



Agenda Item No. (5)

**BOARD OF DIRECTORS MEETING**  
**FRIDAY, SEPTEMBER 23, 2022**

**(5) CONSENT CALENDAR:**

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

- (1) Transportation Committee of August 25, 2022;
- (2) Building and Operating Committee of August 25, 2022;
- (3) Finance-Auditing Committee of August 25, 2022; and,
- (4) Board of Directors of August 26, 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, August 2022

**Resolution**

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August 25, 2022



**MINUTES OF THE TRANSPORTATION 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 video recording that is posted online at:  
<https://www.youtube.com/user/goldengatedistrict>.**

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

Honorable Members:

A meeting of the Transportation Committee/Committee of the Whole (Committee) of the Golden Gate Bridge, Highway and Transportation District (District) was held virtually/remotely on Thursday, August 25, 2022, at 9:01 a.m., Vice Chair Hill presiding.

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

**Committee Members Present (7):** Vice Chair Hill; Directors Mastin, Rabbitt, Rodoni, Snyder and Thier; President Theriault.

**Committee Member Absent (1):** Chair Arnold.

**Other Directors Present (5):** Directors Cochran, Garbarino, Grosboll, Hernández and Pahre.

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

**Committee of the Whole Members Absent (4):** Directors Arnold, Conroy, Giudice and Stefani.

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

**TRANSPORTATION COMMITTEE/COMMITTEE OF THE WHOLE  
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**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 General Manager/Administration and Development Kellee Hopper; Bus Division Operations Control Center Manager Hitham Hamdon; Executive Administrator to the General Manager Justine Bock; Senior Board Analyst Elizabeth Eells.

Copies of all reports and presentations 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 Snyder arrived.]

- (3) **Report of District Advisory Committees [03:36 Minutes Mark on the Video Recording]**
- (a) **Advisory Committee on Accessibility; (b) Bus Passengers Advisory Committee; and (c) Ferry Passengers Advisory Committee**

The staff report was for informational purposes only and no action was taken.

- (4) **Approve Execution of an Inter-agency Agreement with Marin Transit for Local Fixed-Route Bus Services [05:12 Minutes Mark on the Video Recording]**

Bus Division Operations Control Center Manager Hitham Hamdon presented the staff report.

**[08:19 Minutes Mark on the Video Recording]**

Vice Chair Hill expressed appreciation for the staff report.

Director Mastin inquired about the fiscal impact and the hourly rate increase.

Director Rodoni expressed appreciation for the staff from the District and Marin Transit that negotiated the agreement.

Director Thier echoed Director Rodoni's comments, and expressed appreciation for the path to electrification that is outlined in the agreement.

The following individual spoke under public comment: **[12:14 Minutes Mark on the Video Recording]**

- David Pilpel, San Francisco Resident

- (a) **Action by Committee**

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

**RECOMMENDATION**

The Transportation Committee/Committee of the Whole recommends that the Board of Directors approve 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 with two additional one-year options.

**Action by the Board at its meeting of August 26, 2022 – Resolution**

**AYES (12):** Directors Garbarino, Grosboll, Hernández, 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, Giudice and Stefani.

**(5) Monthly Report on Bridge Traffic, Transit Ridership Trends, and Transit Service Performance [17:41 Minutes Mark on the Video Recording]**

General Manager Denis Mulligan presented the staff report, which was for informational purposes only and no action was taken. He outlined how staff updated the report and some of the new features. He highlighted how the current traffic and ridership figures compare to pre-pandemic figures. He said that ferry ridership is boosted by recreational travel to ball games and Angel Island, and bus ridership has rebounded to some extent but not as much as ferry ridership. He explained that picking up and dropping off passengers within San Francisco contributes to the District's statistics and eligibility for funding.

**[23:10 Minutes Mark on the Video Recording]**

Director Rabbitt inquired about how the District's transit ridership compares to other transit agencies.

Director Thier expressed appreciation for the staff report, and inquired about ridership growth projections.

Director Grosboll inquired about complaints related to bus and ferry transit service changes.

Mr. Mulligan responded to the Directors' inquiries. He stated that like other transit agencies, the District has seen more growth in local travel, and less growth in commuter travel. He said that the Bay Area Council Employer Return to Work Survey (<https://public.flourish.studio/story/1635739>), which is referenced in his General Manager Report, has ridership growth projections.

**(6) Monthly Report on Activities Related to Marin Transit [30:55 Minutes Mark on the Video Recording]**

General Manager Denis Mulligan presented the staff report, which was for informational

**TRANSPORTATION COMMITTEE/COMMITTEE OF THE WHOLE  
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purposes only and no action was taken.

**(7) Public Comment**

There was no Public Comment.

**(8) Adjournment [31:35 Minutes Mark on the Video Recording]**

All business having been concluded, **Directors RABBITT/THERIAULT** moved and seconded that the meeting be adjourned at 9:32 a.m.

**Carried**

Respectfully submitted,

Elbert Hill, Vice Chair  
Transportation Committee

EH:AMK:EIE:tnm

DRAFT

August 25, 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 video recording that is posted online at:  
<https://www.youtube.com/user/goldengatedistrict>.**

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) met in regular session held virtually/remotely on Thursday, August 25, 2022, at 9:37 a.m., Chair Garbarino presiding.

- (1) **Call to Order:** 9:37 a.m. **[0:21 Minutes Mark on the Video Recording]**
- (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 (5):** Directors Giudice, Grosboll, Hill, Rodoni and Snyder.

**Committee of the Whole Members Present (13):** Directors Garbarino, Giudice, Grosboll, Hernández, Mastin, Pahre, Rabbitt, Rodoni, Snyder and Thier; Second Vice President Hill; First Vice President Cochran; President Theriault.

**Committee of the Whole Members Absent (3):** Directors Arnold, Conroy 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 General Manager/Administration and Development Kellee Hopper; Director of Planning Ron Downing; Director of Engineering and Maintenance/Ferry Division Michael Hoffman; Manager of Traffic Engineering and Transit Facilities Raymond Santiago; 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 Departed]**

- (3) **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 [03:43 Minutes Mark on the Video Recording]**

District Engineer Ewa Bauer-Furbush presented the staff report.

**[09:34 Minutes Mark on the Video Recording]**

Director Rabbitt inquired about how the District could utilize the sensor measurements.

Ms. Bauer-Furbush responded to the Director's inquiries. She clarified the District uses the sensor measurements to evaluate real-world applications including wind forces and seismic movements.

(a) **Action by the Committee**

Staff recommended and the Committee concurred by motion made and seconded by **Directors RABBITT/THIER** 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 Professional Services Agreement (PSA) No. 2022-B-061, *Golden Gate Bridge Strong Motion Instrumentation Program*:

- (i) Authorize 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 to perform for three years monitoring, testing, inspections and repairs of the Golden Gate Bridge seismic instrumentation system; and,
- (ii) Establish 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.



**Action by the Board at its meeting of August 26, 2022 – Resolution**

**AYES (12):** Directors Garbarino, Grosboll, Hernández, 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, Giudice and Stefani.

**[Director Cochran Departed]**

**(4) Approve Actions Relative to Professional Services Agreement No. 2017-D-30, San Rafael Transportation Center Relocation Analysis, Environmental Clearance, and Preliminary Design, with Kimley-Horn and Associates [12:27 Minutes Mark on the Video Recording]**

Director Hill stated that his son is a City of San Rafael Councilmember and he has confirmed this issue does not pose a conflict of interest that would prevent him from participating in this item. He stated that he will participate in the item and evaluate items of this type in the future.

Director of Planning Ron Downing introduced Manager of Traffic Engineering and Transit Facilities Raymond Santiago, who presented the staff report.

**[18:48 Minutes Mark on the Video Recording]**

Director Mastin inquired about the Disadvantaged Business Enterprise percentage for the project.

Director Rodoni expressed appreciation for the additional budget for outreach to people, and he inquired about the timing of the next public update regarding the project.

Mr. Mulligan responded to the Directors' inquiries. He stated that District and City attorneys would be meeting to determine if any recent developments trigger a legal obligation to reissue the Draft Environmental Impact Report (EIR), and then, District and City leadership would meet to discuss the Draft EIR and next steps. He expressed optimism that a Final EIR would be available in the near future.

The following individual spoke under public comment: **[21:28 Minutes Mark on the Video Recording]**

- David Pilpel, San Francisco Resident

**(a) Action by the Committee**

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

**RECOMMENDATION**

**BUILDING AND OPERATING COMMITTEE/COMMITTEE OF THE WHOLE  
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The Building and Operating Committee/Committee of the Whole recommends that the Board of Directors (Board) approve the following actions relative to Professional Services Agreement (PSA) No. 2017-D-30, *San Rafael Transportation Center Relocation Analysis, Environmental Clearance, and Preliminary Design*:

- (i) Authorize 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;
- (ii) Increase 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,
- (iii) Authorize 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.

This matter will be presented to the Finance-Auditing Committee at its meeting of August 25, 2022, for concurrence.

**Action by the Board at its meeting of August 26, 2022 – Resolution  
Refer to Finance-Auditing Committee meeting of August 25, 2022**

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

**NOES (0):** None.

**ABSENT (5):** Directors Arnold, Conroy, Giudice and Stefani; First Vice President Cochran.

**[Directors Cochran and Giudice returned.]**

- (5) **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* [24:08 Minutes Mark on the Video Recording]**

Director of Engineering and Maintenance/Ferry Division Michael Hoffman presented the staff report. He stated that the project team would diligently evaluate possible zero emission ferry propulsion technologies.

**[29:52 Minutes Mark on the Video Recording]**

Chair Garbarino and Directors Mastin and Thier expressed appreciation for the team's efforts to evaluate zero emission ferry propulsion technologies and infrastructure.

Director Hill commented about the meaning of clean and hybrid propulsion and requested that the team start to consider the required charging infrastructure for electric ferries.

Director Mastin inquired about the expected life span of the new ferry. He also inquired about the infrastructure requirements of having a fleet that uses both fossil fuels and zero emission ferry propulsion technologies.

**BUILDING AND OPERATING COMMITTEE/COMMITTEE OF THE WHOLE  
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Director Pahre inquired about the possibility that the ferry could be out of date by the time it is built and delivered in about three years. She commented about the changing propulsion industry.

Director Thier echoed Director Pahre's comments, and expressed appreciation for staff's efforts to create a vessel that could be modified to have electric propulsion in the future. She also encouraged staff to come back to the Board for additional action if new cleaner propulsion technology becomes available during the design phase.

Director Grosboll inquired about the cost of designing the new ferry vessel, and he expressed appreciation for the high percentage of Small Business Enterprise participation.

Mr. Hoffman and Mr. Mulligan responded to the inquiries. Mr. Hoffman stated that staff have considered the infrastructure requirements for the fleet in the future. Mr. Mulligan stated that the Metropolitan Transportation Commission and transit operators are initiating a study to evaluate how the transit agencies could have regional purchasing power and inter-operability for buses and ferries. He also spoke about how California Air Resources Board (CARB) regulations require the District to invest in lower emission technologies in the near term, and possibly convert it to all-electric propulsion for the long term.

**(a) Action by the Committee**

Staff recommended and the Committee concurred by motion made and seconded by **Directors RABBITT/THIER** 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 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.

**Action by the Board at its meeting of August 26, 2022 – Resolution**

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

**NOES (0):** None.

**ABSENT (3):** Directors Arnold, Conroy and Stefani.

**(6) Status Report from Board Appointee(s) on Sonoma-Marin Area Rail Transit Board  
[42:38 Minutes Mark on the Video 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 Rabbitt and Pahre added to her report.

**BUILDING AND OPERATING COMMITTEE/COMMITTEE OF THE WHOLE  
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Director Hill expressed appreciation for Sonoma County putting a limit on the number of gas stations.

**(7) Status Report on Engineering Projects [50:55 Minutes Mark on the Video Recording]**

District Engineer Ewa Bauer-Furbush presented a status report, which was for informational purposes only and no action was taken. She stated that the District Engineer Report should state that fabrication of the new travelers has not yet begun on page 6 (page 22 of the meeting packet).

**(8) Public Comment**

There was no Public Comment.

**(9) Adjournment [52:23 Minutes Mark on the Video Recording]**

All business having been concluded, Directors THIER/MASTIN moved and seconded that the meeting be adjourned at 10:29 a.m.

**Carried**

Respectfully submitted,

Patricia Garbarino, Chair  
Building and Operating Committee

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August 25, 2022



**MINUTES OF THE FINANCE-AUDITING 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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<https://www.youtube.com/user/goldengatedistrict>.**

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) met in regular session held virtually/remotely on Thursday, August 25, 2022, at 10:35 a.m., Chair Rabbitt presiding.

- (1) **Call to Order:** 10:35 a.m. **[00:25 Minutes Mark on the Video Recording]**
- (2) **Roll Call:** Secretary of the District Amorette M. Ko-Wong.

**Committee Members Present (8):** Chair Rabbitt; Vice Chair Pahre; Directors Cochran, Giudice, Grosboll, Hernández and Mastin; President Theriault.

**Committee Members Absent (0):** None.

**Other Directors Present (5):** Directors Garbarino, Hill, Rodoni, Snyder and Thier.

**Committee of the Whole Members Present (13):** Directors Garbarino, Giudice, Grosboll, Hernández, Mastin, Pahre, Rabbitt, Rodoni, Snyder and Thier; Second Vice President Hill; First Vice President Cochran; President Theriault.

**Committee of the Whole Members Absent (3):** Directors Arnold, Conroy 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 Manoli; Deputy General Manager/Bridge Division

**FINANCE-AUDITING COMMITTEE/COMMITTEE OF THE WHOLE  
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David Rivera; Deputy General Manager/Bus Transit Division Mona Babauta; Deputy General Manager/Administration and Development Kellee Hopper; Director of Budget and Electronic Revenue Jennifer Mennucci; Director of Accounting Cody Smith; 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) Ratification of Previous Actions by the Auditor-Controller [03:09 Minutes Mark on the Video Recording]**

PFM Senior Managing Consultant Wale Kajopaiye presented the Investment Report. He spoke about opportunities presented by the current market, and stated PFM representatives are investing prudently.

**[08:35 Minutes Mark on the Video Recording]**

Chair Rabbitt inquired about the technical definition of a recession and the forces that trigger the recognition of a recession. He expressed appreciation for PFM's efforts on the District's portfolio.

Mr. Kajopaiye and Mr. Wire responded to the Chair's inquiry.

**(a) Action by the Committee**

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

**RECOMMENDATION**

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

- (i) There are no commitments and/or expenditures to ratify for the period of July 1, 2022 through July 31, 2022;
- (ii) Ratify investments made during the period July 12, 2022 through August 15, 2022;
- (iii) Authorize the reinvestment, within the established policy of the Board, of any investments maturing between August 15, 2022 and September 12, 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 July 2022.

**Action by the Board at its meeting of August 26, 2022 – Resolution**

**CONSENT CALENDAR**

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

**NOES (0):** None.

**ABSENT (3):** Directors Arnold, Conroy and Stefani.

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

**(a) Budget Increase in the FY 22/23 Bus Division Capital Budget for Project #1717, San Rafael Transportation Center Relocation Analysis, Environmental Clearance, and Preliminary Design [12:07 Minutes Mark on the Video Recording]**

**(i) 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 and Auditing Committee/Committee of the Whole recommends, in concurrence with the Building and Operating Committee at its August 25, 2022 meeting, that the Board of Directors authorize a budget increase in the FY 22/23 Bus Division Capital Budget relative to Project #1717, *San Rafael Transportation Center Relocation Analysis, Environmental Clearance, And Preliminary Design*, in the amount of \$1,751,285.

**Action by the Board at its meeting of August 26, 2022 – Resolution Refer to Building and Operating Committee meeting of August 25, 2022**  
**NON-CONSENT CALENDAR**

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

**NOES (0):** None.

**ABSENT (3):** Directors Arnold, Conroy and Stefani.

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

No actions required authorization.

**(6) Approve Establishment of a New Project, Suicide Deterrent System Rescue Training Net Project, in the Fiscal Year 22/23 Bridge Division Capital Budget [14:02 Minutes Mark on the Video Recording]**

District Engineer Ewa Bauer-Furbush presented the staff report.

**[18:29 Minutes Mark on the Video Recording]**

Director Thier spoke about the importance of the training and expressed appreciation for staff's work on the project.

Chair Rabbitt inquired about future costs related to the training facility.

Ms. Bauer-Furbush responded to the comments and inquiry.

**(a) Action by the Committee**

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

**RECOMMENDATION**

The Finance-Auditing Committee/Committee of the Whole recommends that the Board of Directors approve 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.

**Action by the Board at its meeting of August 26, 2022 – Resolution  
NON-CONSENT CALENDAR**

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

**NOES (0):** None.

**ABSENT (3):** Directors Arnold, Conroy and Stefani.

[Director Garbarino departed]

**(7) Authorize Execution of the 2022 Amended and Restated Clipper Memorandum of Understanding [21:23 Minutes Mark on the Video Recording]**

Director of Budget and Electronic Revenue Jennifer Mennucci presented the staff report. She spoke about how the District was one of the first agencies to participate in the Clipper program, which started 15 years beforehand.

**[24:02 Minutes Mark on the Video Recording]**

Chair Rabbitt expressed appreciation for the report.

Director Hernández expressed appreciation for Ms. Mennucci and her team's



contributions to the Clipper program including the next generation of the system.

The following individual spoke under public comment: **[25:06 Minutes Mark on the Video Recording]**

- David Pilpel, San Francisco Resident

Chair Rabbitt requested Ms. Mennucci comment on the Clipper accounting system changes, and he commented on the Clipper system.

Director Hill stated the updated Clipper program will streamline the riders experience with fares, and expressed appreciation for Ms. Mennucci and her team's contributions to the updated Clipper program.

Ms. Mennucci and Mr. Mulligan responded to the comments and inquiries. Mr. Mulligan clarified that the updated Clipper program will not give the Metropolitan Transportation Commission the authority to set the District's fares.

**(a) Action by the Committee**

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

**RECOMMENDATION**

The Finance-Auditing Committee/Committee of the Whole recommends that the Board of Directors authorize 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.

**Action by the Board at its meeting of August 26, 2022 – Resolution  
NON-CONSENT CALENDAR**

**AYES (12):** Directors Giudice, Grosboll, Hernández, 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, Garbarino and Stefani.

[Director Snyder departed.]

**(8) Authorize Execution of a Professional Services Agreement Relative to Request for Proposals No. 2022-D-009, External Audit Services, with Eide Bailly, LLP [33:20 Minutes Mark on the Video Recording]**

Director of Accounting Cody Smith presented the staff report.

**[36:03 Minutes Mark on the Video Recording]**

Chair Rabbitt expressed appreciation for the report.

Director Pahre inquired about the current auditor and District policies that might require rotation of audit firms.

Mr. Smith responded to the inquiry. He said the District does not have any policies to require rotation of the audit firm. He said the Securities and Exchange Commission (SEC) and Government Finance Officers Association (GFOA) require a rotation of partners overseeing the audit and the team.

**(a) Action by the Committee**

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

**RECOMMENDATION**

The Finance-Auditing Committee/Committee of the Whole recommends the Board of Directors authorize 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.

**Action by the Board at its meeting of August 26, 2022 – Resolution  
NON-CONSENT CALENDAR**

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

**NOES (0):** None.

**ABSENT (5):** Directors Arnold, Conroy, Garbarino, Snyder and Stefani.

**[Director Snyder returned.]**

**(9) Approve Actions Relative to the Renewal of Vision, Dental, Life Insurance and Employee Assistance Plans [38:54 Minutes Mark on the Video Recording]**

Directors Hernández, Grosboll and Snyder stated they were recusing themselves due to possible conflicts related to this item.

**[Directors Hernández, Grosboll and Snyder departed, and the Committee of the Whole became a Committee.]**

Deputy General Manager/Administration and Development Kellee Hopper presented the staff report. She stated that employees have used the Optum Health benefits more frequently, and indicated that Bridge Security utilizes Optum Health counselling services after critical incidents at the Bridge.

**[43:04 Minutes Mark on the Video Recording]**

Chair Rabbitt expressed appreciation for Ms. Hopper and her team's work on the renewals.

**(b) Action by the Committee**

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

**RECOMMENDATION**

The Finance-Auditing Committee recommends the Board of Directors approve 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. Requisite funding is included in the FY 22/23 Operating Budget.

**Action by the Board at its meeting of August 26, 2022 – Resolution  
NON-CONSENT CALENDAR**

**AYES (6):** Chair Rabbitt; Vice Chair Pahre; Directors Cochran, Giudice and Mastin; President Theriault.

**NOES (0):** None.

**ABSENT (2):** Directors Grosboll and Hernández.

**[Directors Hernández, Grosboll and Snyder returned, and the Committee became a Committee of the Whole.]**

**(10) Status Report on the FY 22/23 Budget [45:01 Minutes Mark on the Video Recording]**

Auditor-Controller Joseph Wire presented the staff report, which was for informational purposes only and no action was taken. He spoke about the Budget deficit, and how the District is balancing its budget with emergency federal one time funding. He said that Bridge traffic revenue is lower than anticipated, and Bus and Ferry ridership revenue is slightly higher than anticipated in July.

The following individual spoke under public comment: **[48:57 Minutes Mark on the Video Recording]**

- David Pilpel, San Francisco Resident

Chair Rabbitt stated that the Board members also wish President Theriault a speedy

recovery and return to good health.

- (11) **Monthly Review of Golden Gate Bridge Traffic/Tolls and Bus and Ferry Transit Patronage/Fares (for One Month Ending July 2022)** [51:13 Minutes Mark on the Video 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 results for the month. He said that Bridge traffic was about the same as 2021, bus ridership was higher than last year, and ferry ridership had increased.

- (12) **Monthly Review of Financial Statements (for One Month Ending July 2022)** [55:19 Minutes Mark on the Video 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 stated that Bridge revenue was a bit higher than the prior year because of the toll increase.

[58:36 Minutes Mark on the Video Recording]

Chair Rabbitt inquired about the District's financial results in relationship to the Consumer Price Index (CPI).

Mr. Wire responded that staff would provide some information about how the CPI has affected the District's finances with the District's long range financial projections in the near future.

- (13) **Closed Session** [1:02:25 Hour Mark on the Video Recording]

Attorney Kimon Manolius, at the request of Chair Rabbitt, stated that the Committee would convene in Closed Session, as permitted by the Brown Act, to discuss the following matter listed on the Agenda as Item No. 13 (a):

- (a) **Conference with Legal Counsel – Existing Litigation**  
Pursuant to Government Code Section 54956.9(a)  
**Report of Athens Administrators, Inc.**  
(i) *Anselmo Cubias v. Golden Gate Bridge, Highway and Transportation District.*  
(ii) *Ronald Dunn v. Golden Gate Bridge, Highway and Transportation District.*  
(iii) *Adrienne Lipstrom v. Golden Gate Bridge, Highway and Transportation District.*  
(iv) *Robin Plourde v. Golden Gate Bridge, Highway and Transportation District.*

[President Theriault departed.]

**[1:30:03 Hour Mark on the Video Recording]**

After Closed Session, Chair Rabbitt called the meeting to order in Open Session with a quorum present. Attorney Kimon Manolius stated that the Committee had met in Closed Session, as permitted by the Brown Act, to discuss the above listed matters. He reported that the Committee gave the negotiators guidance about how to proceed with the matters.

**(14) Public Comment**

There were no public comments.

**(15) Adjournment [1:30:31 Hour Mark on the Video Recording]**

All business having been concluded Directors GIUDICE/COCHRAN moved and seconded that the meeting be adjourned at 12:06 p.m.

**Carried**

Respectfully submitted,

David Rabbitt, Chair  
Finance-Auditing Committee

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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

**BOARD OF DIRECTORS MEETING  
AUGUST 26, 2022/PAGE 2**

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



**BOARD OF DIRECTORS MEETING  
AUGUST 26, 2022/PAGE 3**

**[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):** Director 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]**

**BOARD OF DIRECTORS MEETING  
AUGUST 26, 2022/PAGE 5**

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):** Director 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):** Director 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*:

**BOARD OF DIRECTORS MEETING  
AUGUST 26, 2022/PAGE 7**

- (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):** Director 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):** Director 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]

**Directors RABBITT/GUIDICE**

**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):** Director 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):** Director 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**

**BOARD OF DIRECTORS MEETING  
AUGUST 26, 2022/PAGE 9**

- 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):** Director 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):** Director 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**

**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):** Director 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):** Director 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):** Director Arnold, Conroy, Hernández and Stefani.

**(11) UNFINISHED BUSINESS:**

There was no unfinished business.

**(12) NEW BUSINESS:**

There was no new business.



**BOARD OF DIRECTORS MEETING  
AUGUST 26, 2022/PAGE 11**

**(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

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**AGENDA ITEM NO. 5.B.  
RATIFICATION OF PREVIOUS ACTIONS BY THE AUDITOR-CONTROLLER  
FINANCE-AUDITING COMMITTEE OF SEPTEMBER 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 September 22, 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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