule is subject to change throughout the year.
 If a meeting is either cancelled or rescheduled, a Notice will be issued.**

GOLDEN GATE BRIDGE, HIGHWAY AND TRANSPORTATION DISTRICT

RESOLUTION NO. 2020-087

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

November 20, 2020

WHEREAS, the Auditor-Controller and the Finance-Auditing Committee, at its meeting of November 19, 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 \$14,178.15 for the period of October 1, 2020 through October 31, 2020; and be it further

RESOLVED, that the Board hereby ratifies investments made during the period October 13, 2020 through November 9, 2020; and be it further

RESOLVED, that the Board hereby authorizes the reinvestment, within the established policy of the Board, of any investments maturing between November 10, 2020 and December 7, 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 October 2020, as prepared by Public Financial Management and included in the staff report.

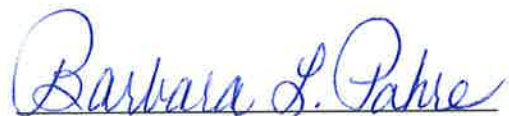
ADOPTED this 20th day of November 2020, by the following vote of the Board of Directors:

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


NOES (0): None.

ABSENT (1): Director Sobel.

[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: November 19, 2020, Finance-Auditing Committee, Agenda Item No. (3)
<https://www.goldengate.org/assets/1/25/2020-1119-financecomm-no3-ratofaction2.pdf?6341>

GOLDEN GATE BRIDGE, HIGHWAY AND TRANSPORTATION DISTRICT

RESOLUTION NO. 2020-088

**RATIFY AND AUTHORIZE THE EMERGENCY ACTIONS BY THE
GENERAL MANAGER RELATIVE TO COVID-19-RELATED IMPACTS ON
DISTRICT OPERATIONS**

November 20, 2020

WHEREAS, despite sustained efforts at the national, state, and local levels, COVID-19 continues to spread and remains a serious and ongoing threat to public health;

WHEREAS, in accordance with Public Contract Code Section 22050 and the District's Procurement Policy, the General Manager was granted the authority to waive the competitive solicitation process and to approve procurement of necessary equipment, services and supplies in the event of an emergency, when immediate action is required to prevent the interruption or cessation of necessary District services;

WHEREAS, the COVID-19 virus crisis has had long-reaching impacts on District operations including the Department of Transportation (DOT) drug testing compliance and commercial license certification;

WHEREAS, in order for the District to remain in compliance with regulations, staff previously implemented, and the Board ratified, a contract with Pivot Onsite for on-site DOT-related drug & alcohol testing (pre-employment, reasonable suspicion, post-accident and random testing), pre-employment physicals, DMV physicals (commercial license certification), injury triage as needed, and COVID-19 testing for employees exposed to the virus at work, provided at the San Rafael Bus Facility site; and

WHEREAS, staff recommends a six month extension of the emergency procurement of Temporary Onsite Medical Drug and Pre-Employment Testing Services with Pivot Onsite; now, therefore be it

RESOLVED that the Board of Directors of the Golden Gate Bridge, Highway and Transportation District hereby ratifies the action of the General Manager to authorizes a six (6) month extension of the emergency procurement of Temporary Onsite Medical Drug and Pre-Employment Testing Services with Pivot Onsite in the amount of \$204,900.

ADOPTED this 20th day of November 2020, by the following vote of the Board of Directors:

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

NOES (0): None.

ABSENT (1): Director Sobel.

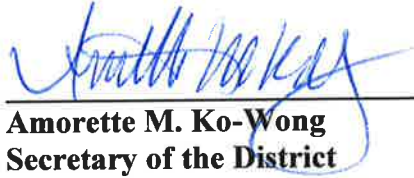
[Note: On this date, there were two vacancies on the Board of Directors.]

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BOARD OF DIRECTORS MEETING OF NOVEMBER 20, 2020
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Barbara L. Pahre
President, Board of Directors

ATTEST:



Amorette M. Ko-Wong
Secretary of the District

Reference: November 20, 2020, Board of Directors, Agenda Item No. (6A)
<https://www.goldengate.org/assets/1/25/2020-1120-boardmeeting-no6a-gmrpt.pdf?6340>

GOLDEN GATE BRIDGE, HIGHWAY AND TRANSPORTATION DISTRICT

RESOLUTION NO. 2020-089

**AUTHORIZE THE GENERAL MANAGER TO EXECUTE AMENDMENTS TO
CONTRACTS 2014-B-4 AND 2017-B-04 WITH KAPSCH TRAFFICCOM USA
RELATING TO MAINTENANCE AND REPLACEMENT OF THE TOLL
COLLECTION SYSTEM**

November 20, 2020

WHEREAS, the toll collection system at the Bridge Toll Plaza is the essential technical tool that enables the Golden Gate Bridge, Highway and Transportation District (District) to collect tolls, the main source of revenue for the District;

WHEREAS, on October 25, 2013, by Resolution No. 2007-077, the Board of Directors (Board) of the District authorized the award of Contract No. 2014-B-4, *Maintenance of the Toll Collection System* (Maintenance Agreement) to Kapsch Trafficcom USA, Inc. (Kapsch) for the continued maintenance of the existing toll collection system software system;

WHEREAS, the Maintenance Agreement has been amended four times and the latest amendment expires in March of 2021 with the contract continuing on a month-to-month basis after expiration;

WHEREAS, on March 24, 2017, by Resolution No. 2017-030, the Board authorized the award of Contract No. 2017-B-04, *Replacement Toll Collection System*, (Implementation Agreement) to Kapsch for the implementation of a replacement toll collection system, to be implemented on a gantry by December 2018;

WHEREAS, in order for the District to comply with California toll policies calling for a new technology using 6C protocols to be implemented in January 2019, the District moved forward with implementing the software for the 6C protocol on the existing toll collection system with the understanding the hardware would follow when the gantry design was complete;

WHEREAS, at this time, gantry design and construction delay issues are preventing the implementation of the replacement toll collection system on a gantry structure;

WHEREAS, on April 6, 2020 the District executed a Board approved amendment with Kapsch for the implementation of an interim toll system, because the existing electronic toll equipment is no longer efficient in toll collection due to aging hardware and software, and the construction delay of the gantry;

WHEREAS, while originally contemplated as two entirely separate contracts, the Maintenance Agreement and the Implementation Agreement have become inextricably intertwined as the challenges of maintaining the existing aged toll system while implementing a new toll system have grown;

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BOARD OF DIRECTORS MEETING OF NOVEMBER 20, 2020
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WHEREAS, the District has set a new course that attempts to resolve the issues in both agreements in a way that avoids risks associated with: (a) incomplete maintenance of the existing toll system; and, (b) delayed implementation of the replacement system;

WHEREAS, as detailed in the staff report, the District has negotiated a contract reset with Kapsch that will require amendments to both Agreements that better protects the District, reallocates the risk between the parties in the event of further delay, and provides an improved incentive for Kapsch to recommit its maintenance efforts around the existing, aging system;

WHEREAS, the Finance-Auditing Committee, at its meeting of November 19, 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 General Manager to execute amendments to Contract No. 2014-B-4, *Maintenance of the Toll Collection System*, and Contract No. 2017-B-04, *Replacement Toll Collection System* with Kapsch TrafficCom USA, Inc. (Kapsch) to extend and clarify the implementation schedule for the interim toll collection system, in conformance with a binding term sheet agreed to by Kapsch, and in a form approved by Legal Counsel; and, be it further


RESOLVED these amendments do not increase the authorized contract budget for these services.

ADOPTED this 20th day of November 2020, by the following vote of the Board of Directors:

AYES (16): Directors Arnold, Belforte, Fredericks, Garbarino, Grosboll, Hernández, Hill, Mastin, Moylan, Rabbitt, Sears, Stefani and Yee; Second Vice President Cochran; First Vice President Theriault; President Pahre.
NOES (0): None.
ABSENT (1): Director Sobel.

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

ATTEST:



Amorette M. Ko-Wong
Secretary of the District



Barbara L. Pahre
President, Board of Directors

Reference:

November 19, 2020, Finance-Auditing Committee, Agenda Item No. 6
<https://www.goldengate.org/assets/1/25/2020-1119-financecomm-no6-authamendkapschtollcollectsyst.pdf?6321>

GOLDEN GATE BRIDGE, HIGHWAY AND TRANSPORTATION DISTRICT

RESOLUTION NO. 2020-090

**RECEIVE THE ANNUAL REPORT OF THE OPEB
RETIREMENT INVESTMENT TRUST BOARD**

November 20, 2020

WHEREAS, the Board of Directors (Board) of the Golden Gate Bridge, Highway and Transportation District (District), by Resolution No. 2007-077 at its meeting of August 24, 2007, established the Other Post Employment Benefits (OPEB) Trust (OPEB Trust) for purposes of funding Government Accounting Standards Board (GASB) 45 retiree healthcare and OPEB liabilities;

WHEREAS, in creating the OPEB Trust, the District also established the OPEB Retirement Investment Trust Board (Trust Board) to oversee the investment of trust assets, with specific duties and responsibilities that are spelled out in the Trust Board's Charter and Bylaws;

WHEREAS, as required in the Charter and Bylaws, the Trust Board must review, on at least an annual basis, the OPEB Trust Investment Policy, the performance of the Trust Board's service providers and the adequacy of the Charter; and, the results of this annual review must be reported to the District Board;

WHEREAS, the investment portfolio is in full compliance with the District's OPEB Investment Policy and Trust Agreement, and the Investment Advisor's Compliance Certificate as of June 30, 2020, is attached to the staff report;

WHEREAS, there are two service providers responsible for the administration of the OPEB Trust and implementation of the Investment Policy, as designated under the Trust Agreement approved by the District: (1) PFM Asset Management LLC (PFM) as the Investment Advisor and Trust Administrator; and, (2) U.S. Bank National Association (U.S. Bank) as the Trustee and Custodian;

WHEREAS, at its October 22, 2020 Meeting, the Trust Board conducted its performance review of both PFM and U.S. Bank and found that both have complied fully with their responsibilities;

WHEREAS, the Trust Board has reviewed its Charter and no changes are recommended at this time; and,

WHEREAS, the Finance-Auditing Committee, at its meeting of November 19, 2020, has so recommended; now, therefore, be it

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BOARD OF DIRECTORS MEETING OF NOVEMBER 20, 2020
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RESOLVED that the Board of Directors of the Golden Gate Bridge, Highway and Transportation District hereby receives the annual review of the OPEB Retirement Investment Trust Board of its investment policy, service personnel and Charter.

ADOPTED this 20th day of November 2020, by the following vote of the Board of Directors:

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

NOES (0): None.

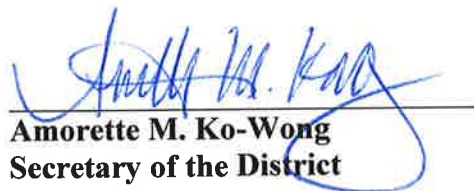
ABSENT (1): Director Sobel.

[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:

November 19, 2020, Finance-Auditing Committee, Agenda Item No. 7
https://www.goldengate.org/assets/1/25/2020-1119-financecomm-no7-opeb_annual_report.pdf?6322

GOLDEN GATE BRIDGE, HIGHWAY AND TRANSPORTATION DISTRICT

RESOLUTION NO. 2020-091

**APPROVE THE 2021 GOLDEN GATE BRIDGE, HIGHWAY AND
TRANSPORTATION DISTRICT'S BOARD OF DIRECTORS MEETING SCHEDULE**

November 20, 2020

WHEREAS, the Secretary of the Golden Gate Bridge, Highway and Transportation District (District) annually prepares the "Board of Directors Meeting Schedule" and said schedule requires approval of the Board of Directors (Board);

WHEREAS, after review of agendas from previous years and following consultation with the President of the Board and District staff, staff proposed a schedule where the Board meets once a month;

WHEREAS, in addition to the Board and Standing Committee meetings, the biannual meetings of the OPEB Board of Trustees will be held on March 25 and October 21, 2021; now, therefore, be it

RESOLVED that the Board of Directors of the Golden Gate Bridge, Highway and Transportation District hereby approves the *2021 Board of Directors Meeting Schedule*, as detailed and attached to the staff report.

ADOPTED this 20th day of November 2020, by the following vote of the Board of Directors:

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

NOES (0): None.

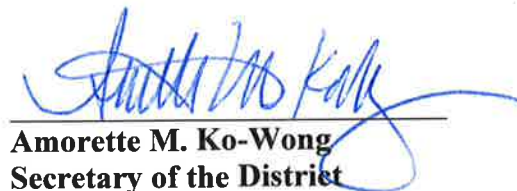
ABSENT (1): Director Sobel.

[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:

November 20, 2020, Board of Directors Meeting, Agenda Item No. 10.A.
<https://www.goldengate.org/assets/1/25/2020-1120-boardmeeting-no10a-app2021boardmeetingschedule.pdf?6329>