



2022-08

GOLDEN GATE BRIDGE, HIGHWAY AND TRANSPORTATION DISTRICT

MEMORANDUM OF MINUTES

BOARD OF DIRECTORS MEETING

AUGUST 26, 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 video recording that is posted online at:
<https://www.youtube.com/user/goldengatedistrict>.

The Board of Directors (Board) of the Golden Gate Bridge, Highway and Transportation District (District) met in regular session held virtually/remotely on Friday, August 26, 2022, at 10:02 a.m., President Theriault presiding.

- (1) CALL TO ORDER:** President Michael Theriault. **[00:20 Minutes Mark on the Video Recording]**
- (2) ROLL CALL:** Secretary of the District Amorette M. Ko-Wong. **[01:03 Minutes Mark on the Video Recording]**

Directors Present (12): Directors Garbarino, Giudice, Grosboll, Mastin, Pahre, Rabbitt, Rodoni, Snyder and Thier; Second Vice President Hill; First Vice President Cochran; President Theriault.

Directors Absent (4): Directors Arnold, Conroy, Hernández and Stefani.

[Note: On this date, there were three vacancies on the Board of Directors.]

Staff Present: General Manager Denis Mulligan; Auditor-Controller Joseph Wire; District Engineer Ewa Bauer-Furbush; Secretary of the District Amorette Ko-Wong; Attorneys Madeline Chun and Kimon Manolius; Deputy General Manager/Bridge Division David Rivera; Deputy General Manager/Bus Transit Division Mona Babauta; Deputy

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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.

At the conclusion of the Roll Call, Ms. Ko-Wong introduced a new member of her staff, Assistant Clerk of the Board Trainee Dean Ignacio. Mr. Ignacio stated he is honored to be an employee of the District and looks forward to many years of service.

(3) PLEDGE OF ALLEGIANCE: President Theriault [07:14 Minutes Mark on the Video 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: [07:36 Minutes Mark on the Video 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 are 14 members of the public who want to speak in the 30 minutes allotted by the Board.

President Theriault asked the people who were making public comments to limit their remarks to two minutes or less each. He requested a motion to extend Public Comment if necessary past 30 minutes.

Directors PAHRE/COCHRAN moved and seconded to extend Public Comment for longer than 30 minutes if necessary.

Carried

The following individuals spoke under Public Comment: **[09:19 Minutes Mark on the Video Recording]**

- Kymerlyrenée Gamboa, Sacramento County Resident
- Dave Rhody, The Climate Reality Project
- Kieran Culligan, Marin County Resident and Marin County Bicycle Coalition
- Kevin Gammon, San Francisco Resident
- Brian Wedge, Marin County Resident
- Susan Nawbary
- Dave Troup, Marin County Resident
- Nathan Cohen, Marin County Resident
- Dave Rhoads, Marin County Resident
- Holly French, San Francisco Bay Area Resident
- David Pilpel, San Francisco Resident
- Hilary Noll, Marin County Resident
- Warren Wells, Marin County Bicycle Coalition
- Jason Ford

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[35:37 Minutes Mark on the Video 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. He spoke about the District's commitment to safety as shown by numerous projects including the Suicide Deterrent System, Moveable Median Barrier and the railing between the Bridge sidewalk and roadway. He encouraged people who made public comments about safety on Alexander Avenue to join the Pedestrian and Bicycle Advisory Committee (PBAC), and he said that more information is available about the PBAC on the District's website at <https://www.goldengate.org/district/news-media>.

Director Grosboll inquired about the District's authority to add a bicycle lane on Alexander Avenue.

Mr. Mulligan responded to the Director's inquiry. He said that part of Alexander Avenue is within the jurisdiction of California Department of Transportation (Caltrans) and another part of it is within the jurisdiction of National Park Service (NPS). He indicated that the District would have to seek additional approval to expand its use of the roadway.

(5) CONSENT CALENDAR: [40:40 Minutes Mark on the Video Recording]

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

Directors SNYDER/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, Giudice, Grosboll, Mastin, Pahre, Rabbitt, Rodoni, Snyder and Thier; Second Vice President Hill; First Vice President Cochran; President Theriault.

NOES (0): None.

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

(A) Approve the Minutes of the following Meetings:

- (1) Transportation Committee of July 21, 2022;
- (2) Rules, Policy and Industrial Relations Committee of July 21, 2022;
- (3) Finance-Auditing Committee of July 21, 2022; and,
- (4) Board of Directors of July 22, 2022.

Carried

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

Resolution No. 2022-066 (as detailed in the August 25, 2022 Finance-Auditing Committee meeting)

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

Adopted

(6) REPORTS OF OFFICERS:

(A) General Manager [42:05 Minutes Mark on the Video Recording]

Mr. Mulligan presented the General Manager Report, and highlighted a number of items in the report including: 1) Clipper BayPass; 2) Update on the impacts of the COVID-19 pandemic on the District's revenue and the current levels of Bridge traffic and bus and ferry transit ridership; 3) Bay Area Council Employer Return to Work Survey (<https://public.flourish.studio/story/1635739>); and, 4) Recognition of Martin Melgar, Paul Fritz and Troy Thornton for their District service.

[40:25 Minutes Mark on the Video Recording]

Director Hill commented about improving safety on Alexander Avenue.

Director Mastin inquired about the repaving project and hillside slippage on Alexander Avenue.

Director Thier expressed appreciation for the public comments regarding safety on Alexander Avenue, and commented about improving safety on Alexander Avenue.

President Theriault spoke about the challenges of navigating a bicycle onto the Golden Gate Bridge.

Mr. Mulligan responded to the Directors' comments and inquiries. He stated that the District is in discussions with the National Park Service and Caltrans about improving the safety of the off ramp roadway at the northeast end of the Golden Gate Bridge. He added that the area is outside of the District's permitted area, but District representatives are committed to improving the safety of the area.

(B) Attorney [52:23 Minutes Mark on the Video Recording]

Attorney Kimon Manolius presented the Attorney Report, which was for informational purposes only and no action was required. He indicated a Closed Session would not be held at the conclusion of the meeting.

He reported that the District had a recent litigation victory in the *In re Toll Bridges Litigation: Sumatra Kendrick, an individual; Michelle Kelly, an individual and on behalf of herself and those similarly situated, v. Bay Area Toll Authority, Golden Gate Bridge, Highway and Transportation District, Xerox State and Local Solutions, Inc.; and Conduent State and Local Solutions, Inc.*, San Francisco Superior Court; Case Numbers CGC-17-562613, consolidated with CGC-18-568084 case. He said the court had denied class action certification for the case. He expressed appreciation for the efforts of Attorneys Alexandra Atencio and David Casarrubias. He added that other toll agencies in southern California had settled similar cases for \$217 million.

(C) District Engineer [54:15 Minutes Mark on the Video Recording]

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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 of the Suicide Deterrent System (SDS) project, Administration Building Elevator Replacement project, and Larkspur Ferry Terminal Berth and Channel Maintenance Dredging project.

President Theriault stated the complete District Engineer Report is available as part of the Building and Operating Committee meeting materials.

(7) OTHER REPORTS:

There were no other reports to discuss.

(8) REPORT OF COMMITTEES: [59:53 Minutes Mark on the Video Recording]

**(A) Meeting of the Transportation Committee/Committee of the Whole [1:00:01 Hour Mark on the Video Recording]
August 25, 2022
Vice Chair Bert Hill**

President Theriault stated that the following item was discussed at the Transportation Committee meeting of the day before.

(1) Approve Execution of an Inter-agency Agreement with Marin Transit for Local Fixed-Route Bus Services [1:00:33 Hour Mark on the Video Recording]

Vice Chair Hill expressed appreciation for the people who participated in the effort to achieve this agreement.

Directors HILL/THIER

Resolution No. 2022-067 approves execution of an inter-agency agreement between the Marin County Transit District and the Golden Gate Bridge, Highway and Transportation District (District) for the District's provision of local fixed-route bus service in Marin County for a three-year and nine-month term, commencing October 1, 2022 (FY 2022-23), with two additional one-year options.

Adopted

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

NOES (0): None.

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

**(B) Meeting of the Building and Operating Committee/Committee of the Whole [1:02:17 Hour Mark on the Video Recording]
August 25, 2022**

Chair Patricia Garbarino

President Theriault stated that the following items were discussed in detail at the Building and Operating Committee meeting of the day before.

Chair Garbarino said the Committee had an engaged meeting and thoughtful discussions.

- (1) **Approve Actions Relative to Execution of Professional Services Agreement No. 2022-B-061, Golden Gate Bridge Strong Motion Instrumentation Program, with the State of California, Division of Mines and Geology [1:02:57 Hour Mark on the Video Recording]**

Directors GARBARINO/PAHRE

Resolution No. 2022-068 approves the following actions relative to Professional Services Agreement (PSA) No. 2022-B-061, *Golden Gate Bridge Strong Motion Instrumentation Program*:

- (a) Authorizes execution of PSA No. 2022-B-061, *Golden Gate Bridge Strong Motion Instrumentation Program*, with the State of California, Division of Mines and Geology, in an amount not to exceed \$125,248.00 to perform for three years monitoring, testing, inspections and repairs of the Golden Gate Bridge seismic instrumentation system; and,
- (b) Establishes a 10% contingency for PSA No. 2022-B-061, in the amount of \$12,525;

with the understanding that sufficient funds are available in FY 22/23 Bridge Division Operating Budget and that sufficient funds will be budgeted in the FY 23/24 and FY 24/25 Bridge Division Operating Budget for these services.

Adopted

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

NOES (0): None.

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

- (2) **Approve Actions Relative to Professional Services Agreement No. 2017-D-30, San Rafael Transportation Center Relocation Analysis, Environmental Clearance, and Preliminary Design, with Kimlev-Horn and Associates [1:04:50 Hour Mark on the Video Recording]**

Directors GARBARINO/SNYDER

Resolution No. 2022-069 approves the following actions relative to Professional Services Agreement (PSA) No. 2017-D-30, *San Rafael Transportation Center Relocation Analysis, Environmental Clearance, and Preliminary Design*:

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- (a) Authorizes execution of the Third Amendment to PSA No. 2017-D-30, *San Rafael Transportation Center Relocation Analysis, Environmental Clearance, and Preliminary Design*, with Kimley-Horn and Associates in an amount not to exceed \$1,647,259 for continuation of consulting services;
- (b) Increases the project contingency by \$104,026, to a total of \$368,289, which is equal to 10% of the sum of the contract amount (\$2,035,630) plus the amount of the Third Amendment (\$1,647,259); and,
- (c) Authorizes a budget increase of \$1,751,285 in the FY 22/23 Bus Division Capital Budget for Project #1717, for a revised total project budget of \$4,658,178, in concurrence with the Finance/Auditing Committee.

Adopted

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

NOES (0): None.

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

- (3) **Approve Award of Contract No. 2022-F-012, Engineering and Detailed Design Services for the Construction of a New Build Ferry, to Aurora Marine Design** [1:06:57 Hour Mark on the Video Recording]

Directors GARBARINO/COCHRAN

Resolution No. 2022-070 approves award of Contract No. 2022-F-012, *Engineering and Detailed Design Services for the Construction of a New Build Ferry*, to Aurora Marine Design of San Diego, CA, to provide detailed design and engineering services for the construction of a new build ferry for a total not-to-exceed amount of \$1,943,173.50.

Adopted

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

NOES (0): None.

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

- (C) **Meeting of the Finance-Auditing Committee** [1:08:35 Hour Mark on the Video Recording]
August 25, 2022
Chair David Rabbitt

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

- (1) **Approve Establishment of a New Project, Suicide Deterrent System Rescue Training Net Project, in the Fiscal Year 22/23 Bridge Division Capital Budget** [1:09:00 Hour Mark on the Video Recording]

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Directors RABBITT/GIUDICE

Resolution No. 2022-071 approves establishing a new Bridge Division Capital Project, Project #2321, *Suicide Deterrent System Rescue Training Net Project*, in the Fiscal Year 22/23 Bridge Division Capital budget with a total budget of \$824,000, to be 100% financed with the District's Capital Reserves, for the construction of the rescue training net at the Southern Marin Fire Department facility in Mill Valley, California.

Adopted

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

NOES (0): None.

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

(2) **Authorize Execution of the 2022 Amended and Restated Clipper Memorandum of Understanding** [1:10:38 Hour Mark on the Video Recording]

Directors RABBITT/HILL

Resolution No. 2022-072 authorizes the Golden Gate Bridge, Highway and Transportation District's (District) General Manager, or designee, to execute the 2022 Amended and Restated Clipper® Memorandum of Understanding with the Metropolitan Transportation Commission (MTC) and all other transit operators using the Clipper fare collection system.

Adopted

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

NOES (0): None.

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

(3) **Authorize Execution of a Professional Services Agreement Relative to Request for Proposals No. 2022-D-009, External Audit Services, with Eide Bailly, LLP** [1:12:06 Hour Mark on the Video Recording]

Directors RABBITT/MASTIN

Resolution No. 2022-073 authorizes the execution of Professional Services Agreement (PSA) pursuant to Request for Proposals (RFP) No. 2022-D-009, *External Audit Services*, with Eide Bailly, LLP (EB) of Menlo Park, CA, in the amount of \$275,436 for a three-year term with two one-year options to be exercised at the discretion of the General Manager or his/her designee, in the amount of \$95,509 for year four and in the amount of \$97,419 for year five, with the understanding requisite funds are available in the District Division Operating Budget and will be budgeted accordingly for future years.

Adopted

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- AYES (12):** Directors Garbarino, Giudice, Grosboll, Mastin, Pahre, Rabbitt, Rodoni, Snyder and Thier; Second Vice President Hill; First Vice President Cochran; President Theriault.
- NOES (0):** None.
- ABSENT (4):** Directors Arnold, Conroy, Hernández and Stefani.

[Directors Grosboll and Snyder departed.]

- (4) **Approve Actions Relative to the Renewal of Vision, Dental, Life Insurance and Employee Assistance Plans [1:14:32 Hour Mark on the Video Recording]**

Directors RABBITT/COCHRAN

Resolution No. 2022-074 approves premium rates for Golden Gate Bridge, Highway and Transportation District's (District) Vision, Dental, Life Insurance and Employee Assistance plans for the six-month period of July 1 through December 31, 2022, at an overall estimated renewal cost of \$1,515,000, with the understanding that requisite funding is included in the FY 22/23 Operating Budget.

Adopted

- AYES (10):** Directors Garbarino, Giudice, Mastin, Pahre, Rabbitt, Rodoni and Thier; Second Vice President Hill; First Vice President Cochran; President Theriault.
- NOES (0):** None.
- ABSENT (6):** Directors Arnold, Conroy, Grosboll, Hernández, Snyder and Stefani.

[Directors Grosboll and Snyder returned.]

- (9) **ADDRESSES TO BOARD:**

There were no addresses to the Board.

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

- (A) **Authorize a Resolution of Appreciation to Myrna Melgar in Recognition of her Dedicated Service as Director of the Golden Gate Bridge, Highway and Transportation District Board [1:16:29 Hour Mark on the Video Recording]**

Secretary of the District Amorette Ko-Wong presented the staff report.

President Theriault expressed appreciation for former Director Melgar's service and her contributions to various projects.

President THEIRAULT/Director THIER

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Resolution No. 2022-075 approves the preparation and presentation of a Resolution of Appreciation to Myrna Melgar in recognition of her dedicated service as a Golden Gate Bridge District Director.

Adopted

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

NOES (0): None.

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

(B) 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 [1:18:28 Hour Mark on the Video Recording]

Secretary of the District Amorette Ko-Wong presented the staff report.

Directors GARBARINO/MASTIN

Resolution No. 2022-076 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 (12): Directors Garbarino, Giudice, Grosboll, Mastin, Pahre, Rabbitt, Rodoni, Snyder and Thier; Second Vice President Hill; First Vice President Cochran; President Theriault.

NOES (0): None.

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

(C) Consider Possible Action to Terminate the Suspension of Board Procedural Rules and Policies for COVID-19 Related Emergency Actions [1:20:02 Hour Mark on the Video Recording]

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

Carried

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

NOES (0): None.

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

(11) UNFINISHED BUSINESS:

There was no unfinished business.

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(12) NEW BUSINESS:

There was no new business.

(13) COMMUNICATIONS: [1:21:31 Hour Mark on the Video 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

President Theriault thanked First Vice President Cochran for filling in for him at the Board meeting of the prior month.

(14) ADJOURNMENT: [1:22:05 Hour Mark on the Video Recording]

All business having been concluded Directors SNYDER/GARBARINO moved and seconded that the meeting be adjourned at 11:24 a.m. in the memory of Judith Mae Borello.

Carried

Respectfully submitted,



Amorette M. Ko-Wong
Secretary of the District

AMK:EIE:tnm