



2020-12-2

GOLDEN GATE BRIDGE, HIGHWAY AND TRANSPORTATION DISTRICT

MEMORANDUM OF MINUTES

SPECIAL BOARD OF DIRECTORS MEETING

DECEMBER 23, 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 Wednesday, December 23, 2020, at 11:04 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 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:** Director Sabrina Hernández.

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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 Yee arrived.]

(4) PUBLIC COMMENT: [3:29 Minutes Mark on the Audio Recording]

President Pahre stated that today's meeting is a Special Board of Directors meeting and the Board would take comments only on Agenda Item No. 5.A. She said that public comments would be limited to two minutes only.

(A) Public Comment

The following individuals spoke under public comment:

- Helen Moore, Former District Employee
- Shane Weinstein, Amalgamated Transit Union (ATU), Local 1575
- Robert Estrada, Inlandboatmen's Union (IBU)
- Frank Gleason, Bus Operator
- David Pilpel, San Francisco County Resident

President Pahre expressed her appreciation for the public comments.

(5) SPECIAL ORDER OF BUSINESS: [15:06 Minutes Mark on the Audio Recording]

(A) Authorize Actions Relative to Additional Federal Coronavirus Relief Funding, Including Rescinding, Effective Upon President Trump Signing the Consolidated Appropriations Act of 2021, Previously Approved Layoffs and Temporary Furlough Program [15:30 Minutes Mark on the Audio Recording]

General Manager Denis Mulligan presented the staff report. He explained why staff did not recommend the severance package be rescinded.

Director Grosboll inquired about the staff report. He asked if staff could change their mind about taking the severance package. Mr. Mulligan responded that employees can change their mind about electing to take the severance package.

President Pahre stated that she thought the whole Board was pleased to gather to rescind the actions taken by the Board members on November 13, 2020. She introduced Director Sobel who echoed President Pahre's and Mr. Mulligan's comments. He spoke about the difficulty of the decisions made on November 13, 2020, and the significance of moving the layoff date from December 5, 2020 to January 4, 2021. He noted the delay gave Congress the opportunity to approve the *Consolidated Appropriations Act of 2021* (the *Act*) and now, the Board can respond to that legislation.

ORIGINAL RECOMMENDATION

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Directors SOBEL/GARBARINO moved and seconded to rescind, effective upon President Trump signing the *Consolidated Appropriations Act of 2021*, the following Resolutions, previously adopted on November 13, 2020, as contemplated at that time given that new significant and sufficient funds have become available from the federal government:

1. Resolution No. 2020-084, Authorize Elimination of 205 Positions Effective January 4, 2021, and Related Actions, to Reduce Costs in Response to Covid-19 Financial Impacts; and,
2. Resolution No. 2020-086, Authorize a Temporary Furlough Program Equal to a Ten Percent Reduction in Pay for Mid-Managers, Deputy General Managers, District Officers and Board of Directors.

The Board of Directors authorizes the General Manager to take all necessary steps to apply for and obtain federal coronavirus relief funding.

Director Grosboll asked if the motion should be expanded to include the options that the President might not sign it and it would become law after 10 days, or Congress could override President Trump's veto. Mr. Mulligan responded to the Director's inquiry.

President Pahre asked the attorney if the Board could do an amendment to the original motion. Attorney Manolius responded that the Board could amend the original motion. He stated that the Board could add "... or when the *Consolidated Appropriations Act of 2021* becomes law." Director Grosboll concurred with the suggested wording. Director Sobel said that he would accept the amendment, but he wanted to hear the Directors' comments before he formally accepts the amendment.

Director Rabbitt inquired about the amount of funding the District would receive and how long it would last. He noted he would like the District to be well served by the funds from the *Act*. Mr. Mulligan stated the funding should allow the District to continue its operations into the Spring. He noted there are other things in the *Act* that could benefit the District. He also spoke about the "true up," which had been discussed by the Metropolitan Transportation Commission (MTC) Blue Ribbon Task Force.

Director Yee expressed his appreciation to the Board and staff for their efforts to get through this difficult time. He also expressed his pride that his last vote on the Board would be the best vote he made while on the Board.

Director Moylan expressed his regard for Director Sobel.

Director Arnold stated that she had thought all along that the federal government would supply additional funding. She noted that the Board members were very conflicted by the vote. However, they felt they had to play a leadership role and look at the total picture. She expressed her regret that there was a push to get some

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Board members off the Board. She said she looked forward to working with labor in a constructive way.

Director Theriault expressed his view that the financial difficulties may remain throughout and beyond the pandemic. He noted the *Act* would buy the District time. He expressed his hope that the Board and staff would continue to work together to forge solutions.

Director Hernández recognized and thanked employees and unions for working with the Board. She said the employees were challenged during a pandemic, which is a very difficult time and they had to deal with the additional stress of bad news. She expressed her appreciation for employees and labor unions. She said the Board believes in, respects and values employees. She also stated that the Board recognizes this has been a difficult time for them as well. President Pahre stated that she believes the Board agrees with Director Hernández's statement.

President Pahre asked the attorney to supply specific language to amend the original motion. Attorney Manolius responded that he understands that what the Board wants is to add "...or, when the Act becomes law...." He asked Mr. Mulligan to make a specific suggestion. He clarified the procedural process. Mr. Mulligan concurred with Attorney Manolius' suggestion, and stated that he would suggest the wording of "...rescinds, effective upon President Trump signing the *Consolidated Appropriations Act of 2021*, or when the Act becomes law...."

Directors SOBEL/GARBARINO accepted the proposed amendment to the original motion.

AMENDED RECOMMENDATION

Directors SOBEL/GARBARINO

Resolution Nos. 2020-097 rescinds, effective upon President Trump signing the *Consolidated Appropriations Act of 2021* or when the Act becomes law, the following Resolutions, previously adopted on November 13, 2020, as contemplated at that time given that new significant and sufficient funds have become available from the federal government:

1. Resolution No. 2020-084, Authorize Elimination of 205 Positions Effective January 4, 2021, and Related Actions, to Reduce Costs in Response to Covid-19 Financial Impacts; and,
2. Resolution No. 2020-086, Authorize a Temporary Furlough Program Equal to a Ten Percent Reduction in Pay for Mid-Managers, Deputy General Managers, District Officers and Board of Directors.

The Board of Directors authorizes the General Manager to take all necessary steps to apply for and obtain federal coronavirus relief funding.

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.

[44:12 Minutes Mark on the Audio Recording]

After the vote, **Directors THERIAULT/HERNÁNDEZ** made a motion that the Board send a letter to the Bay Area congressional delegation led by Speaker of the House Pelosi to thank them for their work on the *Consolidated Appropriations Act of 2021* and specifically their assistance to public transit. He proposed the Board send this letter on behalf of the Board, customers and employees.

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.

Carried

At the conclusion of the item, President Pahre thanked the Board members for taking action. She thanked the Board members who were attending their last Board meeting today. She expressed her hopes for the future.

Director Hill requested the President consider an agenda item for a traffic and transit usage scenario and risk assessment study. President Pahre said she would consider his request.

(6) ADJOURNMENT: [48:47 Minutes Mark on the Audio Recording]

All business having been concluded the meeting was adjourned at 11:53 p.m.

Respectfully submitted,



Amorette M. Ko-Wong
Secretary of the District

AMK:EIE:mjl