



2022-2

**GOLDEN GATE BRIDGE, HIGHWAY AND TRANSPORTATION DISTRICT**

**MEMORANDUM OF MINUTES**

**BOARD OF DIRECTORS MEETING**

**FEBRUARY 25, 2022**

**Assembly Bill 361, signed by the Governor of the State of California on September 16, 2021, amends the Ralph M. Brown Act to allow Board members, staff and the public to participate remotely in meetings, without complying with traditional teleconference meeting rules.**

**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, February 25, 2022, at 10:02 a.m., President Theriault presiding.

- (1) **CALL TO ORDER:** President Michael Theriault.
- (2) **ROLL CALL:** Secretary of the District Amorette M. Ko-Wong.

**Directors Present (17):** Directors Arnold, Conroy, Garbarino, Giudice, Grosboll, Hernández, Mastin, Melgar, Pahre, Rabbitt, Rodoni, Snyder, Stefani and Thier; Second Vice President Hill; First Vice President Cochran; President Theriault.

**Directors Absent (0):** None

**[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; Attorneys Madeline Chun and Molly Kaban; Deputy General Manager/Bridge Division David Rivera; Deputy General Manager/Bus Transit Division Mona Babauta; Deputy General Manager/Ferry Division James Swindler; Deputy General Manager/Administration and Development Kellee Hopper; Executive Administrator to the General Manager Justine Bock; Senior Board Analyst Elizabeth Eells.

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- (3) **PLEDGE OF ALLEGIANCE:** Director Myrna Melgar. **[03:15 Minutes Mark on the Audio Recording]**

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.

**[Director Conroy arrived.]**

- (4) **PUBLIC COMMENT:** **[03:52 Minutes Mark on the Audio Recording]**

President Theriault inquired about the number of people who were present to make public comments. Secretary of the District Amorette Ko-Wong responded there were six people who had indicated they would like to make public comments.

Ms. Ko-Wong stated that the Board would take public comment for all items on the agenda at this time.

The following individuals spoke under Public Comment: **[04:45 Minutes Mark on the Audio Recording]**

- Manuel Gamboa, Sacramento County Resident
- Dave Rhody, The Climate Reality Project
- Shane Weinstein, Amalgamated Transit Union (ATU), Local 1575
- Marina Secchitano, Labor Coalition
- Warren Wells, Marin County Bicycle Coalition
- David Pilpel, San Francisco Resident

**[21:15 Minutes Mark on the Audio Recording]**

President Theriault asked Mr. Mulligan if he would like to respond to any of the public comments. He inquired about the District's and others' responsibility for Alexander Avenue. He also requested information about progress towards the establishment of the Bicycle and Pedestrian Advisory Committee.

Mr. Mulligan responded to the public comments and President's inquiries.

- (5) **CONSENT CALENDAR:** **[26:44 Minutes Mark on the Audio Recording]**

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

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

**AYES (17):** Directors Arnold, Conroy, Garbarino, Giudice, Grosboll, Hernández, Mastin, Melgar, Pahre, Rabbitt, Rodoni, Snyder, Stefani and Thier; Second Vice President Hill; First Vice President Cochran; President Theriault.

**NOES (0):** None.

**ABSENT (0):** None.

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**(A) Approve the Minutes of the following Meetings:**

- (1) Transportation Committee of January 27, 2022;
- (2) Building and Operating Committee of January 27, 2022;
- (3) Finance-Auditing Committee of January 27, 2022; and,
- (4) Board of Directors of January 28, 2022.

**Carried**

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

**Resolution No. 2022-007** (as detailed in the February 24, 2022 Finance-Auditing Committee meeting)

- (1) Ratifies Commitments and/or Expenditures
- (2) Ratifies Previous Investments
- (3) Authorizes Reinvestments
- (4) Accepts Investment Report for January 2022

**Adopted**

**(6) REPORTS OF OFFICERS:**

**(A) General Manager [28:41 Minutes Mark on the Audio Recording]**

Mr. Mulligan presented the General Manager Report. He said that he would add information about the status of the establishment of the Bicycle and Pedestrian Advisory Committee to his future reports.

He highlighted a number of items in the report including the \$1 million grant for Sonoma-Marín Bus Operator Pre-Apprenticeship Programs, and approval of the Buy America Waiver Request for the Bridge maintenance platforms, called travelers, that are being constructed as part of the Suicide Deterrent System.

He provided an update on the risk to bus and ferry funding and stated that Bridge traffic and transit ridership is down, and Bridge traffic is down about 40% during commute hours on weekdays. He said that staff looks forward to employers bringing their employees back into the office.

He recognized the following employees for their service: Daniel Gomez, Bernardine Brown-Scott and Keith Hatcher.

Directors Grosboll, Thier, Garbarino, Hill and Rodoni commented and inquired about the General Manager Report.

Director Grosboll inquired about why the District plans to purchase diesel buses, and the District's requirements for the distance the buses could travel before recharging.

Director Thier requested a report about the electric vehicle purchase program. She asked if part of the issue is the Buy America requirements or other requirements.

Director Garbarino stated that she understands electric vehicles of a certain weight have technology limitations.

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Director Hill inquired about the possibility that the District's preference for a certain type of bus could change depending on the demand for transit services. He also inquired about the possibility that new funding sources could cover the cost of purchasing electric buses.

Director Rodoni reported that he visited the Gillig factory in Livermore, and he learned from Gillig staff that Gillig does not currently have any plans to build a 45-foot electric bus. He indicated the Gillig staff believe the electric power technology is not yet sufficient for a 45-foot bus, and Gillig is investigating hydrogen fuel cell technology.

Mr. Mulligan responded to the Directors' inquiries.

**(B) Attorney [48:31 Minutes Mark on the Audio Recording]**

Attorney Madeline Chun presented the Attorney Report, which was for informational purposes only and no action was required. Attorney Chun stated that the Board did not have to convene in Closed Session, and the Board has an action item to consider in Open Session.

**(1) Authorize Ratification of a Memorandum of Understanding with Amalgamated Transit Union, Local 1575, Representing Bus Operators [49:34 Minutes Mark on the Audio Recording]**

Attorney Chun stated that General Manager Denis Mulligan and Attorney Molly Kaban, who is the District's labor negotiator, would outline the terms of the Memorandum of Understanding (MOU) between the District and Amalgamated Transit Union (ATU), Local 1575. She noted that the MOU was ratified by ATU the day before.

Attorney Kaban reported that the District and ATU had entered into an agreement that contains the following terms: (1) a wage increase of 3.5%; (2) a lump sum payment of \$1,000 each; (3) a 2% increase in the District's contribution to the ATU pension plan; and (4) pension benefits paid to retirees' surviving spouses will no longer be subsidized. She also noted that the parties agreed to MOU language changes related to attendance and leaves of absence.

Mr. Mulligan added that the Labor Advisory Committee unanimously supports this MOU, and staff strongly encourages the Board to adopt this agreement.

The following individuals spoke under public comment: **[55:47 Minutes Mark on the Audio Recording]**

- David Pilpel, San Francisco Resident

Mr. Mulligan expressed appreciation to the ATU leadership.

President Theriault expressed appreciation to the ATU leadership.

**Directors PAHRE/MASTIN**

**Resolution No. 2022-008** authorizes ratification of a Memorandum of Understanding (MOU) with Amalgamated Transit Union, Local 1575 for a one-year term expiring August

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31, 2022, providing for a 3.5% wage increase effective upon ratification, a \$1,000 lump sum payment per employee, a 2% increase in the District’s pension contribution, and other modifications to the survivor benefit, Health Reimbursement Arrangement District funding amounts, and work rules, as summarized in the Tentative Agreement.

**Adopted**

- AYES (16):** Directors Arnold, Conroy, Garbarino, Giudice, Hernández, Mastin, Melgar, Pahre, Rabbitt, Rodoni, Snyder, Stefani and Thier; Second Vice President Hill; First Vice President Cochran; President Theriault.
- NOES (0):** None.
- ABSENT (1):** Director Grosboll.

Attorney Chun stated that Director Grosboll was absent because he had recused himself.

**(C) District Engineer [1:00:03 Hour Mark on the Audio Recording]**

District Engineer Ewa Bauer-Furbush presented the District Engineer Report, which was for informational purposes only and no action was taken. She highlighted some key developments in the Suicide Deterrent System (SDS) project. She said the first segment of the SDS net had been installed on the west side of the North Approach Viaduct, and the contractor was “sewing” it into place to make its placement permanent. She also indicated the District’s contractor has finalized the design for an access system to install the net on the South Approach Viaduct, and is finalizing an access plan to install the net on the Suspension Bridge. In addition, she said the contractors were installing fixed access platforms where the District’s maintenance workforce would enter the new maintenance travelers, and were also installing charging stations for the travelers.

**(7) OTHER REPORTS:**

There were no Other Reports to discuss.

**[Director Conroy departed.]**

**(8) REPORT OF COMMITTEES: [1:03:33 Hour Mark on the Audio Recording]**

President Theriault stated that Agenda Item No. 8.A for the Title VI Program was discussed in detail at the Transportation Committee meeting. He indicated one of the key components is to provide assistance to people who do not have proficiency in English. He expressed appreciation for the people involved in working on the program.

He also expressed appreciation for staff’s presentation of Regional Transit Coordination at the meeting. He highlighted that the region’s transit operators had coordinated and cooperated in unprecedented ways during the pandemic to improve the customer experience.

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- (A) **Meeting of the Transportation Committee/Committee of the Whole** [1:04:51  
**Hour Mark on the Audio Recording]**  
**February 24, 2022**  
**Chair Judy Arnold**

- (1) **Adopt the District's 2021 Title VI Program** [1:04:55 **Hour Mark on the  
Audio Recording]**

Director Thier commended staff and the General Manager for the program and the outreach that was conducted for the program.

**Directors ARNOLD/THIER**

**Resolution No. 2022-009** adopts the Golden Gate Bridge, Highway and Transportation District's 2021 Title VI Program as presented by staff, which demonstrates the District's compliance with Title VI of the Civil Rights Act of 1964.

**Adopted**

**AYES (16):** Directors Arnold, Garbarino, Giudice, Grosboll, Hernández, Mastin, Melgar, Pahre, Rabbitt, Rodoni, Snyder, Stefani and Thier; Second Vice President Hill; First Vice President Cochran; President Theriault.

**NOES (0):** None.

**ABSENT (1):** Director Conroy.

[Director Arnold departed.]

- (B) **Meeting of the Finance-Auditing Committee/Committee of the Whole** [1:07:56  
**Hour Mark on the Audio Recording]**  
**February 24, 2022**  
**Chair David Rabbitt**

President Theriault stated the following items were discussed at the Finance Committee meeting of the day before. He noted that Agenda Item No. 8.B.1 addresses the public's concerns about the cost of the Angel Island ferry trips for school groups and non-profits. He congratulated staff for bringing forward the pilot program to reduce fares for these groups, and noted the solution applies to all Golden Gate Ferry routes.

- (1) **Approve Actions Relative to the Adoption of a Pilot Program for Non-Profit/Educational Fares on Golden Gate Ferry and Amend the Master Ordinance Accordingly** [1:08:50 **Hour Mark on the Audio Recording]**

**Directors RABBITT/GIUCIDE**

**Ordinance No. 2022-001** approves the establishment of a pilot program for Non-Profit/Educational group fares for Golden Gate Ferry Service.

**Adopted**

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**AYES (15):** Directors Garbarino, Giudice, Grosboll, Hernández, Mastin, Melgar, Pahre, Rabbitt, Rodoni, Snyder, Stefani and Thier; Second Vice President Hill; First Vice President Cochran; President Theriault.

**NOES (0):** None.

**ABSENT (2):** Directors Arnold and Conroy.

**(2) Approve Renewal of the Marine Insurance Program [1:10:55 Hour Mark on the Audio Recording]**

**Directors RABBITT/COCHRAN**

**Resolution No. 2022-010** approves the Marine Insurance Program, effective February 20, 2022, as follows:

- (a) Renews Protection & Indemnity coverage with the Steamship Mutual Protection and Indemnity Club for a one-year term, with a limit of \$1 billion for each occurrence/annual aggregate in excess of a per occurrence deductible of \$55,000 and annual aggregate deductible of \$350,000 for a total premium of \$467,133.09;
- (b) Renews Hull & Machinery coverage including Terrorism and Risk Insurance Act (TRIA) coverage with Travelers and The Hartford for a one-year term, with insured hull limits per attached addendum in excess of a \$200,000 deductible for a total premium of \$269,055;
- (c) Binds Vessel Pollution Liability coverage with Great American for a one-year term, with a limit of \$5 million for a total premium of \$6,920;
- (d) Renews Marine General Liability coverage with Liberty Mutual for a one-year term, with a limit of \$1 million occurrence and \$2 million aggregate, in excess of a per occurrence deductible of \$10,000 for a total premium of \$18,250; and,
- (e) Binds Excess Marine General Liability Insurance program with Aegis, Beazley, Convex, CNA Hardy, Canopus, Axis, AIG, Markel, Antares, et al. for a one-year term with a liability limit of \$50 million for each occurrence/annual aggregate in excess of a \$10,000 self-insured retention (SIR) for a total premium of \$198,087;

with the understanding that requisite funds are available in the FY 21/22 Operating Budget.

**Adopted**

**AYES (15):** Directors Garbarino, Giudice, Grosboll, Hernández, Mastin, Melgar, Pahre, Rabbitt, Rodoni, Snyder, Stefani and Thier; Second Vice President Hill; First Vice President Cochran; President Theriault.

**NOES (0):** None.

**ABSENT (2):** Directors Arnold and Conroy.

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- (3) **Receive the Independent Auditor’s Single Audit Report for the Year Ending June 30, 2021, as Submitted by Eide Bailly, LLP [1:13:01 Hour Mark on the Audio Recording]**

Director Thier commended staff for a clean audit, and said she believes the audit results are a testament to the financial controls at the District.

**Directors RABBITT/THIER**

**Resolution No. 2022-011** receives the Independent Auditor’s Single Audit Report for the year ending June 30, 2021, as submitted by Eide Bailly, LLP.

**Adopted**

**AYES (15):** Directors Garbarino, Giudice, Grosboll, Hernández, Mastin, Melgar, Pahre, Rabbitt, Rodoni, Snyder, Stefani and Thier; Second Vice President Hill; First Vice President Cochran; President Theriault.

**NOES (0):** None.

**ABSENT (2):** Directors Arnold and Conroy.

(9) **ADDRESSES TO BOARD:**

There were no Addresses to Board to discuss.

(10) **SPECIAL ORDER OF BUSINESS:**

- (A) **Adopt a Resolution in Accordance with Assembly Bill 361 Finding That the Proclaimed State of Emergency Continues to Impact the Ability to Meet Safely in Person [1:15:39 Hour Mark on the Audio Recording]**

Secretary of the District Amorette Ko-Wong presented the staff report, and commented that staff is following the conversation at the state level regarding potential changes to these rules.

President Theriault commented that he and Ms. Ko-Wong are also in discussions about how and when the Board emerges from meetings by phone.

**Directors COCHRAN/THIER**

**Resolution No. 2022-012** adopts a resolution in accordance with Assembly Bill 361, finding that the proclaimed state of emergency continues to impact the ability to meet safely in person.

**Adopted**

**AYES (15):** Directors Garbarino, Giudice, Grosboll, Hernández, Mastin, Melgar, Pahre, Rabbitt, Rodoni, Snyder, Stefani and Thier; Second Vice President Hill; First Vice President Cochran; President Theriault.

**NOES (0):** None.

**ABSENT (2):** Directors Arnold and Conroy.



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- (B) **Consider Possible Action to Terminate the Suspension of Board Procedural Rules and Policies for COVID-19 Related Emergency Actions** [1:17:52 Hour Mark on the Audio Recording]

General Manager Denis Mulligan presented the staff report.

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

**Carried**

**AYES (15):** Directors Garbarino, Giudice, Grosboll, Hernández, Mastin, Melgar, Pahre, Rabbitt, Rodoni, Snyder, Stefani and Thier; Second Vice President Hill; First Vice President Cochran; President Theriault.

**NOES (0):** None.

**ABSENT (2):** Directors Arnold and Conroy.

(11) **UNFINISHED BUSINESS:**

There was no Unfinished Business.

(12) **NEW BUSINESS:**

- (A) **Report on Meetings/Conferences Attended by Director(s):** [1:19:47 Hour Mark on the Audio Recording]

- (1) American Public Transportation Association  
2022 Virtual Transit Board Members Seminar

President Theriault stated that he had asked each Director who attended the American Public Transportation Association (APTA) 2022 Virtual Transit Board Members Seminar (Seminar) to report on one of the sessions, and the Directors would present their reports in the order the sessions were held at the Seminar, as follows:

- Director Hill reported on the *APTA Advocacy Update – A View from Washington* session;
- Director Mastin reported on *Changing Transit Business Models for a Resilient Recovery*;
- President Theriault reported on *Looking at Transit through an Equity Lens*;
- Director Pahre reported on *Board - Staff Relationships* or “Boardmanship;”
- Director Thier reported on *The Board’s Role in Media Relations: Proactive Messaging and Crisis Communications*; and,
- Director Snyder reported on *Understanding and Shaping Agency Budgets and Financial Policies in an Era of Transit Recovery*.

Directors Cochran and Hernández provided additional comments.

President Theriault said he appreciated the online format that allowed more Board members to participate.

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**(13) COMMUNICATIONS: [1:45:37 Hour Mark on the Audio Recording]**

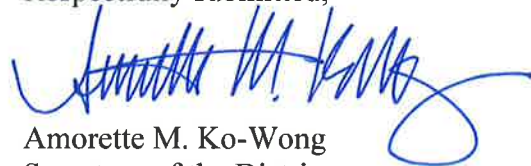
A copy of Board Agenda Item No. 13, Communications is available on the District's web site or upon request from the Office of the District Secretary

**(14) ADJOURNMENT: [1:45:49 Hour Mark on the Audio Recording]**

All business having been concluded Directors GUIDICE/HERNÁNDEZ moved and seconded that the meeting be adjourned at 11:49 a.m. in the memory of Jeff Kellogg, Norma Mary Bianchi and Nina Louise Rescino.

**Carried**

Respectfully submitted,



Amorette M. Ko-Wong  
Secretary of the District

AMK:EIE:tnm