



2023-6

GOLDEN GATE BRIDGE, HIGHWAY AND TRANSPORTATION DISTRICT

MEMORANDUM OF MINUTES

BOARD OF DIRECTORS MEETING

JUNE 23, 2023

These minutes are supplemented by the audio recording that is posted online at:
<https://www.goldengate.org/district/board-of-directors/meeting-documents>

The Board of Directors (Board) of the Golden Gate Bridge, Highway and Transportation District (District) met in regular session at the Four Points by Sheraton, Marin Ballroom, 1010 Northgate Drive, San Rafael, CA, on Friday, June 23, 2023, at 10:01 a.m., with President Thériault presiding. A remote audio option for public participation was available.

- (1) **CALL TO ORDER:** President Michael Thériault.
- (2) **ROLL CALL:** Secretary of the District Amorette M. Ko-Wong. **[00:16 Minutes Mark on the Audio Recording]**

Directors Present (13): Directors Dorsey, Giudice, Grosboll, Mastin, Moulton-Peters, Pahre, Rabbitt, Rodoni, Snyder and Stefani; Second Vice President Hill; First Vice President Cochran; President Thériault.

Directors Absent (6): Directors Conroy, Engardio, Garbarino, Hernández, Safaí and Thier.

Staff Present: General Manager Denis Mulligan; Acting Auditor-Controller Jennifer Mennucci; 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/Administration and Development Kellee Hoper; Executive Administrator to the General Manager Justine Bock; Senior Board Analyst Elizabeth Eells.

- (3) **PLEDGE OF ALLEGIANCE:** Director Stephanie Moulton-Peters **[01:28 Minutes Mark on the Audio Recording]**

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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: [02:10 Minutes Mark on the Audio Recording]

Secretary of the District Amorette Ko-Wong said a number of people are present to make public comments including one person in the room and others on the telephone.

The following individuals spoke under Public Comment: **[02:26 Minutes Mark on the Audio Recording]**

- Manuel Gamboa, Sacramento County Resident (in person)
- Dave Rhody, The Climate Reality Project (remotely)
- David Pilpel, San Francisco Resident (remotely)
- David Seltzer, Marin County Resident and Bicyclist (remotely)
- Dave Troup, Marin County Resident (remotely)
- Warren Wells, Marin County Bicycle Coalition (remotely)
- Parker Day, San Francisco Resident and Bicyclist (remotely)

[19:48 Minutes Mark on the Audio Recording]

President Thériault and General Manager Denis Mulligan thanked the speakers for their comments. Mr. Mulligan responded to the public comments. He spoke about the District's short- and long-term plans to improve safety on Alexander Avenue, and stated that the more extensive changes will require an environmental and community outreach process, which will be conducted over a number of years. He said additional information is available in his General Manager Report.

(5) CONSENT CALENDAR: [25:37 Minutes Mark on the Audio Recording]

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

AYES (13): Directors Dorsey, Giudice, Grosboll, Mastin, Moulton-Peters, Pahre, Rabbitt, Rodoni, Snyder and Stefani; Second Vice President Hill; First Vice President Cochran; President Thériault.

NOES (0): None.

ABSENT (6): Directors Conroy, Engardio, Garbarino, Hernández, Safaí and Thier.

(A) Approve the Minutes of the following Meetings:

- (1) Building and Operating Committee of April 27, 2023;
- (2) Finance-Auditing Committee of April 27, 2023;
- (3) Board of Directors of April 28, 2023;
- (4) Rules, Policy and Industrial Relations Committee of May 18, 2023;
- (5) Finance-Auditing Committee of May 18, 2023; and,
- (6) Board of Directors of May 19, 2023.

Carried

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- (B) **Ratification of Previous Actions by the Auditor-Controller**
Resolution No. 2023-041 (as detailed in the June 22, 2023, Finance-Auditing Committee meeting)
- (1) Ratifies Commitments and/or Expenditures
 - (2) Ratifies Previous Investments
 - (3) Authorizes Reinvestments
 - (4) Accepts Investment Report for May 2023
- Adopted**

President Thériault commented about the flexible design of the Toll Gantry.

(6) **REPORTS OF OFFICERS:**

(A) **General Manager** [26:43 Minutes Mark on the Audio Recording]

- (1) **Ratify the Emergency Action of the General Manager to Approve an Emergency Contract Amendment with Moffatt & Nichol Related to the San Francisco Ferry Terminal Ramp Repair**

Directors PAHRE/COCHRAN

Resolution No. 2023-042 ratifies the action of the General Manager to approve an emergency fourth contract amendment with Moffatt & Nichol, in the total amount of \$356,140, to provide design plans and specifications for repairs to the hydraulic gangplank system at the inner berth, and to provide design plans and specifications for structural and hydraulic system repairs to the outer berth at the San Francisco Ferry Terminal.

Adopted

AYES (13): Directors Dorsey, Giudice, Grosboll, Mastin, Moulton-Peters, Pahre, Rabbitt, Rodoni, Snyder and Stefani; Second Vice President Hill; First Vice President Cochran; President Thériault.

NOES (0): None.

ABSENT (6): Directors Conroy, Engardio, Garbarino, Hernández, Safaí and Thier.

(1) **General Manager Report** [28:09 Minutes Mark on the Audio Recording]

Mr. Mulligan presented the General Manager Report. He highlighted that the *M.V. Del Norte* ferry crew rescued a kite surfer who was in distress.

He reviewed Bridge traffic, and bus and ferry ridership and said traffic and transit ridership is trending upwards.

Mr. Mulligan recognized Elizabeth Gomez, Jesser Gonzalez and Charles Reckmeyer, Jr. for their District service.

[32:24 Minutes Mark on the Audio Recording]

Director Pahre spoke about the importance of the Dominican University Leadership Academy and requested staff highlight the employees who graduate from the Academy.

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President Thériault referenced the public comments about a comprehensive approach to Alexander Avenue safety improvements. He acknowledged staff's approach to undertake shorter- and longer-term projects for Alexander Avenue safety improvements.

Director Hill commented about his commitment and appreciation for efforts to improve Alexander Avenue.

(B) Attorney [35:34 Minutes Mark on the Audio Recording]

Attorney Kimon Manolius presented the Attorney Report, which was for informational purposes only and no action was required.

(C) District Engineer [35:50 Minutes Mark on the Audio Recording]

District Engineer Ewa Bauer-Furbush presented the District Engineer Report, which was for informational purposes only and no action was taken. She highlighted key developments of the Suicide Deterrent System (SDS) project and said that staff is optimistic the project will be completed by the end of the year. She also spoke about the Seismic Retrofit project and the District's use of the Construction Management General Contractor (CMGC) procurement method. In addition, she spoke about the Golden Gate Bridge projects for the Toll Plaza Administration Building Elevator, Sound Mitigation and Rope Inspections.

[43:11 and 49:06 Minutes Mark on the Audio Recording]

Director Grosboll inquired about the Seismic Retrofit project timeline.

Director Moulton-Peters inquired about the District's use of CMGC procurement method and asked if the Sonoma Marin Area Rail Transit (SMART) had used the same approach.

Director Rabbitt responded that he understands that SMART did use a CMGC procurement method for part of its construction projects.

Director Pahre said that she appreciates the visual images of the Bridge rope inspections.

Ms. Bauer-Furbush responded to the Directors' comments and inquiries. She said that the Seismic Retrofit project timeline includes award of the pre-construction contract by January 2024 and completion of the work by 2029. She added that the District has gone through a long process and should be able to use the CMGC procurement approach more readily in the future. She confirmed that the District usually documents and films the conclusion of projects like the SDS and Rope Inspection projects.

(7) OTHER REPORTS:

There were no Other Reports to discuss.

(8) REPORT OF COMMITTEES: [50:13 Minutes Mark on the Audio Recording]

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President Thériault stated that the Building and Operating Committee met and had considerable discussion the day before.

- (A) **Building and Operating Committee/Committee of the Whole** [50:39 Minutes Mark on the Audio Recording]
June 22, 2023
Vice Chair Mastin

- (1) **Approve Actions Relative to Award of Contract No. 2022-F-014, Larkspur Ferry Terminal Fuel Tanks Rehabilitation, to Euro Style Management** [50:42 Minutes Mark on the Audio Recording]

Directors MASTIN/SNYDER

Resolution No. 2023-043 approves the following actions relative to Contract No. 2022-F-014, *Larkspur Ferry Terminal Fuel Tanks Rehabilitation*, as follows:

- (a) Approves award of Contract No. 2022-F-014 to Euro Style Management of Sacramento, CA, in the amount of \$1,213,400; and,
- (b) Establishes a construction contingency for Contract No. 2022-F-014 in the amount of \$182,010, equal to 15% of the contract award amount,

with the understanding that sufficient funds are available in the FY 22/23 Ferry Division Capital Budget for the Project #2141, *LFT Fuel System Rehabilitation Project* to finance these actions.

Adopted

AYES (13): Directors Dorsey, Giudice, Grosboll, Mastin, Moulton-Peters, Pahre, Rabbitt, Rodoni, Snyder and Stefani; Second Vice President Hill; First Vice President Cochran; President Thériault.

NOES (0): None.

ABSENT (6): Directors Conroy, Engardio, Garbarino, Hernández, Safaí and Thier.

- (2) **Approve Actions Relative to Contract No. 2017-D-30, San Rafael Transportation Center Relocation Analysis, Environmental Clearance, and Preliminary Design, with Kimley-Horn and Associates** [52:18 Minutes Mark on the Audio Recording]

Directors MASTIN/SNYDER

Resolution No. 2023-044 approves the following actions relative to Contract No. 2017-D-30, *San Rafael Transportation Center Relocation Analysis, Environmental Clearance, and Preliminary Design* as follows:

- (a) Authorizes execution of the Fourth Amendment to Contract No. 2017-D-30, with Kimley-Horn and Associates in an amount not to exceed \$272,421

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for the total contract amount of \$4,174,310 for continuation of consulting services; and,

- (b) Revises the contract contingency to \$47,579;

with the understanding that sufficient funds to finance the Fourth Amendment to the PSA and the contract contingency are available in the budget for the *San Rafael Transportation Center Relocation Analysis, Environmental Clearance, and Preliminary Design* (Project #1717).

Adopted

AYES (13): Directors Dorsey, Giudice, Grosboll, Mastin, Moulton-Peters, Pahre, Rabbitt, Rodoni, Snyder and Stefani; Second Vice President Hill; First Vice President Cochran; President Thériault.

NOES (0): None.

ABSENT (6): Directors Conroy, Engardio, Garbarino, Hernández, Safaí and Thier.

**(B) Meeting of the Finance-Auditing Committee/Committee of the Whole [53:44 Minutes Mark on the Audio Recording]
June 22, 2023
Chair David Rabbitt**

President Thériault stated that committee met and had considerable discussion the day before.

(1) Authorize Budget Transfers and Adjustments to the FY 22/23 Operating Budget [53:57 Minutes Mark on the Audio Recording]

Directors RABBITT/GIUDICE

Resolution No. 2023-045 authorizes operating budget transfers of \$3,820,000, or 1.5%, of total FY 22/23 Operating Budget Expenses as detailed in Attachment A, and summarized below:

- (a) The Bridge Division will transfer \$600,000 between budget categories in the Bridge Division.
- (b) The Bus Transit Division will transfer \$2,300,000 between budget categories to the Ferry Division.
- (c) The Ferry Division will transfer \$420,000 between budget categories in the Ferry Division.
- (d) The District Division will transfer \$500,000 between budget categories in the District Division.

Adopted

AYES (13): Directors Dorsey, Giudice, Grosboll, Mastin, Moulton-Peters, Pahre, Rabbitt, Rodoni, Snyder and Stefani; Second Vice President Hill; First Vice President Cochran; President Thériault.

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NOES (0): None.

ABSENT (6): Directors Conroy, Engardio, Garbarino, Hernández, Safaí and Thier.

- (2) **Budget Increase in the FY 22/23 District Division Capital Budget for Project #2212, Cyber Security Strategic Plan and Mitigations** [55:02 Minutes Mark on the Audio Recording]

Directors RABBITT/COCHRAN

Resolution No. 2023-046 authorizes an increase in the FY 22/23 District Division Capital Budget, in the amount of \$300,000, for Project #2212, *Cyber Security Strategic Plan and Mitigations*.

Adopted

AYES (13): Directors Dorsey, Giudice, Grosboll, Mastin, Moulton-Peters, Pahre, Rabbitt, Rodoni, Snyder and Stefani; Second Vice President Hill; First Vice President Cochran; President Thériault.

NOES (0): None.

ABSENT (6): Directors Conroy, Engardio, Garbarino, Hernández, Safaí and Thier.

- (3) **Approve Actions Relative to the State of Good Repair (SGR) Program** [56:06 Minutes Mark on the Audio Recording]

Directors RABBITT/SNYDER

Resolution No. 2023-047 approves actions necessary to secure FY 23/24 State of Good Repair (SGR) program funds to support transit projects that maintain the public transit system in a state of good repair for the Golden Gate Bridge, Highway and Transportation District (District):

- (a) Authorizes the General Manager or his designee to execute for and on behalf of the District any documents necessary relative to the FY 23/24 SGR program; and,
- (b) Approves submission of the Ferry Division Capital Projects #2141 *Larkspur Ferry Terminal Fuel System Rehabilitation*, #2443 *SFFT Outer Berth Rehabilitation*, and #2444 *SFFT Inner Berth Hydraulics Rehabilitation*, for the FY 23/24 proposed project list to the Metropolitan Transportation Commission.

Adopted

AYES (13): Directors Dorsey, Giudice, Grosboll, Mastin, Moulton-Peters, Pahre, Rabbitt, Rodoni, Snyder and Stefani; Second Vice President Hill; First Vice President Cochran; President Thériault.

NOES (0): None.

ABSENT (6): Directors Conroy, Engardio, Garbarino, Hernández, Safaí and Thier.

- (4) **Approve Renewal of the Liability and Property Insurance Programs** [57:36 Minutes Mark on the Audio Recording]

Directors RABBITT/COCHRAN

Resolution No. 2023-048 approves the Liability Insurance Program, effective July 1, 2023, as follows:

- (a) Delegates to the General Manager the authority to purchase the Excess General and Automobile Liability Insurance including Public Officials and Employment Practices Liability with Terrorism Risk Insurance Act (TRIA) coverage, for a not to exceed amount of \$3,769,158 for a one-year term. The Golden Gate Bridge, Highway and Transportation District's (District) insurance brokers are continuing negotiations with various potential insurers (some of which currently provide coverage to the District) including Allied Public Risk, Safety National, Inigo, MAP, AWAC, Westchester, Westfield, Hiscox, Canopus, Convex, Hamilton Re, Aspen, Somo, Apollo, Liberty, Munich Re, and others.

The expiring program has an \$85 million limit and a self-insured retention of \$5 million for Auto Liability and \$3 million for General Liability, including legal defense costs within the self-insured retention. The District is looking at a higher self-insured retention of \$7.5 million on Auto Liability for a premium savings. While that's a significant increase in self-insured retention from \$5 million to \$7.5 million for Auto Liability losses, the premium savings is about \$700,000 between the two options.

The insurance broker will be working through the first weeks of June to negotiate the best possible insurance program for the District at this higher Self-Insured Retention amount. This extra time will enable the broker to obtain more favorable offers in a difficult market. The delegation authorizes the General Manager to purchase insurance consistent with the terms described above for the not-to-exceed premium amount of \$3,769,158;

- (b) Renews the Excess Workers' Compensation and Employers' Liability Insurance Program with Safety National, for a one-year term, in excess of a Self-Insured Retention of \$1,250,000 for each accident, with a \$25 million limit, for an annual premium of \$390,504;
- (c) Renews the Public Officials'/Employment Practices Liability Insurance Program with Ironshore, for a one-year term, with a liability limit of \$2 million for each occurrence/annual aggregate. The program has a Self-Insured Retention of \$250,000 for each Directors and Officers claim, and \$250,000 for Employment Practices Liability claims – the only exception being a \$1,000,000 self-insured retention for claims concerning Class Actions or Layoffs. The annual premium for this policy is \$186,401;
- (d) Renews the Fiduciary Liability Insurance Program for the Other Public Employee Benefits (OPEB) Trust Board with Chubb Insurance Company for a one-year term, with a \$5 million limit for each occurrence, and a \$25,000 deductible, for an annual premium of \$15,105;

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- (e) Renews the Crime Insurance Program with F&D/Zurich Insurance Company, for the second year of a three-year term with a \$25,000 deductible and \$1 million limit for an annual premium of \$3,597, and,
- (f) Renews the Cyber Liability Program with Resilience for a one-year-term. The program has a \$5 million limit and \$250,000 for Social Engineering Fraud. The coverage has a \$100,000 Self-Insured Retention for a premium of \$79,449.

Also, approves the Property Insurance Program, effective July 1, 2023, as follows:

- (a) Renews the property insurance program with AIG for buildings and facilities with a \$250,000 deductible for a premium of \$855,907, and the excess earthquake and flood insurance program for a premium of \$192,792;
- (b) Delegates to the General Manager the authority to purchase the Marin Transit Bus Property Damage Program with actual cash value basis and a deductible of \$50,000 with Markel for a premium of not more than \$44,210. The quotation was not available at the time of this report, but we have provided this amount as a conservative estimate; and,
- (c) Continues to allocate monies to the Restricted Contingency Reserve, for FY 23/24, in the amount of \$1.3 million, as self-insurance for costs associated with Bridge Physical Damage and Loss of Revenue.

These recommendations are made with the understanding that the requisite funds are available in the approved FY 23/24 Operating Budget for the Bridge, Bus, Ferry, and District divisions.

Adopted

AYES (13): Directors Dorsey, Giudice, Grosboll, Mastin, Moulton-Peters, Pahre, Rabbitt, Rodoni, Snyder and Stefani; Second Vice President Hill; First Vice President Cochran; President Thériault.

NOES (0): None.

ABSENT (6): Directors Conroy, Engardio, Garbarino, Hernández, Safaí and Thier.

**(5) Approval of Changes to Tolling Policies to Comply with AB 2594
[1:00:37 Hour Mark on the Audio Recording]**

Directors RABBITT/PAHRE

Ordinance No. 2023-002 authorizes the execution of the following revisions to the District's Master Ordinance to comply with the passage of Assembly Bill 2594:

- (a) Decreases the maximum penalty per toll violation to \$50 starting on July 1, 2024:
 - (i) First Notice: Toll amount plus twenty-five dollars (\$25.00) penalty
 - (ii) Second Notice: twenty-five dollar additional (\$25.00) penalty; and

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- (b) Decreases the toll tag deposit from \$20.00 to \$5.00 for FasTrak accounts funded with cash and decrease the fee for a replacement tag from \$20.00 to \$5.00.

Adopted

AYES (13): Directors Dorsey, Giudice, Grosboll, Mastin, Moulton-Peters, Pahre, Rabbitt, Rodoni, Snyder and Stefani; Second Vice President Hill; First Vice President Cochran; President Thériault.

NOES (0): None.

ABSENT (6): Directors Conroy, Engardio, Garbarino, Hernández, Safaí and Thier.

- (6) **Approve Proposed FY 23/24 Operating and Capital Budget** **[1:02:09 Hour Mark on the Audio Recording]**

Chair Rabbitt expressed appreciation to those who worked on the budget and acknowledged the leadership of Auditor-Controller Joe Wire and Budget and Electronic Revenue Director Jennifer Mennucci.

Directors RABBITT/MASTIN

Resolution No. 2023-049 approves the Fiscal Year 2023/2024 (FY 23/24) Proposed Operating and Capital Budget, as follows:

- (a) Authorizes the following items as contained in the budget:
 - (i) District Goals, Projects, and Accomplishments;
 - (ii) The Reserve Structure;
 - (iii) Changes to the Table of Organization;
- (b) Includes salary increases for the Coalition and Non-Represented employees. Salary increases for ATU-represented employees will be included in the FY 23/24 Adopted Budget;
- (c) Includes a Capital Contribution amount of \$21 million;
- (d) Authorizes budget increases for five Capital Projects by a total of \$785,000 to be funded with 100% District Reserves; and,
- (e) Authorizes the following items not currently included in the Proposed Budget but will be included in the Adopted Budget:
 - (i) Any Board approved actions through June 30, 2023 that have a fiscal impact to the FY 23/24 Capital and/or Operating Budget;
 - (ii) Carryovers any incomplete projects in the FY 22/23 Capital Budget to FY 23/24 as authorized by the General Manager;
 - (iii) Moves any capital projects from the FY 24/25 list to the FY 23/24 budget, authorized by the General Manager, as staff resources become available in FY 23/24; and,

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- (iv) Includes final FY 22/23 budget transfers needed to comply with the Board's budget policy that will be implemented in the FY 23/24 Adopted Budget Book.

Adopted

AYES (13): Directors Dorsey, Giudice, Grosboll, Mastin, Moulton-Peters, Pahre, Rabbitt, Rodoni, Snyder and Stefani; Second Vice President Hill; First Vice President Cochran; President Thériault.

NOES (0): None.

ABSENT (6): Directors Conroy, Engardio, Garbarino, Hernández, Safaí and Thier.

(9) ADDRESSES TO BOARD:

There were no Addresses to Board.

(10) SPECIAL ORDER OF BUSINESS:

There was no Special Order of Business.

(11) UNFINISHED BUSINESS:

There was no Unfinished Business.

(12) NEW BUSINESS:

There was no New Business.

(13) COMMUNICATIONS:

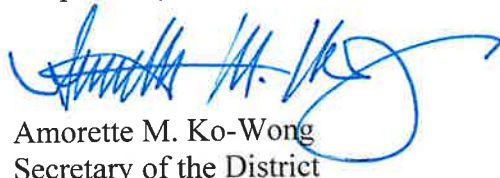
Copies of Communications are available in the District Secretary's Office.

(14) ADJOURNMENT: [1:04:15 Hour Mark on the Audio Recording]

All business having been concluded **Directors HILL/GIUDICE** moved and seconded that the meeting be adjourned in honor of Patrocinio Irlandez Bough and Jessie Belle Butler at 11:06 a.m.

Carried

Respectfully submitted,


Amorette M. Ko-Wong
Secretary of the District

AMK:EIE:tnm