January 21, 2021

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, January 21, 2021, at 10:30 a.m., Chair Rabbitt presiding.

(1) Call to Order: 10:30 a.m.

(2) Roll Call: Secretary of the District Amorette M. Ko-Wong.

Committee Members Present (6): Chair Rabbitt; Vice Chair Fredericks; Directors Cochran, Grosboll and Moylan; President Pahre.
Committee Members Absent (0): None

Committee of the Whole Members Present (11): Directors Fredericks, Garbarino, Grosboll, Hernández, Hill, Mastin, Moylan and Rabbitt; Second Vice President Cochran; First Vice President Theriault; President Pahre.
Committee of the Whole Members Absent (2): Directors Arnold and Stefani.

[Note: On this date, there were six 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; 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.

Chair Rabbitt thanked President Pahre for the appointment and said he looked forward to working with the Committee.

[Directors Fredericks and Grosboll arrived.]

[Director Moylan departed]

(3) **Ratification of Previous Actions by the Auditor-Controller** [2:59 Minutes Mark on the Audio Recording]

PFM Senior Managing Consultant Lesley Murphy presented the Investment Report.

Directors Theriault and Hill inquired about the Investment Report.

Ms. Murphy responded to the Directors’ inquiries.

**(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 December 1, 2020 through December 31, 2020.

(ii) There are no investments to ratify during the period December 8, 2020 through January 11, 2021.

(iii) Authorize the reinvestment, within the established policy of the Board, of any investments maturing between January 12, 2021 and February 15, 2021, as well as the investment of all other funds not required to cover expenditures which may become available.

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

NOES (0): None.

ABSENT (3): Directors Arnold, Moylan and Stefani.

[Director Moylan returned]

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

(a) **Budget Increase in the FY 20/21 District Division Capital and Operating Budgets Relative to Capital Project 1712, Transit Scheduling System** [17:16 Minutes Mark on the Audio Recording]

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

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

Ms. Hopper responded to the Director’s inquiries.

(i) **Action by the Committee**

Staff recommended and the Committee concurred by motion made and seconded by Directors FREDERICKS/COCHRAN 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 a budget increase in the FY 20/21 District Division Capital and Operating Budgets in the amount of $520,000, relative to Capital Project No. 1712, Transit Scheduling System, for a total project cost of $3,564,966.

**Action by the Board at its meeting of January 22, 2021 – Resolution NON-CONSENT CALENDAR**

AYES (9): Directors Fredericks, Garbarino, Grosboll, Hill, Mastin, Moylan and Rabbitt; Second Vice President Cochran; President Pahre.

NOES (2): Director Hernández; First Vice President Theriault.

ABSENT (2): Directors Arnold and Stefani.

(5) **Authorize Actions Related to Grant Programs**

No actions required authorization.

[Director Moylan departed]
(6) **Approve Actions Relative to Clipper 2.0 System Integration with Computer Aided Dispatch/Automatic Vehicle Location (CAD/AVL) System** [27:07 Minutes Mark on the Audio Recording]

Deputy General Manager/Bus Transit Division Mona Babauta presented the staff report.

Director Mastin inquired about the staff report.

Auditor-Controller Joseph Wire responded to the Director’s inquiries.

(a) **Action by the Committee**

Staff recommended and the Committee concurred by motion made and seconded by Directors FREDERICKS/COCHRAN 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 actions relative to the Clipper 2.0 System Integration with Computer Aided Dispatch/Automatic Vehicle Location (CAD/AVL) System as follows:

(i) Establish a new capital project, CAD/AVL Clipper Integration (Project #2114), for the Clipper 2.0 System Integration with CAD/AVL System, with a budget total of $938,620. This amount comprises the Prime Contract, one-year of software maintenance, project management support, and a project contingency as discussed below;

(ii) Authorize the General Manager to execute a Professional Services Agreement with INIT Innovations in Transportation, Inc. (INIT), Chesapeake, VA, relative to Contract No. 2020-D-063, *Clipper 2.0 System Integration with CAD/AVL System*, in the amount of $787,119.34 (the "Prime Contract"). Under this agreement, INIT will provide the integration for the Golden Gate Bridge, Highway and Transportation District’s CAD/AVL hardware and software system with the Regional Clipper program, managed by the Metropolitan Transportation Commission (MTC), and administered by Cubic Transportation systems; and,

(iii) Authorize the General Manager to execute the First Amendment to Contract No. 2019-D-009, *Software Maintenance for INIT Software*, with INIT, in the amount of $17,664 for one-year software maintenance after the one-year warranty.

**Action by the Board at its meeting of January 22, 2021 – Resolution**

**NON-CONSENT CALENDAR**

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

**NOES (0):** None.

**ABSENT (3):** Directors Arnold, Moylan and Stefani.
(7) **Status Report on the FY 20/21 Budget** [34:49 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. The FY 2020/2021 Adopted Budget is available on the District’s website at: https://www.goldengate.org/documents. He stated that the District’s allocation from the Coronavirus Response and Relief Supplemental Appropriations Act of 2021 (CRRSA) was not yet reflected in the report. He said that the Metropolitan Transportation Commission (MTC) issued its staff report that day, and MTC staff are recommending that the District receive $20.3 million in the first allocation from the CRRSA funding.

Mr. Mulligan expressed his appreciation to Mr. Wire and his staff. He spoke about the District’s goals to get additional funding.

Chair Rabbitt commented on the staff report and expressed his appreciation for Mr. Mulligan’s efforts to get additional funding, and MTC staff’s efforts to understand the various agencies’ financial positions.

The following individuals spoke under public comment: [46:57 Minutes Mark on the Audio Recording]
- David Pilpel, San Francisco County Resident

(8) **Monthly Review of Golden Gate Bridge Traffic/Tolls and Bus and Ferry Transit Patronage/Fares (for Five and Six Months Ending November and December 2020)** [50:00 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.

President Pahre inquired about the staff report.

Mr. Wire responded to the President’s inquiry.

(9) **Monthly Review of Financial Statements (for Five and Six Months Ending November and December 2020)**

(a) **Statement of Revenue and Expenses** [59:56 Minutes Mark on the Audio Recording]

(b) **Statement of Capital Programs and Expenditures** [1:03:25 Hours Mark on the Audio Recording]

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

(10) **Review of the District’s FY 20/21 Second Quarterly Report of Judgments or Settled Claims** [1:05:00 Hours Mark on the Audio Recording]

Attorney Kimon Manolius presented the staff report, which was for informational purposes only and no action was taken.
(11) **Review of the Auditor-Controller’s FY 20/21 Second Quarterly Report on Authorized Budget Adjustments and Budget Transfers Under the General Manager’s Authority** [1:06:12 Hours Mark on the Audio Recording]

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

(12) **Review of the Auditor-Controller’s FY 20/21 Second Quarterly Report on Procurement Actions Under the General Manager’s Authority** [1:06:57 Hours Mark on the Audio Recording]

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

(13) **Closed Session [1:08:34 Hours Mark on the Audio Recording]**

Attorney Kimon Manolius at the request of Chair Rabbitt, 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 13(a):

(a) **Conference with Legal Counsel – Existing Litigation**
Pursuant to Government Code Section 54956.9(a) Report of Athens Administrators, Inc.
(i) Guy Morse v. Golden Gate Bridge, Highway and Transportation District.

[1:09:23 Hours Mark on the Audio Recording]
After Closed Session, Chair Rabbitt 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.

(14) **Public Comment**

There were no public comments.

(15) **Adjournment [1:10:11 Hours Mark on the Audio Recording]**

All business having been concluded the meeting was adjourned at 11:44 a.m.

Respectfully submitted,

David A. Rabbitt, Chair
Finance-Auditing Committee

DAR:AMK:EIE:mjl