



Agenda Item No. (5)

BOARD OF DIRECTORS MEETING
FRIDAY, APRIL 22, 2022

(5) CONSENT CALENDAR:

(A) Approve the Minutes of the following Meetings:

- (1) Building and Operating Committee of March 24, 2022;
- (2) Rules, Policy and Industrial Relations Committee of March 24, 2022;
- (3) Finance-Auditing Committee of March 24, 2022; and,
- (4) Board of Directors of March 25, 2022.

Motion

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

- (1) Ratify Commitments and/or Expenditures
- (2) Ratify Previous Investments
- (3) Authorize Investments
- (4) Accept Investment Report, March 2022

Resolution

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March 24, 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, March 24, 2022, at 9:01 a.m., Chair Garbarino presiding.

- (1) Call to Order:** 9:01 a.m.
- (2) Roll Call:** Secretary of the District Amorette M. Ko-Wong.

Committee Members Present (8): Chair Garbarino; Vice-Chair Mastin; Directors Cochran, Hernández, Pahre, Rabbitt and Thier; President Theriault.

Committee Members Absent (1): Director Conroy.

Other Directors Present (2): Directors Hill and Rodoni.

Committee of the Whole Members Present (10): Directors Garbarino, Hernández, Mastin, Pahre, Rabbitt, Rodoni and Thier; Second Vice President Hill; First Vice President Cochran; President Theriault.

Committee of the Whole Members Absent (7): Directors Arnold, Conroy, Giudice, 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

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

(3) Approve Actions Relative to Award of Contract No. 2021-BT-075, Santa Rosa Bus Facility Resurfacing, to Argonaut Constructors [02:06 Minutes Mark on the Audio Recording]

District Engineer Ewa Bauer-Furbush presented the staff report.

[06:28 Minutes Mark on the Audio Recording]

President Theriault inquired about usage of utility conduits and junction boxes and requested more information about the SBE subcontractor for the contract.

Director Thier inquired about the rules and requirements with respect to the District's subcontractors.

Director Hill suggested that District staff consider readiness for electric vehicle charging infrastructure design.

Ms. Bauer-Furbush and Mr. Mulligan responded to the Directors' inquiries.

The following individual spoke under public comment: **[15:17 Minutes Mark on the Audio Recording]**

- David Pilpel, San Francisco Resident

(a) Action by the Committee

Staff recommended and the Committee concurred by motion made and seconded by **Directors PAHRE/COCHRAN** 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 approve the following actions relative to award of Contract No. 2021-BT-075, *Santa Rosa Bus Facility Resurfacing*, as follows:

- (i) Approve award of Contract No. 2021-BT-075 to Argonaut Constructors, Santa Rosa, CA, in the amount of \$1,429,211; and,
- (ii) Establish a construction contingency for Contract No. 2021-BT-075 in the amount of \$214,382 equal to 15% of the contract award amount, with the understanding that sufficient funds are available in the FY 2021/22 Bus Division Capital Budget

**BUILDING AND OPERATING COMMITTEE/COMMITTEE OF THE WHOLE
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for the *D3 (Santa Rosa Bus Facility) Parking Lot Rehabilitation Project* (Project #2232) to finance these actions.

Action by the Board at its meeting of March 25, 2022 – Resolution

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

NOES (0): None.

ABSENT (7): Directors Arnold, Conroy, Giudice, Grosboll, Melgar, Snyder and Stefani.

(4) Approve Actions Relative to the Golden Gate Bridge Physical Suicide Deterrent System Project [18:51 Minutes Mark on the Audio Recording]

District Engineer Ewa Bauer-Furbush presented the staff report.

(b) Action by the Committee

Staff recommended and the Committee concurred by motion made and seconded by **Directors THIER/MASTIN** 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 approve the following actions relative to *Golden Gate Bridge Physical Suicide Deterrent System Project* (Project #1526):

- (i) Authorize execution of the Sixth Amendment to Professional Services Agreement (PSA) No. 2018-B-075, *Golden Gate Bridge Physical Suicide Deterrent Net System Fabrication Shop Inspection Services*, with David Engineering, LLC., Chicago, IL, in an amount not to exceed \$134,000 for continuation of the suicide deterrent net system fabrication inspection services;
- (ii) Authorize execution of PSA No. 2021-B-073, *Golden Gate Bridge Physical Suicide Deterrent System, Maintenance Traveler Fabrication Shop Inspection Services*, with Smith Emery Laboratories, San Francisco, CA, in an amount not to exceed \$2,600,000, subject to the Golden Gate Bridge, Highway and Transportation District (District) receiving the California Department of Transportation's approval of the PSA prior to its execution;
- (iii) Establish a 10% contingency for PSA No. 2021-B-073 in the amount of \$260,000; and,
- (iv) Authorize an increase in the amount of \$2,290,000 in the FY 2021/22 Bridge Division Capital Budget for the *Golden Gate Bridge Physical Suicide Deterrent System Project* (Project #1526), to be funded from District reserves, for a revised total Project #1526 budget of \$206,632,868.

Action by the Board at its meeting of March 25, 2022 – Resolution

**BUILDING AND OPERATING COMMITTEE/COMMITTEE OF THE WHOLE
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AYES (10): Directors Garbarino, Hernández, Mastin, Pahre, Rabbitt, Rodoni and Thier; Second Vice President Hill; First Vice President Cochran; President Theriault.

NOES (0): None.

ABSENT (7): Directors Arnold, Conroy, Giudice, Grosboll, Melgar, Snyder and Stefani.

(5) Approve Actions Relative to Contract No. 2020-F-047, *Ferry Fleet Scheduled Drydockings and Capital Improvements* [32:11 Minutes Mark on the Audio Recording]

Deputy General Manager/Ferry Division James Swindler presented the staff report.

[35:26 Minutes Mark on the Audio Recording]

Director Cochran inquired about the process to repair the hull for catamarans and how the process differs from what was done for the Spaulding vessels.

Director Hill inquired if the District staff has identified and budgeted for extra operational costs associated with the Tiburon and Angel Island ferry service.

Mr. Swindler responded to the Directors' inquiries.

(c) Action by the Committee

Staff recommended and the Committee concurred by motion made and seconded by **Directors COCHRAN/HILL** 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 approve actions relative to Contract No. 2020-F-047, *Ferry Fleet Scheduled Drydockings and Capital Improvements*, as follows:

- (i) Authorize an increase to the contract contingency for Contract No. 2020-F-047, *Ferry Fleet Scheduled Dry Dockings and Capital Improvements*, in the amount of \$900,000; and,
- (ii) Authorize an increase in the FY 21/22 Ferry Division Capital Budget for Project #2140, *Ferry Vessel Rehab*, in the amount of \$800,000.

Action by the Board at its meeting of March 25, 2022 – Resolution

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

NOES (0): None.

ABSENT (7): Directors Arnold, Conroy, Giudice, Grosboll, Melgar, Snyder and Stefani.

(6) Status Report from Board Appointee(s) on Sonoma-Marin Area Rail Transit Board [39:10 Minutes Mark on the Audio Recording]

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Chair Garbarino provided a Sonoma-Marín Area Rail Transit (SMART) status report, which was for informational purposes only and no action was taken.

Director Thier expressed appreciation for the Directors' work on SMART.

(7) Status Report on Engineering Projects [41:45 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.

(8) Public Comment

There were no public comments.

(9) Adjournment [42:35 Minutes Mark on the Audio Recording]

All business having been concluded, Directors THIER/COCHRAN moved and seconded that the meeting be adjourned at 9:44 a.m.

Carried

Respectfully submitted,

Patricia Garbarino, Chair
Building and Operating Committee

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March 24, 2022



**MINUTES OF THE RULES, POLICY AND INDUSTRIAL RELATIONS 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.

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

Honorable Members:

A meeting of the Rules, Policy and Industrial Relations Committee/Committee of the Whole (Committee) of the Golden Gate Bridge, Highway and Transportation District (District) was held via audio conference, on Thursday, March 24, 2022, at 9:50 a.m., Chair Hernández presiding.

- (1) **Call to Order:** 9:50 a.m.
- (2) **Roll Call:** Secretary of the District Amorette M. Ko-Wong.

Committee Members Present (6): Chair Hernández; Directors Cochran, Garbarino, Grosboll and Hill; President Theriault.

Committee Members Absent (2): Vice Chair Arnold; Director Conroy.

Other Directors Present (5): Directors Mastin, Pahre, Rabbitt, Rodoni and Thier.

Committee of the Whole Members Present (11): Directors Garbarino, Grosboll, Hernández, Mastin, Pahre, Rabbitt, Rodoni and Thier; Second Vice President Hill; First Vice President Cochran; President Theriault.

Committee of the Whole Members Absent (6): Directors Arnold, Conroy, Giudice, 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;

RULES, POLICY AND INDUSTRIAL RELATIONS COMMITTEE/COMMITTEE OF THE WHOLE
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Attorney Kimon Manolius; 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; Director of Risk Management and Safety Kelli Vitale; 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 Grosboll arrived.]

(3) Approve Actions Relative to the Implementation of an Employment Recruitment Program [02:38 Minutes Mark on the Audio Recording]

Deputy General Manager/Administration and Development Kellee Hopper presented the staff report. She provided statistics about how application figures have decreased since the beginning of the pandemic.

The following individual spoke under public comment: [09:59 Minutes Mark on the Audio Recording]

- David Pilpel, San Francisco Resident

Chair Hernández expressed appreciation for staff's creative ideas and recommendation, and also stated the importance of taking care of existing District employees.

(a) Action by Committee

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

RECOMMENDATION

The Rules, Policy and Industrial Relations Committee/Committee of the Whole recommends that the Board of Directors approve the following actions, effective through September 30, 2023, relative to a pilot employment recruitment program to assist the District in filling vacant positions:

- (i) Approve a signing bonus for all regular, full-time positions;
- (ii) Approve the implementation of a signing bonus program for Bus Operator Apprentices;
- (iii) Approve an employee referral program; and,
- (iv) Update applicable District policies accordingly; with the understanding that the cost of the positions authorized as part of this item will be funded with salary savings and that, should staff recommend continuance of these programs beyond September

RULES, POLICY AND INDUSTRIAL RELATIONS COMMITTEE/COMMITTEE OF THE WHOLE
MARCH 24, 2022/PAGE 3

30, 2023, the matter will be brought before the Board of Directors again for consideration and possible action.

Action by the Board at its meeting of March 25, 2022 – Resolution

AYES (11): Directors Garbarino, Grosboll, Hernández, Mastin, Pahre, Rabbitt, Rodoni and Thier; Second Vice President Hill; First Vice President Cochran; President Theriault.

NOES (0): None.

ABSENT (6): Directors Arnold, Conroy, Giudice, Melgar, Snyder and Stefani.

[Director Thier Departed]

- (4) **Approve Codification of the Medical Benefits Policy in the *Human Resources Guide* for Represented and Administrative Retirees (Excluding Bus Operators), Their Spouses, Dependents, and Survivors** [13:37 Minutes Mark on the Audio Recording]

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

(a) **Action by Committee**

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

RECOMMENDATION

The Rules, Policy and Industrial Relations Committee/Committee of the Whole recommends that the Board of Directors approve an updated codification of the Medical Benefits policy for represented and administrative retirees (excluding Bus Operators), their spouses, dependents and survivors, and survivors of active employees, as defined in the attached Resolution which reflects the recently implemented transition to medical benefits administered through CalPERS; and, amend the *Human Resources Guide* accordingly.

Action by the Board at its meeting of March 25, 2022 – Resolution

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

NOES (0): None.

ABSENT (7): Directors Arnold, Conroy, Giudice, Melgar, Snyder, Stefani and Thier.

[Director Thier Returned]

- (5) **Annual Progress/Status Report and Update on Disadvantaged Business Enterprise (DBE) Program** [18:03 Minutes Mark on the Audio Recording]

**RULES, POLICY AND INDUSTRIAL RELATIONS COMMITTEE/COMMITTEE OF
THE WHOLE
MARCH 24, 2022/PAGE 4**

DBE Program Administrator Artemisé Davenport presented the staff report.

[32:09 Minutes Mark on the Audio Recording]

Directors Thier, Pahre and Hill, President Theriault and Chair Hernández commented and inquired about the staff report.

Director Thier expressed appreciation for Ms. Davenport's DBE/Small Business Enterprise (SBE) outreach efforts and commented on the events she attended.

Director Hill also expressed appreciation for Ms. Davenport's work and inquired about ensuring non-minority, women-owned businesses are recognized appropriately.

Director Pahre commented on her attendance at outreach events, and also expressed appreciation for Ms. Davenport's efforts to promote DBE/SBE participation in the District's contracting opportunities.

President Theriault expressed appreciation for Ms. Davenport's presentation and performance, and he encouraged her to continue her efforts.

Chair Hernández expressed appreciation for Ms. Davenport's report, and thanked her for her efforts with the DBE/SBE program, her leadership in the industry and participation in the Equity and Diversity Issues Advisory Committee.

Ms. Davenport responded to the Directors' comments and inquiry.

The following individual spoke under public comment: **[40:09 Minutes Mark on the Audio Recording]**

- David Pilpel, San Francisco Resident

(6) Public Comment

There was no Public Comment.

(7) Adjournment [43:32 Minutes Mark on the Audio Recording]

All business having been concluded, **Directors PAHRE/HILL** moved and seconded that the meeting be adjourn at 10:34 a.m.

Carried

Respectfully submitted,

Sabrina Hernández, Chair
Rules, Policy and Industrial Relations Committee

SH:AMK:EIE:tnm

March 24, 2022



**MINUTES OF THE FINANCE-AUDITING COMMITTEE/
COMMITTEE OF THE WHOLE**

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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, March 24, 2022, at 10:36 a.m., Chair Rabbitt presiding.

- (1) Call to Order:** 10:36 a.m.
- (2) Roll Call:** Secretary of the District Amorette M. Ko-Wong.

Committee Members Present (7): Chair Rabbitt; Vice Chair Pahre; Directors Cochran, Grosboll, Hernández and Mastin; President Theriault.

Committee Members Absent (1): Director Giudice.

Other Directors Present (3): Directors Garbarino, Hill and Thier.

Committee of the Whole Members Present (10): Directors Garbarino, Grosboll, Hernández, Mastin, Pahre, Rabbitt and Thier; Second Vice President Hill; First Vice President Cochran; President Theriault.

Committee of the Whole Members Absent (7): Directors Arnold, Conroy, Giudice, Melgar, Rodoni, 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; Secretary of the District Amorette Ko-Wong; Attorney Kimon Manolius; Deputy General Manager/Bridge Division David Rivera; Deputy General Manager/Bus Transit Division

FINANCE-AUDITING COMMITTEE/COMMITTEE OF THE WHOLE
MARCH 24, 2022/PAGE 2

Mona Babauta; Deputy General Manager/Administration and Development Kellee Hopper; Director of Capital and Grant Programs Amy Frye; Executive Administrator to the General Manager Justine Bock; Senior Board Analyst Elizabeth Eells.

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(3) Ratification of Previous Actions by the Auditor-Controller [02:07 Minutes Mark on the Audio Recording]

PFM Senior Managing Consultant Lesley Murphy presented the Investment Report.

[10:25 Minutes Mark on the Audio Recording]

Chair Rabbitt expressed appreciation for the report.

Director Hill commented that inflation affects various products.

(a) Action by the Committee

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 Finance-Auditing Committee recommends that the Board of Directors approve the following actions:

- (i) There are no commitments and/or expenditures to ratify for the period of February 1, 2022 through February 28, 2022;
- (ii) Ratify investments made during the period February 15, 2022 through March 14, 2022;
- (iii) Authorize the reinvestment, within the established policy of the Board, of any investments maturing March 14, 2022 and April 11, 2022 as well as the investment of all other funds not required to cover expenditures that may become available; and,
- (iv) Accept the Investment Report for February 2022.

Action by the Board at its meeting of March 25, 2022 – Resolution
CONSENT CALENDAR

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

NOES (0): None.

ABSENT (7): Directors Arnold, Conroy, Giudice, Melgar, Rodoni, Snyder and Stefani.

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

- (a) **Budget Increase in the FY 21/22 Bridge Division Capital Budget for Project #1526, Golden Gate Bridge Physical Suicide Deterrent System Project** [12:57 Minutes Mark on the Audio Recording]

(i) **Action by the Committee**

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

RECOMMENDATION

The Finance-Auditing Committee/Committee of the Whole recommends, in concurrence with the Building and Operating Committee at its meeting on March 24, 2022, that the Board of Directors authorize a budget increase in the amount of \$2,290,000 to the *Golden Gate Bridge Physical Suicide Deterrent System Project* (Project #1526), to be financed with District reserves, to finance additional consultant support services relative to construction Contract No. 2016-B-01, *Golden Gate Bridge Physical Suicide Deterrent System and Wind Retrofit Projects*.

Action by the Board at its meeting of March 25, 2022 – Resolution
Refer to Building and Operating Committee Meeting of March 24, 2022
NON-CONSENT CALENDAR

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

NOES (0): None.

ABSENT (7): Directors Arnold, Conroy, Giudice, Melgar, Rodoni, Snyder and Stefani.

- (b) **Budget Increase in the FY 21/22 Ferry Division Capital Budget for Project #2140, Ferry Vessel Rehab** [15:08 Minutes Mark on the Audio Recording]

(i) **Action by the Committee**

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

RECOMMENDATION

The Finance-Auditing Committee/Committee of the Whole in concurrence with the Building and Operating Committee at its meeting on March 24, 2022 that the Board of Directors authorize an increase in the FY 21/22 Ferry Division Capital Budget for Project #2140, *Ferry Vessel Rehab*, in the amount of \$800,000, relative to repairs on the *M.V. Golden Gate* and *M.V. Napa*.

Action by the Board at its meeting of March 25, 2022 – Resolution
Refer to Building and Operating Committee Meeting of March 24, 2022
NON-CONSENT CALENDAR

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

NOES (0): None.

ABSENT (7): Directors Arnold, Conroy, Giudice, Melgar, Rodoni, Snyder and Stefani.

[Director Thier departed, and with her departure, the Committee of the Whole became a Committee.]

(5) Authorize Actions Related to Grant Programs

(a) Approve Actions Relative to the Low Carbon Transit Operations Program (LCTOP) [17:06 Minutes Mark on the Audio Recording]

Director of Capital and Grant Programs Amy Frye presented the staff report.

[19:21 Minutes Mark on the Audio Recording]

Director Mastin asked about consideration of an electric ferry and about the low carbon aspect of purchasing a ferry.

Director Pahre inquired if District staff would consider purchasing a wind-assisted ferry and the range of wind-assisted ferries.

Director Hill commented that low carbon diesel is not actually low carbon.

Chair Rabbitt commented that he looks forward to additional technology in the green technology arena and the challenges of new technology.

Mr. Mulligan responded to the Directors' inquiries. He said that District staff anticipate that the District's first green ferry will likely be a retrofitted Spaulding ferry.

The following individual spoke under public comment: **[24:11 Minutes Mark on the Audio Recording]**

- David Pilpel, San Francisco Resident

[25:57 Minutes Mark on the Audio Recording]

Chair Rabbitt asked Mr. Mulligan to respond to the public comment.

Director Hill inquired if the District staff could consider a hybrid ferry.

Mr. Mulligan responded to the Director's inquiry.

(b) Action by the Committee

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

RECOMMENDATION

The Finance-Auditing Committee recommends that the Board of Directors approve the following actions necessary to secure FY 21/22 Low Carbon Transit Operations Program (LCTOP) grant funds to support transit capital and operating projects for the Golden Gate Bridge, Highway and Transportation District:

1. Approve submission of one LCTOP grant application in FY 21/22 for the new vessel acquisition project;
2. Certify that the District will comply with all conditions and requirements set forth in the LCTOP certification and assurances, authorized agent documents, applicable statutes, regulations, and guidelines for all LCTOP-funded transit projects; and,
3. Authorize the General Manager, or his designee, to execute for and on behalf of the District any documents necessary to apply for and receive LCTOP funding, including certifications and assurances, authorized agent forms, and agreements relative to the FY 21/22 LCTOP program.

Action by the Board at its meeting of March 25, 2022 – Resolution
NON-CONSENT CALENDAR

AYES (7): Chair Rabbitt; Vice Chair Pahre; Directors Cochran, Grosboll, Hernández and Mastin; President Theriault.
NOES (0): None.
ABSENT (1): Director Giudice.

(6) Renew Annual Delegation of Investment Management Authority to the Auditor-Controller as per Rule XI, INVESTMENT POLICY, of the Rules of the Board [30:06 Minutes Mark on the Audio Recording]

Auditor-Controller Joseph Wire presented the staff report.

(a) Action by the Committee

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

RECOMMENDATION

The Finance-Auditing Committee recommends that the Board of Directors renew the annual delegation of investment management authority to the Auditor-Controller for FY 22/23 as per **RULE XI, INVESTMENT POLICY, Section E, Delegation of Authority**, of the *Rules of the Board*, and as provided for in California Government Code Section 53607.

Action by the Board at its meeting of March 25, 2022 – Resolution
NON-CONSENT CALENDAR

AYES (7): Chair Rabbitt; Vice Chair Pahre; Directors Cochran, Grosboll, Hernández and Mastin; President Theriault.

NOES (0): None.

ABSENT (1): Director Giudice.

(7) Approve Actions Relative to the ERP (Enterprise Resource Planning) Implementation Project [32:41 Minutes Mark on the Audio Recording]

Auditor-Controller Joseph Wire presented the staff report. He reviewed the benefits and complexity of the new ERP system. He expressed appreciation for the efforts of the ERP team, who are shown in the staff report on page 67, and the Project Manager Malini Brown who has been working on the project from the beginning. He noted that implementation would begin in May 2022 and not March 2022 as stated in the staff report.

[42:58 Minutes Mark on the Audio Recording]

Chair Rabbitt commented that the ERP project is a large project, which is necessary to keep the District's software systems up to date, and expressed appreciation for staff's efforts on such a large project while continuing to do their regular work.

Director Pahre commented that the ERP project is a very large project, which is not often encountered in one's career, and expressed appreciation for staff's efforts on the project.

Director Garbarino expressed appreciation for the report.

The following individual spoke under public comment: **[44:43 Minutes Mark on the Audio Recording]**

- David Pilpel, San Francisco Resident

(a) Action by the Committee

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 Finance-Auditing Committee recommends that the Board of Directors approve actions relative to the ERP Implementation project as follows:

- (i) Authorize execution of Contract No. 2019-D-059, *Enterprise Resource Planning (ERP) System and Implementation Services*, with Tyler Technologies of Yarmouth, Maine, to implement a new enterprise resource system for a three-year term plus two one (1) year options providing five years of access to and maintenance of the system in the not-to-exceed amount of \$4,352,144;
- (ii) Authorize the General Manager to exercise up to five one (1) year option terms to extend the services for up to a total of ten years, provided that funding has been allocated in the annual budget and such option years are in the Golden Gate Bridge, Highway and Transportation District's best interest; and,
- (iii) Approve a capital project budget increase in the FY 21/22 District Division Capital Budget in the amount of \$500,000, relative to Capital Project No. 1810, *ERP System Replacement*, for a total project cost of \$5,000,000.

Action by the Board at its meeting of March 25, 2022 – Resolution
NON-CONSENT CALENDAR

AYES (7): Chair Rabbitt; Vice Chair Pahre; Directors Cochran, Grosboll, Hernández and Mastin; President Theriault.

NOES (0): None.

ABSENT (1): Director Giudice.

(8) Status Report on the FY 21/22 Budget [49:45 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 21/22 Adopted Budget is available on the District's website at: <https://www.goldengate.org/documents>.

The following individual spoke under public comment: [50:48 Minutes Mark on the Audio Recording]

- David Pilpel, San Francisco Resident

(9) Monthly Review of Golden Gate Bridge Traffic/Tolls and Bus and Ferry Transit Patronage/Fares (for Eight Months Ending February 2022) [55:09 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. He reviewed the Bridge traffic and bus and ferry ridership charts that start on page 91.

(10) Monthly Review of Financial Statements (for Eight Months Ending February 2022)

[58:11 Minutes Mark on the Audio Recording]

- (a) Statement of Revenue and Expenses
- (b) Statement of Capital Programs and Expenditures

Auditor-Controller Joseph Wire presented the staff reports, which were for informational purposes only and no actions were taken. He highlighted that the District is using one time funding in the current fiscal year.

(11) Closed Session [1:01:13 Hour 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. 12(a):

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

[1:02:20 Hour 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 staff guidance about the matters.

(12) Public Comment

There were no public comments.

(13) Adjournment [1:03:03 Hour Mark on the Audio Recording]

All business having been concluded Directors COCHRAN/PAHRE moved and seconded that the meeting be adjourned at 11:43 a.m.

Carried

Respectfully submitted,

David A. Rabbitt, Chair
Finance-Auditing Committee

DAR:AMK:EIE:tnm



2022-3

GOLDEN GATE BRIDGE, HIGHWAY AND TRANSPORTATION DISTRICT

MEMORANDUM OF MINUTES

BOARD OF DIRECTORS MEETING

MARCH 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, March 25, 2022, at 10:01 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 (13): Directors Garbarino, Grosboll, Hernández, Mastin, Melgar, Pahre, Rabbitt, Rodoni, Snyder and Thier; Second Vice President Hill; First Vice President Cochran; President Theriault.

Directors Absent (4): Directors Arnold, Conroy, Giudice 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; Attorneys Kimon Manolius and Molly Kaban; Deputy General Manager/Bridge Division David Rivera; 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.

**BOARD OF DIRECTORS MEETING
MARCH 25, 2022/PAGE 2**

- (3) **PLEDGE OF ALLEGIANCE:** Director Barbara Pahre. **[02:36 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.

- (4) **PUBLIC COMMENT:** **[03:07 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 fifteen people who had indicated they would like to make public comments. President Theriault stated that people making public comments would be limited to two minutes each. He requested the Board allow the public comments to run longer than 30 minutes if necessary.

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: **[03:47 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
- Robert Cooper, Ironworker
- Andy Zhen, Ironworker
- Adam Smith, Vessel Master
- Marina Secchitano, Labor Coalition
- David Tuttle, Operating Engineers Local Union No. 3 and Labor Coalition
- Daniel Glasner, Vessel Master
- Jose Velazquez, Dispatcher
- Eddie Reyes, Ironworkers Local 377
- Joseph Martinelli, International Brotherhood of Teamsters Local No. 856
- Josh Morgan, Bus Servicer and Teamsters
- Barbara LeBlanc, Customer Relations Assistant
- David Pilpel, San Francisco Resident

[32:27 Minutes Mark on the Audio Recording]

President Theriault asked Mr. Mulligan if he would like to respond to any of the public comments.

Mr. Mulligan responded to the public comments.

[Director Melgar arrived during public comment.]

- (5) **CONSENT CALENDAR:** **[35:06 Minutes Mark on the Audio Recording]**

**BOARD OF DIRECTORS MEETING
MARCH 25, 2022/PAGE 3**

Secretary of the District Amorette Ko-Wong presented the Consent Calendar. She stated that Director Thier contacted her about the comments she made at the Board meeting of February 25, 2022, and asked that her comments be amended to include “or other requirements.” She stated the updated minutes would read:

“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.”

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

AYES (12): Directors Garbarino, Grosboll, Hernández, Mastin, Melgar, Pahre, Rabbitt, Snyder and Thier; Second Vice President Hill; First Vice President Cochran; President Theriault.

NOES (0): None.

ABSENT (5): Directors Arnold, Conroy, Giudice, Rodoni and Stefani.

(A) Approve the Minutes of the following Meetings:

- (1) Transportation Committee of February 24, 2022;
- (2) Rules, Policy and Industrial Relations Committee of February 24, 2022;
- (3) Finance-Auditing Committee of February 24, 2022; and,
- (4) Board of Directors of February 25, 2022.

Carried

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

Resolution No. 2022-013 (as detailed in the March 24, 2022 Finance-Auditing Committee meeting)

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

Adopted

(6) REPORTS OF OFFICERS:

(A) General Manager [37:20 Minutes Mark on the Audio Recording]

Mr. Mulligan presented the General Manager Report.

He highlighted a number of items in the report including the announcement by the U.S. Department of Transportation, Federal Transit Administration awarding the District \$75 million in American Rescue Plan funding, an update on Bridge traffic and bus and ferry ridership, and employee recognitions. He specifically noted the retirement of Patsy Whala of the District Secretary’s Office, as of April 1, 2022, and recognized the following employees for their service: Nevil Estupinan, Steven Safford, Patricia De La Cerda Gray, Arthur L. Fields, Jr., Matthew Corbett, Norma Jellison, Charles (Charlie) Harris, and Robert Fistolera.

[50:00 Minutes Mark on the Audio Recording]

**BOARD OF DIRECTORS MEETING
MARCH 25, 2022/PAGE 4**

Director Grosboll asked if the District has written plans that outline the District's intention to utilize electric vehicles and ferries.

Mr. Mulligan responded to the Director's inquiry.

[Director Rodoni arrived.]

(B) Attorney [53:18 Minutes Mark on the Audio Recording]

Attorney Kimon Manolius presented the Attorney Report, which was for informational purposes only and no action was required. He stated that the Board does not have to convene in Closed Session, but the Board does have an item to consider in open session.

Director Grosboll inquired if the item is the same one that he had discussed previously with Attorney Manolius.

Attorney Manolius confirmed that this open session item is the item they had discussed. Director Grosboll stated that he was recusing himself from voting on this item, and would leave the call.

Director Hernandez stated that she was also recusing herself from voting on this item and would leave the call.

[Directors Grosboll, Hernández and Snyder departed.]

(1) Authorize Ratification of a Memorandum of Understanding with the IBEW, Local 6 [54:54 Minutes Mark on the Audio Recording]

Attorney Manolius introduced Attorney Molly Kaban who is the District's labor negotiator. She indicated that the parties negotiated for a long period of time, had differences about the wage increases, went into impasse, entered mediation, and reached the tentative agreement being presented that day. She outlined the terms of the Memorandum of Understanding (MOU) between the District and the International Brotherhood of Electrical Workers (IBEW) Local 6, representing the District's Electricians, and said the MOU includes the following terms: (1) IBEW Local 6 electricians shall receive a wage increase of \$1.82 on ratification, an additional \$1.82 on July 1, 2022, and an additional \$1.82 on January 1, 2023; (2) a lump sum payment of \$500 each; (3) IBEW agrees with previous Coalition Agreements including the transition to CalPERS medical with the exception of prior Coalition wage increases; and, (4) The contract term will last until June 30, 2023.

The following individuals spoke under public comment: [58:54 Minutes Mark on the Audio Recording]

- David Pilpel, San Francisco Resident

Directors HILL/GARBARINO

Resolution No. 2022-014 authorizes ratification of a Memorandum of Understanding with the International Brotherhood of Electrical Workers (IBEW), Local 6, electricians as follows:

**BOARD OF DIRECTORS MEETING
MARCH 25, 2022/PAGE 5**

- (a) Wage Increases on the following schedule:
 - On ratification, IBEW Local 6 electricians shall receive a wage increase of \$1.82, from \$55.04 to \$56.86,
 - On July 1, 2022, IBEW Local 6 electricians shall receive a wage increase of \$1.82, from \$56.86 to \$58.68,
 - January 1, 2023, IBEW Local 6 electricians shall receive a wage increase of \$1.82, from \$58.68 to \$60.50;
- (b) On ratification, IBEW Local 6 electricians shall receive a lump sum payment of \$500;
- (c) The IBEW agrees previous Coalition Agreements, including the transition to CalPERS medical, with the exception of prior Coalition wage increases; and,
- (d) The contract term shall be until June 30, 2023.

Adopted

AYES (10): Directors Garbarino, Mastin, Melgar, Pahre, Rabbitt, Rodoni and Thier; Second Vice President Hill; First Vice President Cochran; President Theriault.

NOES (0): None.

ABSENT (7): Directors Arnold, Conroy, Giudice, Grosboll, Hernández, Snyder and Stefani.

President Theriault expressed appreciation to the involved parties including IBEW, Local 6 and staff for reaching this agreement.

[Directors Grosboll, Hernández and Snyder returned.]

(C) District Engineer [1:03:07 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 access apparatus to install the net on the Suspension Bridge has been fabricated and will be shipped in the next week. She also said the contractor has finished strengthening the North Approach Viaduct on one side, will begin work on the other side and then, will install the net support arms. In addition, she indicated the contractor is making progress on the South Approach Viaduct, and is installing the work access system on one side, and then, will begin installation of the net support arms. Furthermore, she stated the contractor is developing a work plan for the access system that will be used to install the net on the main towers of the Suspension Bridge.

(7) OTHER REPORTS:

There were no Other Reports to discuss.

(8) REPORT OF COMMITTEES: [1:06:06 Hour Mark on the Audio Recording]

President Theriault stated that the following items were discussed by the Building and Operating Committee under the able leadership of Chair Garbarino at the meeting of the

**BOARD OF DIRECTORS MEETING
MARCH 25, 2022/PAGE 6**

day before. He expressed appreciation for the staff presentations and responses to questions.

**(A) Meeting of the Building and Operating Committee/Committee of the Whole
[1:06:55 Hour Mark on the Audio Recording]
March 24, 2022
Chair Patricia Garbarino**

Chair Garbarino agreed that that the Committee had a robust discussion the day before, and stated that the presentations by staff were insightful.

**(1) Approve Actions Relative to Award of Contract No. 2021-BT-075,
Santa Rosa Bus Facility Resurfacing, to Argonaut Constructors
[1:07:05 Hour Mark on the Audio Recording]**

Directors GARBARINO/MASTIN

Resolution No. 2022-015 approves the following actions relative to award of Contract No. 2021-BT-075, *Santa Rosa Bus Facility Resurfacing*, as follows:

- (a) Approves award of Contract No. 2021-BT-075 to Argonaut Constructors, Santa Rosa, CA, in the amount of \$1,429,211; and,
- (b) Establishes a construction contingency for Contract No. 2021-BT-075 in the amount of \$214,382 equal to 15% of the contract award amount,

with the understanding that sufficient funds are available in the FY 2021/22 Bus Division Capital Budget for the D3 (*Santa Rosa Bus Facility*) *Parking Lot Rehabilitation Project* (Project #2232) to finance these actions.

Adopted

AYES (13): Directors Garbarino, Grosboll, Hernández, Mastin, Melgar, Pahre, Rabbitt, Rodoni, Snyder and Thier; Second Vice President Hill; First Vice President Cochran; President Theriault.

NOES (0): None.

ABSENT (4): Directors Arnold, Conroy, Giudice and Stefani.

**(2) Approve Actions Relative to the Golden Gate Bridge Physical Suicide
Deterrent System Project [1:09:11 Hour Mark on the Audio Recording]**

Directors GARBARINO/COCHRAN

Resolution No. 2022-016 approves the following actions relative to *Golden Gate Bridge Physical Suicide Deterrent System Project* (Project #1526):

- (a) Authorizes execution of the Sixth Amendment to Professional Services Agreement (PSA) No. 2018-B-075, *Golden Gate Bridge Physical Suicide Deterrent Net System Fabrication Shop Inspection Services*, with David Engineering, LLC., Chicago, IL, in an amount not to exceed \$134,000 for continuation of the suicide deterrent net system fabrication inspection services;

**BOARD OF DIRECTORS MEETING
MARCH 25, 2022/PAGE 7**

- (b) Authorizes execution of PSA No. 2021-B-073, *Golden Gate Bridge Physical Suicide Deterrent System, Maintenance Traveler Fabrication Shop Inspection Services*, with Smith Emery Laboratories, San Francisco, CA, in an amount not to exceed \$2,600,000, subject to the Golden Gate Bridge, Highway and Transportation District (District) receiving the California Department of Transportation's approval of the PSA prior to its execution;
- (c) Establishes a 10% contingency for PSA No. 2021-B-073 in the amount of \$260,000; and,
- (d) Authorizes an increase in the amount of \$2,290,000 in the FY 2021/22 Bridge Division Capital Budget for the *Golden Gate Bridge Physical Suicide Deterrent System Project* (Project #1526), to be funded from District reserves, for a revised total Project #1526 budget of \$206,632,868.

Adopted

AYES (13): Directors Garbarino, Grosboll, Hernández, Mastin, Melgar, Pahre, Rabbitt, Rodoni, Snyder and Thier; Second Vice President Hill; First Vice President Cochran; President Theriault.

NOES (0): None.

ABSENT (4): Directors Arnold, Conroy, Giudice and Stefani.

- (3) **Approve Actions Relative to Contract No. 2020-F-047, *Ferry Fleet Scheduled Drydockings and Capital Improvements* [1:12:15 Hour Mark on the Audio Recording]**

Directors GARBARINO/PAHRE

Resolution No. 2022-017 approves actions relative to Contract No. 2020-F-047, *Ferry Fleet Scheduled Drydockings and Capital Improvements*, as follows:

- (a) Authorizes an increase to the contract contingency for Contract No. 2020-F-047, *Ferry Fleet Scheduled Dry Dockings and Capital Improvements*, in the amount of \$900,000; and,
- (b) Authorizes an increase in the FY 21/22 Ferry Division Capital Budget for Project #2140, *Ferry Vessel Rehab*, in the amount of \$800,000.

Adopted

AYES (13): Directors Garbarino, Grosboll, Hernández, Mastin, Melgar, Pahre, Rabbitt, Rodoni, Snyder and Thier; Second Vice President Hill; First Vice President Cochran; President Theriault.

NOES (0): None.

ABSENT (4): Directors Arnold, Conroy, Giudice and Stefani.

- (B) **Meeting of the Rules, Policy and Industrial Relations Committee/Committee of the Whole [1:14:33 Hour Mark on the Audio Recording]**
March 24, 2022
Chair Sabrina Hernández

**BOARD OF DIRECTORS MEETING
MARCH 25, 2022/PAGE 8**

President Theriault stated the following items were discussed at the Rules Policy and Industrial Relations Committee meeting of the day before.

Chair Hernández expressed appreciation for staff's efforts to bring forth creative ideas and develop an innovative Employment Recruitment Program. She spoke about the challenges of recruiting staff in San Francisco, the Bay Area and nationally. She indicated the City of San Francisco is close to initiating a campaign to fill some of its openings.

She also expressed appreciation for the efforts of DBE (Disadvantage Business Enterprise) Program Administrator Artemise Davenport, and said that several Board members had recognized her work at the Committee meeting of the day before. She further stated that Ms. Davenport's work is very important to the District's ability to get funding from various public agencies, and noted that Ms. Davenport has made significant contributions to the Equity and Diversity Issues Advisory Committee.

(1) Approve Actions Relative to the Implementation of an Employment Recruitment Program [1:17:18 Hour Mark on the Audio Recording]

Director Thier expressed appreciation for Ms. Davenport's efforts in District contracts and purchases.

Directors HERNÁNDEZ/COCHRAN

Resolution No. 2022-018 approves the following actions, effective through September 30, 2023, relative to a pilot employment recruitment program to assist the District in filling vacant positions:

- (a) Approves a signing bonus for all regular, full-time positions;
- (b) Approves the implementation of a signing bonus program for Bus Operator Apprentices;
- (c) Approves an employee referral program; and,
- (d) Updates applicable District policies accordingly;

with the understanding that the cost of the positions authorized as part of this item will be funded with salary savings and that, should staff recommend continuance of these programs beyond September 30, 2023, the matter will be brought before the Board of Directors again for consideration and possible action.

Adopted

AYES (13): Directors Garbarino, Grosboll, Hernández, Mastin, Melgar, Pahre, Rabbitt, Rodoni, Snyder and Thier; Second Vice President Hill; First Vice President Cochran; President Theriault.

NOES (0): None.

ABSENT (4): Directors Arnold, Conroy, Giudice and Stefani.

(2) Approve Codification of the Medical Benefits Policy in the Human Resources Guide for Represented and Administrative Retirees

(Excluding Bus Operators), Their Spouses, Dependents, and Survivors
[1:20:45 Hour Mark on the Audio Recording]

Directors HERNÁNDEZ/PAHRE

Resolution No. 2022-019 approves an updated codification of the Medical Benefits policy for represented and administrative retirees (excluding Bus Operators), their spouses, dependents and survivors, and survivors of active employees, as defined in the attached Resolution which reflects the recently implemented transition to medical benefits administered through CalPERS; and, amend the *Human Resources Guide* accordingly.

Adopted

AYES (13): Directors Garbarino, Grosboll, Hernández, Mastin, Melgar, Pahre, Rabbitt, Rodoni, Snyder and Thier; Second Vice President Hill; First Vice President Cochran; President Theriault.

NOES (0): None.

ABSENT (4): Directors Arnold, Conroy, Giudice and Stefani.

(C) Meeting of the Finance-Auditing Committee/Committee of the Whole [1:22:55 Hour Mark on the Audio Recording]
March 24, 2022
Chair David Rabbitt

President Theriault stated the following items were discussed at the Finance-Auditing Committee meeting of the day before.

(1) Approve Actions Relative to the Low Carbon Transit Operations Program (LCTOP) [1:23:22 Hour Mark on the Audio Recording]

Directors RABBITT/COCHRAN

Resolution No. 2022-020 approves the following actions necessary to secure FY 21/22 Low Carbon Transit Operations Program (LCTOP) grant funds to support transit capital and operating projects for the Golden Gate Bridge, Highway and Transportation District:

- (a) Approves submission of one LCTOP grant application in FY 21/22 for the new vessel acquisition project;
- (b) Certifies that the District will comply with all conditions and requirements set forth in the LCTOP certification and assurances, authorized agent documents, applicable statutes, regulations, and guidelines for all LCTOP-funded transit projects; and,
- (c) Authorizes the General Manager, or his designee, to execute for and on behalf of the District any documents necessary to apply for and receive LCTOP funding, including certifications and assurances, authorized agent forms, and agreements relative to the FY 21/22 LCTOP program.

Adopted

**BOARD OF DIRECTORS MEETING
MARCH 25, 2022/PAGE 10**

- AYES (13):** Directors Garbarino, Grosboll, Hernández, Mastin, Melgar, Pahre, Rabbitt, Rodoni, Snyder and Thier; Second Vice President Hill; First Vice President Cochran; President Theriault.
- NOES (0):** None.
- ABSENT (4):** Directors Arnold, Conroy, Giudice and Stefani.

- (2) Renew Annual Delegation of Investment Management Authority to the Auditor-Controller as per Rule XI, Investment Policy, of the Rules of the Board [1:25:12 Hour Mark on the Audio Recording]**

Directors RABBITT/GROSBOLL

Resolution No. 2022-021 renews the annual delegation of investment management authority to the Auditor-Controller for FY 22/23 as per RULE XI, INVESTMENT POLICY, Section E, Delegation of Authority, of the *Rules of the Board*, and as provided for in California Government Code Section 53607.

Adopted

- AYES (13):** Directors Garbarino, Grosboll, Hernández, Mastin, Melgar, Pahre, Rabbitt, Rodoni, Snyder and Thier; Second Vice President Hill; First Vice President Cochran; President Theriault.
- NOES (0):** None.
- ABSENT (4):** Directors Arnold, Conroy, Giudice and Stefani.

- (3) Approve Actions Relative to the ERP (Enterprise Resource Planning) Implementation Project [1:27:04 Hour Mark on the Audio Recording]**

Chair Rabbitt indicated that the next item could be considered a once in a lifetime project and would have a long term effect on the District. He expressed appreciation for the project team's professionalism and dedication to reach this milestone.

Directors RABBITT/PAHRE

Resolution No. 2022-022 approves actions relative to the ERP Implementation project as follows:

- (a)** Authorizes execution of Contract No. 2019-D-059, *Enterprise Resource Planning (ERP) System and Implementation Services*, with Tyler Technologies of Yarmouth, Maine, to implement a new enterprise resource system for a three-year term plus two one (1) year options providing five years of access to and maintenance of the system in the not-to-exceed amount of \$4,352,144;
- (b)** Authorizes the General Manager to exercise up to five one (1) year option terms to extend the services for up to a total of ten years, provided that funding has been allocated in the annual budget and such option years are in the Golden Gate Bridge, Highway and Transportation District's best interest; and,

**BOARD OF DIRECTORS MEETING
MARCH 25, 2022/PAGE 11**

- (c) Approves a capital project budget increase in the FY 21/22 District Division Capital Budget in the amount of \$500,000, relative to Capital Project No. 1810, *ERP System Replacement*, for a total project cost of \$5,000,000.

Adopted

AYES (13): Directors Garbarino, Grosboll, Hernández, Mastin, Melgar, Pahre, Rabbitt, Rodoni, Snyder and Thier; Second Vice President Hill; First Vice President Cochran; President Theriault.

NOES (0): None.

ABSENT (4): Directors Arnold, Conroy, Giudice and Stefani.

(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 [1:30:56 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.

She said the state of emergency continues, but if this condition were lifted, the Board would have to meet in person. She said at this time, the Board cannot meet at the District because the elevator is not working in the building where meetings are usually held. Until the elevator is working, staff is considering the possibility of holding hybrid meetings and in person meetings at another location that can hold a 19-member Board meeting along a transit corridor. She reviewed some of the locations being considered including locations in San Rafael, Novato and Petaluma. She encouraged Board members to let her know about other possible meeting sites.

She noted that if the state of emergency is lifted that she hopes that public agencies would have some time in which to become compliant with the requirement to meet in person.

She added that staff is following AB 1944, legislation that would allow for hybrid meetings, and would not require Board members to post their remote locations.

President Theriault encouraged Board members who have other ideas about where to meet to contact Ms. Ko-Wong.

Director Garbarino stated she would reach out to Ms. Ko-Wong to discuss a potential facility.

**BOARD OF DIRECTORS MEETING
MARCH 25, 2022/PAGE 12**

Director Hill commented that he hoped that the Board meeting site would be accessible by public transit.

President Theriault concurred with Director Hill.

Directors GARBARINO/COCHRAN

Resolution No. 2022-023 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 (13): Directors Garbarino, Grosboll, Hernández, Mastin, Melgar, Pahre, Rabbitt, Rodoni, Snyder and Thier; Second Vice President Hill; First Vice President Cochran; President Theriault.

NOES (0): None.

ABSENT (4): Directors Arnold, Conroy, Giudice and Stefani.

(B) Consider Possible Action to Terminate the Suspension of Board Procedural Rules and Policies for COVID-19 Related Emergency Actions [1:36:59 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 (13): Directors Garbarino, Grosboll, Hernández, Mastin, Melgar, Pahre, Rabbitt, Rodoni, Snyder and Thier; Second Vice President Hill; First Vice President Cochran; President Theriault.

NOES (0): None.

ABSENT (4): Directors Arnold, Conroy, Giudice and Stefani.

(11) UNFINISHED BUSINESS:

There was no Unfinished Business to discuss.

(12) NEW BUSINESS:

There was no New Business to discuss.

(13) COMMUNICATIONS: [1:38:47 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:** [1:38:55 Hour Mark on the Audio Recording]

All business having been concluded Directors MELGAR/MASTIN moved and seconded that the meeting be adjourned at 11:41 a.m. in the memory of former Secretary of State Madeleine Albright, Richard Blum and Stephen Gale.

Carried

Respectfully submitted,

Amorette M. Ko-Wong
Secretary of the District

AMK:EIE:tnm

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AGENDA ITEM NO. 5.B.

**RATIFICATION OF PREVIOUS ACTIONS BY THE AUDITOR-CONTROLLER
FINANCE-AUDITING COMMITTEE OF APRIL 22, 2022**

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

(1) Staff Report

The previous actions by the Auditor-Controller were presented to the Finance-Auditing Committee for approval at the meeting of April 21, 2022. The staff report can be found on the District's web site at <https://www.goldengate.org/district/board-of-directors/meeting-documents>.

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