



2020-12

GOLDEN GATE BRIDGE, HIGHWAY AND TRANSPORTATION DISTRICT

MEMORANDUM OF MINUTES

BOARD OF DIRECTORS MEETING

DECEMBER 18, 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, December 18, 2020, at 10:01 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, Fredericks, Garbarino, Grosboll, Hernández, Hill, Mastin, Moylan, Rabbitt, Sears, Sobel, Stefani and Yee; Second Vice President Cochran; First Vice President Theriault; President Pahre.

Director Absent (0): None.

[Note: On this date, there were three 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 Steve Miller; Deputy General Manager/Bus Division Mona Babauta; Deputy General Manager/Ferry Division James Swindler; Executive Administrator to the General Manager Justine Bock; Senior Board Analyst Elizabeth Eells.

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(3) PLEDGE OF ALLEGIANCE: Director Richard Grosboll.

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: [03:20 Minutes Mark on the Audio Recording]

President Pahre requested that the speakers keep their comments to two minutes each.

The following individuals spoke under public comment:

- Kymberlyrenee Gamboa, Sacramento County Resident
- Robert Estrada, Inlandboatmen's Union (IBU)
- Anonymous, Golden Gate Passenger
- David Pilpel, San Francisco County Resident
- Shane Weinstein, Amalgamated Transit Union (ATU), Local 1575
- Frank Gleason, Bus Operator

Mr. Mulligan responded to the public comments. [16:39 Minutes Mark on the Audio Recording]

(5) CONSENT CALENDAR: [18:00 Minutes Mark on the Audio Recording]

Secretary of the District Amorette Ko-Wong presented the Consent Calendar.

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

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

NOES (0): None.

ABSENT (0): None.

(A) Approve the Minutes of the following Meetings

- (1) Special Board of Directors of November 13, 2020.

Carried

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

Resolution No. 2020-092 (as detailed in the December 17, 2020 Finance-Auditing Committee meeting)

- (1) Ratifies Commitments and/or Expenditures
- (2) Ratifies Previous Investments
- (3) Authorizes Reinvestments
- (4) Accepts Investment Report November 2020

Adopted

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(6) REPORTS OF OFFICERS:

(A) General Manager [20:19 Minutes Mark on the Audio Recording]

Mr. Mulligan presented the General Manager Report. He gave an update about the proposed COVID-19 relief package. He recognized a number of employees for their work on the District's transition to CalPERS health insurance: Alice Ng, Stephanie LaRue, Kathryn Mitchell, Sally Davidson, and Maria Rodriguez. He also recognized the following employees for their service to the District: Kevin Raddatz, Sidney Thomas, Anthony Clark, Brian Russell, Del West and Roland Fontillas, Jr.

Directors Garbarino, Cochran and Rabbitt inquired about the General Manager's Report. President Pahre commented that she misses the in person employee recognition.

Mr. Mulligan responded to the Directors' inquiries.

(B) Attorney [36:06 Minutes Mark on the Audio Recording]

Attorney Kimon Manolius presented the Attorney Report, which was for informational purposes only and no action was taken. He said there would not be a Closed Session at the end of today's meeting.

He reported the District had a very favorable result in the *Saliani* class action cases, and more information would be provided in the future.

Director Sobel commented on the Attorney Report, and he congratulated Hanson Bridgett on their work on the case.

(C) District Engineer [38:18 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 a number of projects. She also clarified the intent of the District Engineer Report.

Director Theriault expressed his appreciation for the volume and length of the District Engineer Report.

The following individuals spoke under public comment: [46:49 Minutes Mark on the Audio Recording]

- David Pilpel, San Francisco County Resident
- Frank Gleason, Bus Operator

(7) OTHER REPORTS:

There were no "Other Reports" to discuss.

(8) REPORT OF COMMITTEES:

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- (A) **Meeting of the Finance-Auditing Committee/Committee of the Whole [51:24 Minutes Mark on the Audio Recording]**
December 17, 2020
Chair Brian Sobel

Director Sobel thanked the individuals who spoke under public comment for their kind words.

- (1) **Authorize Execution of the Sixth Amendment to the Professional Services Agreement with PFM Asset Management LLC, Relative to Contract No. 2007-D-7, Trust & Investment Management Services for GASB 45 (OPEB) Trust [52:42 Minutes Mark on the Audio Recording]**

Directors SOBEL/COCHRAN

Resolution No. 2020-093 authorizes execution of the Sixth Amendment to the Professional Services Agreement relative to Contract No. 2007-D-7, *Trust and Investment Management Services for GASB 45 (OPEB) Trust*, with PFM Asset Management LLC (“PFM”), for a three-year extension of the term effective March 1, 2021 through February 29, 2024, with options, exercisable by the District, for two additional one-year terms, at an estimated cost of \$1,198,000 for the five-year period.

Adopted

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

NOES (0): None.

ABSENT (0): None.

- (2) **Receive the Independent Auditor’s Comprehensive Annual Financial Report for the Year Ending June 30, 2020, as Submitted by Eide Bailly, LLP [55:21 Minutes Mark on the Audio Recording]**

Directors SOBEL/YEE

Resolution No. 2020-094 receives the Independent Auditor’s financial reports as submitted by Eide Bailly, LLP, for the following:

- (a) The Comprehensive Annual Financial Report (CAFR), for the year ending June 30, 2020; and,
- (b) The Independent Auditor’s Communication Letter regarding matters related to the audit.

Adopted

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

NOES (0): None.

ABSENT (0): None.

At the conclusion of the item, Chair Sobel expressed his appreciation for all of his colleagues on the Board, District staff and others.

President Pahre expressed her appreciation to Chair Sobel for his service to the Board.

**(B) Meeting of the Governmental Affairs and Public Information Committee/Committee of the Whole [58:54 Minutes Mark on the Audio Recording]
December 18, 2020
Chair Gerald Cochran**

Chair Cochran echoed President Pahre's comments about Director Sobel.

(1) Approve the Implementation of the 2021 Legislative Platform [59:20 Minutes Mark on the Audio Recording]

Directors COCHRAN/HILL
Resolution No. 2020-095 approves the implementation of the 2021 Legislative Platform.

Adopted

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

NOES (0): None.

ABSENT (0): None.

(9) ADDRESSES TO BOARD:

There were no "Addresses to Board" to discuss.

[Director Yee Departed.]

(10) SPECIAL ORDER OF BUSINESS:

(A) Report from the Chair of the Nomination of Officers of the Board of Directors for 2021 Advisory Committee

(1) Approve Actions Relative to the Selection of Officers of the Board of Directors for 2021 [01:01:33 Hours Mark on the Audio Recording]

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Chair Arnold expressed her appreciation for Director Sobel's service to the Board. She presented the Advisory Committee Report and recommendation.

Directors ARNOLD/FREDERICKS

Resolution No. 2020-096 approves the selection of Officers of the Board of Directors for 2021: President Barbara Pahre, First Vice President Michael Theriault and Second Vice President Gerald Cochran.

Adopted

AYES (12): Directors Arnold, Fredericks, Garbarino, Grosboll, Hernández, Hill, Mastin, Moylan, Rabbitt, Sears, Sobel and Stefani.

NOES (0): None.

ABSTAIN (3): Second Vice President Cochran; First Vice President Theriault; President Pahre.

ABSENT (1): Director Yee.

President Pahre expressed her appreciation to the Board for their support.

- (B) Consider Possible Action to Terminate the Suspension of Board Procedural Rules and Policies For COVID-19 related Emergency Actions [01:06:29 Hours Mark on the Audio Recording]**

Mr. Mulligan presented the staff report.

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

Carried

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

NOES (0): None.

ABSENT (1): Director Yee.

(11) UNFINISHED BUSINESS:

There was no "Unfinished Business" to discuss.

(12) NEW BUSINESS:

There was no "New Business" to discuss.

(13) COMMUNICATIONS: [01:09:46 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.

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President Pahre thanked the outgoing Directors: Gina Belforte, Sandra Lee Fewer, Kathrin Sears, Brian Sobel and Norman Yee.

She said the outgoing Directors would be invited back to speak to the Board. In addition, the Board would consider Resolutions of Appreciation for each of them at a future meeting.

Director Moylan inquired about the Director departures.

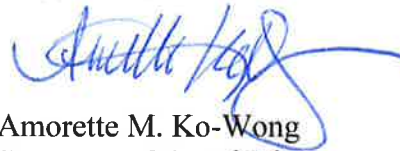
President Pahre responded to the Director's inquiries.

(14) ADJOURNMENT: [01:16:28 Hours Mark on the Audio Recording]

All business having been concluded Directors FREDERICKS/ARNOLD moved and seconded that the meeting be adjourned at 11:18 a.m.

Carried

Respectfully submitted,



Amorette M. Ko-Wong
Secretary of the District

AMK:EIE:mjl