

April 21, 2022



**MINUTES OF THE BUILDING AND OPERATING COMMITTEE/
COMMITTEE OF THE WHOLE**

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>.**

Honorable Board of Directors
Golden Gate Bridge, Highway
and Transportation District

Honorable Members:

A meeting of the Building and Operating Committee/Committee of the Whole (Committee) of the Golden Gate Bridge, Highway and Transportation District (District) was held via audio conferencing on Thursday, April 21, 2022, at 9:02 a.m., Chair Garbarino presiding.

- (1) **Call to Order:** 9:02 a.m.
- (2) **Roll Call:** Secretary of the District Amorette M. Ko-Wong.

Committee Members Present (9): Chair Garbarino; Vice-Chair Mastin; Directors Cochran, Conroy, Hernández, Pahre, Rabbitt and Thier; President Theriault.

Committee Members Absent (0): None.

Other Directors Present (3): Directors Giudice, Hill and Rodoni.

Committee of the Whole Members Present (12): Directors Conroy, Garbarino, Giudice, Hernández, Mastin, Pahre, Rabbitt, Rodoni and Thier; Second Vice President Hill; First Vice President Cochran; President Theriault.

Committee of the Whole Members Absent (5): Directors Arnold, Grosboll, Melgar, Snyder and Stefani.

[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; Attorney Kimon Manolius; Deputy General Manager/Bridge Division David Rivera; Deputy General Manager/Bus Transit Division Mona Babauta; Deputy General Manager/Ferry

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Division James Swindler; Deputy General Manager/Administration and Development Kellee Hopper; 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.

[Director Giudice arrived.]

(3) Authorize Execution of a Concession Agreement Relative to Request for Proposals No. 2021-FT-047, Concession Services Onboard District Ferries, with Nonpareil Ventures LLC [02:23 Minutes Mark on the Audio Recording]

Deputy General Manager/Ferry Division James Swindler presented the staff report. He spoke about the benefits of having a concession onboard ferries.

[06:16 Minutes Mark on the Audio Recording]

Director Mastin inquired about Nonpareil's background with concession services, and the company's references.

Director Hernández inquired about the timeline and process for selecting a contractor to operate the concession services and commented about only receiving one proposal.

Director Thier inquired why other companies did not submit a proposal.

Director Cochran commented about the District's percentage of the gross sales.

President Theriault inquired about the prior concession vendor.

Director Hernández expressed appreciation for the comments and questions of the other Directors. She asked what measures are in place to evaluate if Nonpareil is fairly compensating the company's employees.

Director Conroy asked if District staff have considered not requiring a percentage of the concessionaire's gross sales and asked how District staff developed the gross sales schedule.

Chair Garbarino commented that five percent of gross sales is pretty small. She expressed her view that Nonpareil had negotiated to pay the District a percentage of gross sales, they were investing in the concession, and this investment would ensure a level of quality control.

Mr. Swindler and Mr. Mulligan responded to the Director comments and inquiries.

(a) Action by the Committee

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Staff recommended and the Committee concurred by motion made and seconded by **Directors COCHRAN/PAHRE** to forward the following recommendation to the Board of Directors for its consideration:

RECOMMENDATION

The Building and Operating Committee/Committee of the Whole recommends that the Board of Directors authorize execution of a Concession Agreement relative to Request for Proposals (RFP) No. 2021-FT-047, *Concession Services Onboard District Ferries*, with Nonpareil Ventures LLC of San Rafael, CA, to provide food, beverage and retail services for a three-year term, with two additional one-year options, exercisable at the Golden Gate Bridge, Highway and Transportation District's sole discretion.

Action by the Board at its meeting of April 22, 2022 – Resolution

AYES (12): Directors Conroy, Garbarino, Giudice, Hernández, Mastin, Pahre, Rabbitt, Rodoni and Thier; Second Vice President Hill; First Vice President Cochran; President Theriault.

NOES (0): None.

ABSENT (5): Directors Arnold, Grosboll, Melgar, Snyder and Stefani.

During the vote, Director Hernández stated support for this item with staff's assurances that: 1) They had checked references and received good recommendations from other clients; and 2) Staff would make changes to the contract to ensure Nonpareil's employees would be treated appropriately.

Directors Mastin and Thier echoed support for Director Hernández's comments.

**(4) Status Report from Board Appointee(s) on Sonoma-Marin Area Rail Transit Board
[29:30 Minutes Mark on the Audio Recording]**

Chair Garbarino provided a Sonoma-Marin Area Rail Transit (SMART) status report, which was for informational purposes only and no action was taken. Directors Pahre and Rabbitt added to the report.

Director Thier requested information about the retirement event for former SMART General Manager Farhad Mansourian.

Chair Garbarino responded to the inquiry.

(5) Status Report on Engineering Projects [33:14 Minutes Mark on the Audio Recording]

District Engineer Ewa Bauer-Furbush presented a status report, which was for informational purposes only and no action was taken.

(6) Public Comment

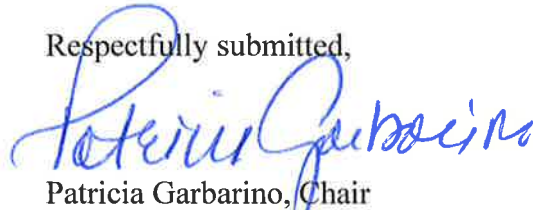
There were no public comments.

(7) Adjournment [34:09 Minutes Mark on the Audio Recording]

All business having been concluded, **Directors THIER/RABBITT** moved and seconded that the meeting be adjourned at 9:36 a.m.

Carried

Respectfully submitted,



Patricia Garbarino, Chair
Building and Operating Committee

PG:AMK:EIE:tnm