

Date Issued: May 19, 2023



SUMMARY OF ACTIONS
BOARD OF DIRECTORS MEETING OF MAY 19, 2023

Resolution No. 2023-035 (May 18, 2023 meeting of the Finance-Auditing Committee)

Ratifies actions taken by the Auditor-Controller, as follows:

- (1) Ratifies Commitments and/or Expenditures;
- (2) Ratifies previous investments;
- (3) Authorizes investments; and,
- (4) Accepts the "Investment Report" for April 2023.

Resolution No. 2023-036 (May 19, 2023 meeting of the Board of Directors)

Approves the Summary of Tentative Settlement Terms with Amalgamated Transit Union, Local 1575, which represents the Bus Operators bargaining unit. The terms cover the time period from ratification until August 31, 2025 and provides for a 3.5% wage increase. It also provides for an increase in the District's pension contribution, as well as several other amendments to the MOU, as attached.

Resolution No. 2023-037 (May 18, 2023 meeting of the Rules, Policy and Industrial Relations Committee)

Adopts a Resolution to provide for participation in the District's 401(a) Defined Contribution Plan by represented employees in the California Public Employees' Pension 2% @ 60 Plan, on the same terms as non-represented employees in the 2% @ 60 Eligibility Group, subject to collective bargaining, as detailed in the staff report.

Resolution No. 2023-038 (May 18, 2023 meeting of the Rules, Policy and Industrial Relations Committee)


Approves the *Rules of the Board*, as amended and detailed in the staff report.

Resolution No. 2023-039 (May 18, 2023 meeting of the Finance-Auditing Committee)

Authorizes the General Manager or designee to submit and execute grant applications, cooperative agreements, and certifications and assurances as required by the Federal Transit Administration for federal funding assistance for Sections 5307, 5309, 5337, and 5339 formula programs, and by the Federal Highway Administration for Surface Transportation Program funding to support transit projects, commit the necessary local match funds for the projects, and assure completion of the projects, as detailed in the staff report.

Resolution No. 2023-040 (May 18, 2023 meeting of the Finance-Auditing Committee)

Receives the independent auditor's engagement letter for services related to the annual financial audit and single audit for the year ending June 30, 2023, as submitted by Eide Bailly, LLP, as detailed in the staff report.


Amorette M. Ko-Wong, Secretary of the District

Attachment

GOLDEN GATE BRIDGE, HIGHWAY AND TRANSPORTATION DISTRICT

RESOLUTION NO. 2023-035

**RATIFY PREVIOUS ACTIONS BY THE AUDITOR-CONTROLLER AND ACCEPT
THE INVESTMENT REPORTS FOR APRIL 2023
AS PREPARED BY PUBLIC FINANCIAL MANAGEMENT**

May 19, 2023

WHEREAS, the Auditor-Controller and the Finance-Auditing Committee, at its meeting of May 18, 2023, has so recommended; now, therefore, be it

RESOLVED, that the Board of Directors (Board) of the Golden Gate Bridge, Highway and Transportation District had no commitments and/or expenditures to ratify for the period of April 1, 2023 through April 30, 2023; and be it further

RESOLVED, that the Board ratifies investments made during the period April 18, 2023 through May 8, 2023; and be it further


RESOLVED, that the Board hereby authorizes the reinvestment, within the established policy of the Board, of any investments maturing between May 8, 2023 and June 12, 2023, as well as the investment of all other funds not required to cover expenditures which may become available; and be it further

RESOLVED, that the Board hereby accepts the Investment Report for April 2023, as prepared by Public Financial Management and included in the staff report.

ADOPTED this 19th day of May 2023, by the following vote of the Board of Directors:

AYES (12):	Directors Engardio, Garbarino, Giudice, Grosboll, Hernández, Moulton-Peters, Pahre, Snyder and Thier; Second Vice President Hill; First Vice President Cochran; President Thériault.
NOES (0):	None.
ABSENT (7):	Directors Conroy, Dorsey, Mastin, Rabbitt, Rodoni, Safaí and Stefani.


Michael Thériault
President, Board of Directors

ATTEST: 
Amorette M. Ko-Wong
Secretary of the District

Reference: May 18, 2023, Finance-Auditing Committee, Agenda Item No. (3)
<https://www.goldengate.org/assets/1/25/2023-0518-financecomm-no3-ratofaction.pdf>

GOLDEN GATE BRIDGE, HIGHWAY AND TRANSPORTATION DISTRICT

RESOLUTION NO. 2023-036

**AUTHORIZE RATIFICATION OF A MEMORANDUM OF UNDERSTANDING
BETWEEN THE GOLDEN GATE BRIDGE, HIGHWAY AND TRANSPORTATION
DISTRICT AND THE AMALGAMATED TRANSIT UNION, LOCAL 1575,
REPRESENTING BUS OPERATORS**

May 19, 2023

WHEREAS, at the May 19, 2023 Board of Directors' meeting, a summary of tentative settlement terms for the proposed Memorandum of Understanding with the Amalgamated Transit Union, Local 1575, was presented for approval, as summarized in the attached Summary of Tentative Settlement Terms; now, therefore, be it

RESOLVED that the Board of Directors of the Golden Gate Bridge, Highway and Transportation District hereby authorizes ratification of a Memorandum of Understanding with Amalgamated Transit Union, Local 1575 from the date of ratification to August 31, 2025, providing for 3.5% wage increase as detailed in the attachment, a one-time lump sum payment to the pension of \$5.2 million dollars, and other modifications to attendance, uniform policy and work rules, as summarized in the Tentative Settlement Terms.

ADOPTED this 19th day of May 2023, by the following vote of the Board of Directors:


AYES (11): Directors Engardio, Garbarino, Giudice, Hernández, Moulton-Peters, Pahre, Snyder and Thier; Second Vice President Hill; First Vice President Cochran; President Thériault.

NOES (0): None.

ABSENT (8): Directors Conroy, Dorsey, Grosboll, Mastin, Rabbitt, Rodoni, Safaí and Stefani.



Michael Thériault
President, Board of Directors

ATTEST: 

Amorette M. Ko-Wong
Secretary of the District

Attachment – Summary of Tentative Settlement Terms

***SUMMARY OF TENTATIVE SETTLEMENT TERMS
Presented at the May 19, 2023 Board of Directors meeting***

1. **Term:** Date of ratification to August 31, 2025.

2. **Wages:**

3.5% increase on ratification.
3.5% increase on September 1, 2023.
3.5% increase on September 1, 2024.

3. **Pension:**

One-time lump sum payment to the pension of \$5.2 million dollars.

Creation of a working group including employee benefits/pension attorneys to create a rehabilitation plan akin to those required for jointly-trusted defined benefit pension plans in critical or endangered funding status under the Pension Protection Act.

4. **Attendance:**

Ability to request doctor's notes sooner.

Operator must submit the note while still on leave as opposed to upon return.

Revamp the attendance occurrence appeals process to allow for replacement or rotation of the designated arbitrator.

5. **Uniforms:**

Increase uniform allowance to \$500 per year.

District will provide District-branded polo shirts that Bus Operators will be required to wear.

6. **Work Rules Changes:**

Additional Miscellaneous additional work rule changes to allow Bus Operators more flexibility during their time off and to increase the efficiency of Bus Division operations.

GOLDEN GATE BRIDGE, HIGHWAY AND TRANSPORTATION DISTRICT

RESOLUTION NO. 2023-037

**RESOLUTION REGARDING PARTICIPATION BY REPRESENTED EMPLOYEES IN
THE 401(A) PLAN FOR 2% @ 60 GROUP AND
414(h)(2) PICK-UPS FOR MANDATORY CONTRIBUTIONS**

May 19, 2023

WHEREAS, the Golden Gate Bridge, Highway and Transportation District (the "District") maintains the Golden Gate Bridge, Highway and Transportation District 401(a) Defined Contribution Plan (the "401(a) Plan"), a tax-qualified defined contribution plan intended to meet the requirements of section 401(a) of the Internal Revenue Code (the "Code"), for the benefit of eligible employees;

WHEREAS, the District has determined to provide certain benefits under the 401(a) Plan for Represented employees who are in the CalPERS 2% @ 60 Plan (hired between December 11, 2012 and December 31, 2012, or on or after December 31, 2012, with reciprocity) and who are eligible to participate in the CalPERS 2% @ 60 Plan sponsored by the District (the "2% @ 60 Group");

WHEREAS, the District previously had determined to provide certain benefits under the 401(a) Plan for Non-Represented employees in the 2% @ 60 Group, and amended the terms of the 401(a) Plan Adoption Agreement to provide for participation by Non-Represented employees in the 2% @ 60 Group as designated by Board action, and by Represented employees in the 2% @ 60 Group pursuant to collective bargaining;

WHEREAS, the District adopts this resolution to authorize participation by Represented employees in the 2% @ 60 Group on the same terms as Non-Represented employees in the 2% @ 60 Group, subject to collective bargaining;

WHEREAS, the terms of the 401(a) Plan, as amended pursuant to direction from the District, provide that members of the 2% @ 60 Group must make mandatory employee contributions to the 401(a) Plan through payroll deduction in order to supplement retirement benefits;

WHEREAS, under section 414(h)(2) of the Code and related guidance from the Internal Revenue Service, such deductions from employees' compensation qualify for pre-tax treatment only if the District takes formal action to designate the deductions, for tax purposes, as contributions "picked-up" by the District;

WHEREAS, the District wishes to adopt this resolution in order to, in accordance with section 414(h)(2) of the Code, designate amounts deducted from Represented employees' compensation to fund benefits for the 2% @ 60 Group under the 401(a) Plan as pick-up contributions;

RESOLUTION NO. 2023-037

BOARD OF DIRECTORS MEETING OF MAY 19, 2023

PAGE 2

WHEREAS, the District will pick up all mandatory employee contributions made by the 2% @ 60 Group to the 401(a) Plan in accordance with section 414(h)(2) of the Code and all guidance issued thereunder; and

WHEREAS, the Rules, Policy and Industrial Relations Committee at its meeting of May 19, 2023 has so recommended; now, therefore, be it

RESOLVED, that that the Board of Directors of the Golden Gate Bridge, Highway and Transportation District (District) hereby approves the following:

1. Subject to union bargaining, Represented employees who are in the California Public Employees' Pension 2% @ 60 Plan, shall participate in the 2% @ 60 Eligibility Group of the Golden Gate Bridge, Highway and Transportation District's (District) 401(a) Defined Contribution Plan, on the same terms as the Non-Represented employees.
2. This resolution applies to all contributions that are required to be made by any eligible employees of the District in the 2% @ 60 Group as a participant of the 401(a) Plan, on a regular, payroll deduction basis and which are reported to the 401(a) Plan and credited to employee accounts.
3. Although designated as employee contributions and deducted from employees' compensation, these contributions made by employees in the 2% @ 60 Group shall, for tax purposes, be characterized as "picked up" by the District in accordance with Code section 414(h)(2), and shall be treated as paid by the District in lieu of contributions by the employee.
4. Employees in the 2% @ 60 Group shall not have the option of choosing, directly or indirectly, to receive the contributions instead of having them paid by the District to the 401(a) Plan.
5. The District shall pay to the 401(a) Plan the contributions designated as employee contributions made by employees in the 2% @ 60 Group from the same source of funds as used in paying salary.
6. Employee contributions that are picked up in accordance with this resolution shall result in the tax deferral of these contributions to the extent provided under the Code, Treasury Regulations and other guidance issued thereunder.
7. This resolution establishes and adopts the District's pick-up practices in accordance with Revenue Ruling 2006-43 for contributions made by employees in the 2% @ 60 Group and restates and reaffirms its prior decisions with respect to picking up all employee contributions to all tax qualified plans maintained by the District.
8. The District shall comply with all reporting, contribution, and other administrative requirements established by the 401(a) Plan with respect to all employees in the 2% @ 60 Group whose contributions are picked up in accordance with this resolution.

RESOLUTION NO. 2023-037

BOARD OF DIRECTORS MEETING OF MAY 19, 2023


PAGE 2

ADOPTED this 19th day of May 2023, by the following vote of the Board of Directors:

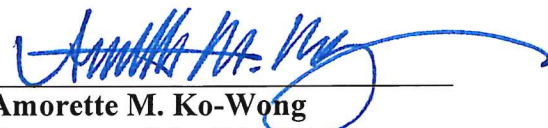
AYES (10): Directors Engardio, Garbarino, Giudice, Grosboll, Moulton-Peters, Pahre and Thier; Second Vice President Hill; First Vice President Cochran; President Thériault.

NOES (0): None.

ABSENT (9): Directors Conroy, Dorsey, Hernández, Mastin, Rabbitt, Rodoni, Safaí, Snyder and Stefani.



Michael Thériault
President, Board of Directors

ATTEST: 

Amorette M. Ko-Wong
Secretary of the District

Reference: May 18, 2023, Rules, Policy and Industrial Relations Committee,
Agenda Item No. (3)
[https://www.goldengate.org/assets/1/25/2023-0518-rulescomm-no3-adoptresoadddrepemplyeligibilgrp401\(a\)2_60.pdf](https://www.goldengate.org/assets/1/25/2023-0518-rulescomm-no3-adoptresoadddrepemplyeligibilgrp401(a)2_60.pdf)

GOLDEN GATE BRIDGE, HIGHWAY AND TRANSPORTATION DISTRICT

RESOLUTION NO 2023-038

APPROVE THE RULES OF THE BOARD, AS AMENDED

May 19, 2023

WHEREAS, the Board of Directors (Board) of the Golden Gate Bridge, Highway and Transportation District has adopted the *Rules of the Board (Rules)* to govern its proceedings, as required by California Streets and Highways Code Section 27144 and the District's Resolution No. 20, dated April 10, 1929, as amended; and,

WHEREAS, since the last update in 2021, the Board adopted two resolutions that pertain to the *Rules of the Board*, as summarized in Attachment A; and,

WHEREAS, the Rules, Policy and Industrial Relations Committee, at its meeting of May 18, 2023, has so recommended; now, therefore, be it

RESOLVED that the Board of Directors (Board) of the Golden Gate Bridge, Highway and Transportation District hereby approves the recodification of the *Rules of the Board*, to incorporate amendments approved by the Board of Directors since the last recodification in 2021.

ADOPTED this 19th day of May 2023, by the following vote of the Board of Directors:

AYES (12): Directors Engardio, Garbarino, Giudice, Grosboll, Hernández, Moulton-Peters, Pahre, Snyder and Thier; Second Vice President Hill; First Vice President Cochran; President Thériault.

NOES (0): None.

ABSENT (7): Directors Conroy, Dorsey, Mastin, Rabbitt, Rodoni, Safaí and Stefani.


Michael Thériault
President, Board of Directors

ATTEST: 
Amorette M. Ko-Wong
Secretary of the District

Attachment & Reference:

May 18, 2023, Rules, Policy and Industrial Relations Committee, Agenda Item No. (4)

<https://www.goldengate.org/assets/1/25/2023-0518-rulescomm-no4-apprulesoftheboard.pdf>

ATTACHMENT A

Resolutions Approved - 12/2021 thru 5/2023

Resolution No.	Date Approved	Rule	Significance
2022-096	11/18/22	<u>RULE II., THE RULES OF ORDER</u>	Approves the calendar of meetings for 2023.
2023-027	3/24/23	<u>RULE XI., INVESTMENT POLICY</u>	Renews annual delegation of investment management authority and approves amendments to Section O, <i>Reporting Requirements</i> .

GOLDEN GATE BRIDGE, HIGHWAY AND TRANSPORTATION DISTRICT

RESOLUTION NO. 2023-039

**AUTHORIZE THE FILING OF APPLICATIONS FOR FEDERAL TRANSIT
ADMINISTRATION FORMULA PROGRAM AND SURFACE TRANSPORTATION
PROGRAM FUNDING FOR TRANSIT CAPITAL PROJECTS, AND COMMITTING
THE NECESSARY LOCAL MATCH, AND ASSURING THE COMPLETION OF THE
PROJECTS**

May 19, 2023

WHEREAS, Infrastructure Investment and Jobs Act, also known as the Bipartisan Infrastructure Law (BIL, Public Law 117-58) continues and establishes new Federal Transit Administration formula programs (23 U.S.C. §53) and continues the Surface Transportation Program (23 U.S.C. § 133);

WHEREAS, pursuant to BIL, and the regulations promulgated there under, eligible project sponsors wishing to receive Federal Transit Administration (FTA) Section 5307 Urbanized Area, Section 5337 State of Good Repair, or Section 5339 Bus and Bus Facilities (collectively, FTA Formula Program) grants or Surface Transportation Program (STP) grants for a project shall submit an application first with the appropriate metropolitan transportation planning organization (MPO), for review and inclusion in the MPO's Transportation Improvement Program (TIP);

WHEREAS, the Metropolitan Transportation Commission (MTC) is the MPO for the San Francisco Bay region;

WHEREAS, Golden Gate Bridge, Highway & Transportation District (District) is an eligible project sponsor for FTA Formula Program or STP funds;

WHEREAS, in its meeting of April 22, 2022 the District's Board of Directors approved Resolution 2022-027 authorizing the filing of applications for FTA Formula Program (Section 5307), State of Good Repair (Section 5337), Bus and Bus Facilities (Section 5339), and FHWA STP funds programmed by the Metropolitan Transportation Commission (MTC) to support the implementation of transit projects for FFYs 2021-22 through 2023-24;

WHEREAS, the MTC has programmed additional funding to the District since the adoption of Resolution 2022-027.

WHEREAS, the District wishes to submit additional grant applications to MTC for funds from the FY2021-22, FY2022-23, and FY2023-24 FTA Formula Program or STP funds, for the following projects: Replacement Ferry – CARB Compliance, Ferry Channel and Berth Dredging, Ferry Vessels Major Components Rehabilitation, Replace Conventional Over-the-Road Coaches with ZEBs, Collision Avoidance System, and ZEB Infrastructure Design;

WHEREAS, MTC requires, as part of the application, a resolution stating the following:

RESOLUTION NO. 2023-039

BOARD OF DIRECTORS MEETING OF MAY 19, 2023

PAGE 2

- 1) The commitment of necessary local matching funds (18-50% for FTA Formula Program funds, depending on project type, and 11.47% for STP funds);
- 2) That the sponsor understands that the FTA Formula Program and STP funding is fixed at the programmed amount, and therefore any cost increase cannot be expected to be funded from FTA Formula Program or STP funds;
- 3) The assurance of the sponsor to complete the project as described in the application, and if approved, as programmed in MTC's TIP; and
- 4) That the sponsor understands that FTA Formula Program funds must be obligated within three years of programming and STP funds must be obligated by January 31 of the year that the project is programmed for in the TIP, or the project may be removed from the program; now, therefore be it

RESOLVED by the Board of Directors (Board) of the Golden Gate Bridge, Highway and Transportation District (District) that the District is authorized to execute and file applications for funding under the FTA Formula Program and/or STP in the amount of \$50,329,311 for transit capital projects; and, be it further

RESOLVED that the Board by adopting this resolution does hereby state that:

- 1) The District will provide \$12,582,328 in local matching funds;
- 2) The District understands that the FTA Formula Program and STP funding for the projects for the three-year period FFY22-FFY24 is fixed at \$50,329,311, and that any cost increases must be funded by the District from local matching funds, and that the District does not expect any cost increases to be funded with FTA Formula Program and STP funds;
- 3) Transit capital projects will be built as described in this resolution and, if approved, for the amount shown in MTC's TIP with obligation occurring within the timeframe established below;
- 4) The program funds are expected to be obligated by January 31 of the year the project is programmed for in the TIP; and
- 5) The District will comply with FTA requirements and all other applicable Federal, State, and Local laws and regulations with respect to the proposed project; and, be it further

RESOLVED, that this Resolution supersedes Resolution 2022-027; and, be it further

RESOLVED, that the District is an eligible sponsor of projects in the program for FTA Formula Program and STP funds; and, be it further

RESOLUTION NO. 2023-039

BOARD OF DIRECTORS MEETING OF MAY 19, 2023

PAGE 3

RESOLVED, that the District is authorized to submit an application for FTA Formula Program and STP funds for transit capital projects; and, be it further

RESOLVED, that there is no legal impediment to the District making applications for FTA Formula Program and STP funds; and, be it further

RESOLVED, that there is no pending or threatened litigation which might in any way adversely affect the proposed project, or the ability of the District to deliver such project; and, be it further

RESOLVED, that the District agrees to comply with the requirements of MTC's Transit Coordination Implementation Plan as set forth in MTC Resolution 3866; and, be it further

RESOLVED that a copy of this resolution will be transmitted to the MTC prior to MTC programming the FTA Formula Program or STP funded projects in the TIP; and, be it further

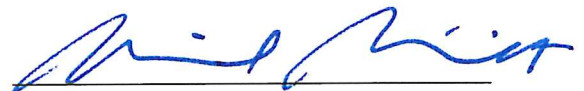
RESOLVED that the MTC is requested to support the application for the project described in the resolution and to program the project, if approved, in MTC's TIP.

ADOPTED this 19th day of May 2023, by the following vote of the Board of Directors:

AYES (12): Directors Engardio, Garbarino, Giudice, Grosboll, Hernández, Moulton-Peters, Pahre, Snyder and Thier; Second Vice President Hill; First Vice President Cochran; President Thériault.

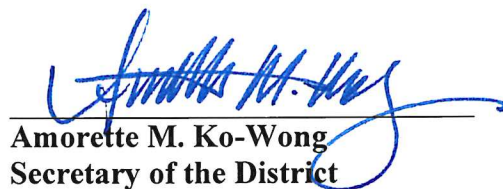
NOES (0): None.

ABSENT (7): Directors Conroy, Dorsey, Mastin, Rabbitt, Rodoni, Safaí and Stefani.



Michael Thériault
President, Board of Directors

ATTEST:



Amorette M. Ko-Wong
Secretary of the District

Reference: May 18, 2023, Finance-Auditing Committee, Agenda Item No. (5)(a)
<https://www.goldengate.org/assets/1/25/2023-0518-financecomm-no5a-authftafilingapplgrantprgrmlocalmatch.pdf>

GOLDEN GATE BRIDGE, HIGHWAY AND TRANSPORTATION DISTRICT

RESOLUTION NO. 2023-040

**RECEIVE THE INDEPENDENT AUDITOR'S ENGAGEMENT LETTER FOR THE
ANNUAL FINANCIAL AUDIT AND SINGLE AUDIT FOR THE YEAR ENDING JUNE
30, 2023, AS SUBMITTED BY EIDE BAILLY, LLP**

May 19, 2023

WHEREAS, the Board of Directors (Board) of the Golden Gate Bridge, Highway and Transportation District (District), by Resolution 2022-073 at its meeting of August 26, 2022, authorized the execution of a Professional Services Agreement with Eide Bailly, LLP (EB);

WHEREAS, EB is in the process of beginning a new three-year contract with two, one-year options with the District and has submitted the annual Independent Auditor's Engagement Letter;

WHEREAS, EB's Engagement Letter describes the audit scope, audit objectives, management responsibilities and audit procedures pertaining to the audit and discloses the intent to audit the District's Major Federal Award Program(s) compliance with the requirements of the Uniform Guidance;

WHEREAS, the audit will be completed in the spring and fall; and

WHEREAS, the Finance-Auditing Committee, at its meeting of May 18, 2023, recommended that the Board receive the Engagement Letter; now, therefore be it

RESOLVED that the Board of Directors of the Golden Gate Bridge, Highway and Transportation District hereby receives the Independent Auditor's Engagement Letter for services related to the annual financial audit and single audit for the year ending June 30, 2023, as submitted by Eide Bailly, LLP.

ADOPTED this 19th day of May 2023, by the following vote of the Board of Directors:

AYES (12): Directors Engardio, Garbarino, Giudice, Grosboll, Hernández, Moulton-Peters, Pahre, Snyder and Thier; Second Vice President Hill; First Vice President Cochran; President Thériault.

NOES (0): None.

ABSENT (7): Directors Conroy, Dorsey, Mastin, Rabbitt, Rodoni, Safaí and Stefani.



Michael Thériault
President, Board of Directors

RESOLUTION NO. 2023-040

BOARD OF DIRECTORS MEETING OF MAY 19, 2023

PAGE 2

ATTEST:



Amorette M. Ko-Wong
Secretary of the District

Reference: May 18, 2023, Finance-Auditing Committee, Agenda Item No. (6)
<https://www.goldengate.org/assets/1/25/2023-0518-financecomm-no6-recindepenauditengageltreidebailly.pdf>

***SUMMARY OF TENTATIVE SETTLEMENT TERMS
Presented at the May 19, 2023 Board of Directors meeting***

1. **Term:** Date of ratification to August 31, 2025.

2. **Wages:**

3.5% increase on ratification.
3.5% increase on September 1, 2023.
3.5% increase on September 1, 2024.

3. **Pension:**

One-time lump sum payment to the pension of \$5.2 million dollars.

Creation of a working group including employee benefits/pension attorneys to create a rehabilitation plan akin to those required for jointly-trusted defined benefit pension plans in critical or endangered funding status under the Pension Protection Act.

4. **Attendance:**

Ability to request doctor's notes sooner.

Operator must submit the note while still on leave as opposed to upon return.

Revamp the attendance occurrence appeals process to allow for replacement or rotation of the designated arbitrator.

5. **Uniforms:**

Increase uniform allowance to \$500 per year.

District will provide District-branded polo shirts that Bus Operators will be required to wear.

6. **Work Rules Changes:**

Additional Miscellaneous additional work rule changes to allow Bus Operators more flexibility during their time off and to increase the efficiency of Bus Division operations.