

December 15, 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.

**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 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, December 15, 2022, at 11:06 a.m., with Vice Chair Pahre presiding until the arrival of Chair Rabbitt.

- (1) **Call to Order:** 11:06 a.m. **[00:23 Minutes Mark on the Video Recording]**
- (2) **Roll Call:** Secretary of the District Amorette M. Ko-Wong. **[01:17 Minutes Mark on the Video Recording]**

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 (4): Directors Garbarino, Hill, Snyder and Thier.

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

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

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

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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; 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.

[Chair Rabbitt arrived.]

(3) Ratification of Previous Actions by the Auditor-Controller [03:39 Minutes Mark on the Video Recording]

PFM Senior Managing Consultant Wale Kajopaiye presented the Investment Report.

[10:32 Minutes Mark on the Video Recording]

Vice Chair Pahre expressed appreciation to the PFM team and District staff for their efforts.

(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 that the Board of Directors approve the following actions:

- (i) There are no commitments and/or expenditures to ratify for the period of November 1, 2022 through November 30, 2022;
- (ii) Ratify investments made during the period November 8, 2022 through December 5, 2022;
- (iii) Authorize the reinvestment, within the established policy of the Board, of any investments maturing between December 5, 2022 and January 16, 2023 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 November 2022.

**Action by the Board at its meeting of December 16, 2022 – Resolution
CONSENT CALENDAR**

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

NOES (0): None.

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

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

No actions required authorization.

(5) Authorize Actions Related to Grant Programs

No actions required authorization.

(6) Approve Actions Relative to the Renewal of Vision, Dental, Life Insurance and Employee Assistance Plans [13:03 Minutes Mark on the Audio Recording]

[Directors Grosboll, Hernández and Snyder stated they have potential conflicts relative to the above listed item, recused themselves and departed.]

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

[17:06 Minutes Mark on the Video Recording]

Chair Rabbitt expressed appreciation for the report and staff's work. He inquired about the cost trend increases from year to year, and commented about what he thought were acceptable increases each year.

Ms. Hopper responded to the Chair's inquiry.

(a) Action by the Committee

Staff recommended and the Committee concurred by motion made and seconded by **Directors GIUDICE/PAHRE** 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 premium rates for the Golden Gate Bridge, Highway and Transportation District's (District) Vision, Dental, Life Insurance and Employee Assistance plans for the 2023 Plan Year, at an overall estimated renewal cost of \$2,990,000. Requisite funding is included in the FY 22/23 Operating Budget and will be budgeted accordingly in the FY 23/24 Operating Budget.

**Action by the Board at its meeting of December 16, 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.

Chair Rabbitt expressed appreciation for staff's work on the insurance and employee assistance plans.

[Directors Grosboll, Hernández and Snyder returned.]

(7) Status Report on the FY 22/23 Budget [20:15 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 highlighted that the report included updated Bridge, Bus and Ferry revenues.

Chair Rabbitt expressed appreciation for the update on the District's finances.

(8) Monthly Review of Golden Gate Bridge Traffic/Tolls and Bus and Ferry Transit Patronage/Fares (for Four Months Ending October 2022) [22:09 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, and associated revenue for the month. He highlighted that Bridge, bus and ferry revenues are slightly lower than prior months, and staff had anticipated this would be the result starting in October. He reviewed the changes in revenues and expenses from prior years.

(9) Monthly Review of Financial Statements (for Four Months Ending October 2022) [26:22 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 pointed out District expenses are about \$2.5 million more than revenues each month. He reviewed progress on capital projects.

[30:01 Minutes Mark on the Video Recording]

Chair Rabbitt stated that he thought the whole Board would like to see positive financial results.

Ms. Ko-Wong stated that Mr. Pilpel would like to speak on Agenda Item No. 7.

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Chair Rabbitt stated he would like to take Public Comment before the Closed Session.

(10) Public Comment [30:19 Minutes Mark on the Video Recording]

The following individual spoke under public comment regarding Agenda Item No. 7:

- David Pilpel, San Francisco Resident

Chair Rabbitt stated that the Board shares Mr. Pilpel's concerns about the District's finances and thanked him for his comments.

Chair Rabbitt thanked Vice Chair Pahre for presiding over the meeting until his arrival.

(11) Closed Session [33:45 Minutes 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. 10(a):

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

[00:24 Minutes Mark on the Closing Video Recording]

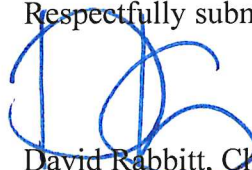
After Closed Session, Chair Rabbitt called the meeting to order in Open Session with a quorum present. Attorney Kimon Manolius stated that the Committee had met in Closed Session, as permitted by the Brown Act, to discuss the above listed matter. He reported that the Committee gave guidance to legal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

(12) Adjournment [00:46 Minutes Mark on the Video Recording]

All business having been concluded **Directors PAHRE/SNYDER** moved and seconded that the meeting be adjourned at 12:03 p.m.

Carried

Respectfully submitted,



David Rabbitt, Chair
Finance-Auditing Committee

DAR:AMK:EIE:tnm