



Agenda Item No. (5)

BOARD OF DIRECTORS MEETING
FRIDAY, JUNE 23, 2023

(5) CONSENT CALENDAR:

(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 Meeting 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 Meeting of May 19, 2023.

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, May 2023

Resolution

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April 27, 2023



MINUTES OF THE BUILDING AND OPERATING COMMITTEE

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

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

Honorable Members:

The Building and Operating Committee (Committee) of the Golden Gate Bridge, Highway and Transportation District (District) met in regular session at the United Irish Cultural Center, St. Francis Room, 2700 45th Avenue, San Francisco, CA, on Thursday, April 27, 2023, at 9:03 a.m., Chair Garbarino presiding. A remote audio option for public participation was available.

- (1) **Call to Order:** 9:03 a.m.
- (2) **Roll Call:** Secretary of the District Amorette M. Ko-Wong. **[00:38 Minutes Mark on the Audio Recording]**

Committee Members Present (8): Chair Garbarino; Directors Cochran and Thier; President Thériault. Directors Giudice, Hernández, Hill and Rodoni were appointed Committee Members Pro Tem for this meeting only.

Committee Members Absent (4): Vice-Chair Mastin; Directors Conroy, Pahre and Rabbitt.

Chair Garbarino appointed all other Board members present to be Committee Members Pro Tem for the meeting.

Staff Present: General Manager Denis Mulligan; Auditor-Controller Joseph Wire; District Engineer Ewa Bauer-Furbush; Secretary of the District Amorette Ko-Wong; Attorneys Kimon Manolius and Nicole Witt; Deputy General Manager/Bridge Division David Rivera; Deputy General Manager/Bus Transit Division Mona Babauta; Deputy General Manager/Ferry Division Michael Hoffman; Deputy General Manager/Administration and Development Kellee Hopper; Chief Technology Director Fang Lu; 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.

(3) **Approve Actions Relative to Award of Contract No. 2022-B-114, Golden Gate Bridge Toll Plaza Pavement Overlay, to Argonaut Constructors [01:49 Minutes Mark on the Audio Recording]**

District Engineer Ewa Bauer-Furbush presented the staff report.

She stated that the District has received a bid protest from the second lowest bidder Ghilotti Bros. Inc. (Ghilotti) regarding the award of the contract to the lowest bidder Argonaut Constructors (Argonaut), and the District's Attorney Kimon Manolius would present the District team's (staff and attorneys) assessment of this protest.

Attorney Manolius introduced his colleague Attorney Nicole Witt who spoke about the Ghilotti protest, which states that Argonaut's bid is non-responsive due to deficiencies, and she reviewed the allegations.

Ms. Witt said that District staff contacted Argonaut's representatives, and they refuted all the allegations.

She reviewed the District's tests for bid responsiveness and responsibility. She said that the District found the Argonaut bid substantially complies with the District's bid specifications. She reviewed the District's findings that Argonaut's bid met the requirements or had minor irregularities that may be waived by the District.

For more information, see Ghilotti's bid protest and the District's response, which are available at <https://www.goldengate.org/district/board-of-directors/meeting-documents>, Building & Operating Committee April 27, 2023, Item No. 3.

She stated that in light of the District's review and legal findings, staff recommends that the Committee reject the bid protest.

[16:47 Minutes Mark on the Audio Recording]

Chair Garbarino expressed appreciation for the staff report and additional information from the legal team.

Director Hernández expressed appreciation for the comprehensive report and commented about the protest. She inquired about the possibility of updating the bid specifications documents to make certain points clearer. She commented about the electrical subcontractor, and device type. She inquired about the District's evaluation of the bidder's good faith efforts to solicit Disadvantaged Business Enterprise (DBE) subcontractors.

Mr. Mulligan and Ms. Witt responded to the Director's inquiries. Mr. Mulligan explained that the magnetometer device is wireless, does not have any electrical wiring, and is dropped in the roadway. As a result, an electrical subcontractor is not required. Ms. Witt

BUILDING AND OPERATING COMMITTEE
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indicated that Argonaut exceeded the District’s DBE goals for the contract and as a result, the omission of the rejected DBE subcontractors does not have a substantive bearing on their bid.

[23:36 Minutes Mark on the Audio Recording]

The following individual made public comments:

- David Pilpel, San Francisco Resident

(a) Action by the Committee

RECOMMENDATION

Staff recommended and the Committee concurred by motion made and seconded by **Directors COCHRAN/HILL** to reject the bid protest submitted by Ghilotti Bros. Inc.

AYES (8): Chair Garbarino; Directors Cochran, Giudice, Hernández, Hill, Rodoni and Thier; President Thériault.
NOES (0): None.
ABSENT (4): Vice-Chair Mastin; Directors Conroy, Pahre and Rabbitt.

Action by the Board at its meeting of April 28, 2023 – Resolution

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

RECOMMENDATION

The Building and Operating Committee recommends that the Board of Directors approve the following actions relative to Contract No. 2022-B-114, *Golden Gate Bridge Toll Plaza Pavement Overlay*, as follows:

- (i) Approve award of Contract No. 2022-B-114, to Argonaut Constructors of Santa Rosa, CA in the amount of \$3,024,389;
- (ii) Establish a construction contingency for Contract No. 2022-B-114 in the amount of \$453,000 equal to 15% of the contract award amount; and,
- (iii) Authorize an increase in the amount of \$627,389 in the FY 2022/23 Bridge Division Capital Budget for Project # 1722, *Toll Plaza Pavement Overlay*, for a revised total project budget of \$4,127,389.

This matter will be presented to the Finance-Auditing Committee at its April 27, 2023, meeting for concurrence with the second recommendation, and the Board of Directors with both recommendations at its April 28, 2023, meeting for appropriate action.

**Action by the Board at its meeting of April 28, 2023 – Resolution
Refer to Finance-Auditing Committee meeting of April 27, 2023**

- AYES (8):** Chair Garbarino; Directors Cochran, Giudice, Hernández, Hill, Rodoni and Thier; President Thériault.
- NOES (0):** None.
- ABSENT (4):** Vice-Chair Mastin; Directors Conroy, Pahre and Rabbitt.

Director Thier stated that she has a conflict of interest and is leaving the meeting.

[Director Thier departed.]

- (4) **Approve Actions Relative to Professional Services Agreement No. 2017-B-15, Golden Gate Bridge Toll Gantry Design Services, with AECOM** [28:01 Minutes Mark on the Audio Recording]

District Engineer Ewa Bauer-Furbush presented the staff report.

[35:00 Minutes Mark on the Audio Recording]

President Thériault commented about the specific nature of the design and expressed his hope that the District will have a more flexible and adaptable design in the future.

Mr. Wire responded to the President's comments, and confirmed that AECOM is designing a more flexible gantry.

[36:31 Minutes Mark on the Audio Recording]

The following individual made public comments:

- David Pilpel, San Francisco Resident

- (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 Building and Operating Committee recommends that the Board of Directors approve the following actions relative to the Professional Services Agreement No. 2017-B-15, *Golden Gate Bridge Toll Gantry Design Services*:

- (i) Authorize execution of the Seventh Amendment to Professional Services Agreement (PSA) No. 2017-B-15, *Golden Gate Bridge Toll Gantry Design Services*, with AECOM, Oakland, CA, in an amount not-to-exceed \$291,662.17, for additional design services, for the total PSA amount of \$1,520,708.65, and,

BUILDING AND OPERATING COMMITTEE
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(ii) Establish a 10% contingency for the amendment in the amount of \$29,170;

with the understanding that sufficient funds to finance the Seventh Amendment to the PSA and its contingency are available in the budget for the Toll Plaza Gantry Construction Project (Project #1820).

Action by the Board at its meeting of April 28, 2023 – Resolution

AYES (7): Chair Garbarino; Directors Cochran, Giudice, Hernández, Hill and Rodoni; President Thériault.
NOES (0): None.
ABSENT (5): Vice-Chair Mastin; Directors Conroy, Pahre, Rabbitt and Thier.

[Director Thier returned.]

(5) Discussion and Possible Action Relative to the Naming of a New Ferry Vessel [38:44 Minutes Mark on the Audio Recording]

Deputy General Manager, Ferry Division Michael Hoffman presented the staff report.

Mr. Mulligan added that historically the District has selected the name of a place for the ferries and staff recommends this approach.

[41:06 Minutes Mark on the Audio Recording]

Chair Garbarino expressed appreciation for the presentation.

Director Cochran spoke about his involvement with naming exercises. He suggested the name of “The City” and possibly the names of the county seats. He also suggested that the Board get input from the public.

Director Thier inquired about the history of naming District vessels and requested the names of the other ferries.

Director Giudice stated he is familiar with Olompali State Park and he understands the Olompali name means “southern village or people.” He spoke about the value of showing respect for indigenous tribes. He also spoke about the Federated Indians of Graton Rancheria (FIGR), and their positive effect on Rohnert Park. He added that the Board could consider shifting the District’s business model and capture more of the recreational travel of tourists. He encouraged the Committee to take this step respectfully.

President Thériault commented that people have a practice of honoring the earlier inhabitants of the land and spoke about the value of the practice. He stated that he understands that Olompali is a village that goes back a thousand years, and the name fits into the tradition of naming ferry vessels after places.

Director Hill expressed support for the Olompali name.

BUILDING AND OPERATING COMMITTEE
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Director Thier echoed the comments of Director Giudice and President Thériault. She spoke about the value of honoring the first inhabitants of the land, and said she is pleased to be part of the naming effort.

[44:06 Minutes Mark on the Audio Recording]

Mr. Mulligan reviewed some of the history and provided the names of the District's vessels: *Golden Gate* (two different vessels), *San Francisco*, *Marin*, *Sonoma*, *Del Norte*, *Mendocino*, *Napa*.

[54:12 Minutes Mark on the Audio Recording]

The following individuals made public comments.

- David Pilpel, San Francisco Resident
- James Mastin, Director and Mendocino County Resident

(a) Action by the Committee

Directors THÉRIAULT/THIER moved and seconded to forward the following recommendation to the Board of Directors for its consideration:

RECOMMENDATION

The Building and Operating Committee recommends that the Board of Directors approve the selection of the name of *Motor Vessel (M.V.) Olompali* for the Golden Gate Bridge, Highway and Transportation District's new ferry vessel, and authorize the official filing of the name with the United States Coast Guard with the understanding that upon approval staff will seek permission to use the name *Olompali*.

Action by the Board at its meeting of April 28, 2023 – Resolution

AYES (8): Chair Garbarino; Directors Cochran*, Giudice, Hernández, Hill, Rodoni** and Thier; President Thériault.
NOES (0): None.
ABSENT (4): Vice-Chair Mastin; Directors Conroy, Pahre and Rabbitt.

*Director Cochran commented about the Yurok in Del Norte County, and said he would like the Board to consider naming future ferries after the Yurok.

**Director Rodoni requested the Board add Coast Miwok to a list of possible names for ferries in the future.

(6) Approve Actions Relative to Award of Contracts No. 2023-D-129, Maximo Managed Services and On-Call Professional Services [58:19 Minutes Mark on the Audio Recording]

Chief Technology Director Fang Lu presented the staff report.

[01:06:01 Hour Mark on the Audio Recording]

Chair Garbarino expressed appreciation for the in-depth report.

Director Thier inquired about the DBE percentage and inquired about the District setting Local Business Enterprise (LBE) goals. She commented about jurisdiction processes for certifying LBE organizations, and LBE organizations' contributions to the community.

Mr. Mulligan responded to the Director's inquiries. Mr. Mulligan clarified that under State law, the District cannot establish a DBE goal on a contract that does not have federal funding. He said that the Board could discuss the possibility of having LBE goals and spoke about some of the complexities of LBE goals for the District as a multi-county agency.

(a) Action by the Committee

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

RECOMMENDATION

The Building and Operating Committee recommends that the Board of Directors approve actions relative to award of Contracts No. 2023-D-129, *Maximo Managed Services and On-Call Professional Services*, as follows:

- (i) Authorize award of Managed Services for the Golden Gate Bridge, Highway and Transportation District's (District) Maximo Asset Management software application, relative to Contract No. 2023-D-129-01, with A3J Group LLC of Tampa, FL, for a three-year base term, with up to two additional one-year option terms, for a total not-to-exceed amount of \$840,000; and,
- (ii) Authorize award of On-Call Maximo Professional Services for the District's Maximo Asset Management software application, relative to Contracts No. 2023-D-129, to:
 - a. A3J Group LLC, Tampa, FL (Contract No. 2023-D-129-02);
 - b. Interloc Solutions Inc., Folsom, CA (Contract No. 2023-D-129-03);
 - c. Maven Asset Management, Lutz, FL (Contract No. 2023-D-129-04); and,
 - d. ZPro Solutions Inc., Sacramento, CA (Contract No. 2023-D-129-05);

for a three-year base term, with up to two additional one-year option terms, for a total aggregate not-to-exceed amount of \$750,000 for the five-year term.

Action by the Board at its meeting of April 28, 2023 – Resolution

AYES (8): Chair Garbarino; Directors Cochran, Giudice, Hernández, Hill, Rodoni and Thier; President Thériault.
NOES (0): None.

ABSENT (4): Vice-Chair Mastin; Directors Conroy, Pahre and Rabbitt.

(7) Status Report from Board Appointee(s) on Sonoma-Marin Area Rail Transit Board
[01:09:55 Hour Mark on the Audio Recording]

Chair Garbarino provided a Sonoma-Marin Area Rail Transit (SMART) Board status report, which was for informational purposes only and no action was taken. Directors Pahre and Rabbitt added to her report.

[01:12:47 Hour Mark on the Audio Recording]

President Thériault inquired about Butter and Egg Days.

Chair Garbarino stated the Butter and Egg Days honor Petaluma's heritage.

(8) Status Report on Engineering Projects **[01:14:43 Hour Mark on the Audio Recording]**

District Engineer Ewa Bauer-Furbush presented a status report, which was for informational purposes only and no action was taken.

(9) Public Comment

There was no public comment.

(10) Adjournment **[01:15:37 Hour Mark on the Audio Recording]**

All business having been concluded, **Directors HILL/COCHRAN** moved and seconded that the meeting be adjourned at 10:19 a.m.

Carried

Respectfully submitted,

Patricia Garbarino, Chair
Building and Operating Committee

PG:AMK:EIE:tnm

April 27, 2023



MINUTES OF THE FINANCE-AUDITING COMMITTEE

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

Honorable Members:

The Finance-Auditing Committee (Committee) of the Golden Gate Bridge, Highway and Transportation District (District) met in regular session at the United Irish Cultural Center, St. Francis Room, 2700 45th Avenue, San Francisco, CA, on Thursday, April 27, 2023, at 10:26 a.m., with President and Acting Chair Thériault presiding. A remote audio option for public participation was available.

- (1) **Call to Order:** 10:26 a.m. **[00:15 Minutes Mark on the Audio Recording]**
- (2) **Roll Call:** Secretary of the District Amorette M. Ko-Wong. **[00:26 Minutes Mark on the Audio Recording]**

Committee Members Present (5): President and Acting Chair Thériault; Directors Cochran, Giudice, Hernández and Rodoni.

Committee Members Absent (3): Chair Rabbitt; Vice Chair Pahre; Director Grosboll.

Other Directors Present (3): Directors Garbarino, Hill and Thier.

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 Michael Hoffman; Deputy General Manager/Administration and Development Kellee Hopper; Executive Administrator to the General Manager Justine Bock; Senior Board Analyst Elizabeth Eells.

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FINANCE-AUDITING COMMITTEE
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President and Acting Chair Thériault stated he would welcome comments and questions from all Directors present at the meeting.

(3) Ratification of Previous Actions by the Auditor-Controller [01:18 Minutes Mark on the Audio Recording]

PFM Senior Managing Consultant Wale Kajopaiye presented the Investment Report.

(a) Action by the Committee

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

RECOMMENDATION

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

- (i) There are no commitments and/or expenditures to ratify for the period of March 1, 2023 through March 31, 2023;
- (ii) Ratify investments made during the period March 14, 2023 through April 17, 2023;
- (iii) Authorize the reinvestment, within the established policy of the Board, of any investments maturing between April 17, 2023 and May 8, 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 March 2023.

Action by the Board at its meeting of April 28, 2023 – Resolution
CONSENT CALENDAR

AYES (5): President and Acting Chair Thériault; Directors Cochran, Giudice, Hernández and Rodoni.

NOES (0): None.

ABSENT (3): Chair Rabbitt; Vice Chair Pahre; Director Grosboll.

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

(a) Budget Increase in the FY 22/23 Bridge Division Capital Budget for Project #1722, Toll Plaza Pavement Overlay [07:43 Minutes Mark on the Audio Recording]

District Engineer Ewa Bauer-Furbush presented the staff report.

(i) Action by the Committee

FINANCE-AUDITING COMMITTEE
APRIL 27, 2023/PAGE 3

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 recommends, in concurrence with the Building and Operating Committee at its meeting on April 27, 2023, that the Board of Directors authorize an increase in the FY 22/23 Bridge Division Capital Budget, in the amount of \$627,389 for Project # 1722, *Toll Plaza Pavement Overlay*.

Action by the Board at its meeting of April 28, 2023 – Resolution
Refer to Building and Operating Committee Meeting of April 27, 2023
NON-CONSENT CALENDAR

AYES (5): President and Acting Chair Thériault; Directors Cochran, Giudice, Hernández and Rodoni.
NOES (0): None.
ABSENT (3): Chair Rabbitt; Vice Chair Pahre; Director Grosboll.

(5) Authorize Actions Related to Grant Programs

No actions required authorization.

(6) Authorize Execution of an Extension to the Commercial Paper Line of Credit Agreement with JPMorgan Chase Bank [10:26 Minutes Mark on the Audio Recording]

Auditor-Controller Joseph Wire presented the staff report. He reviewed the history of the Commercial Paper Program (CP Program) and Line of Credit Agreement. He said the CP Program will be in place until funding is secured for the final phase of the Seismic Retrofit project.

(a) Action by the Committee

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

RECOMMENDATION

The Finance-Auditing Committee recommends that the Board of Directors authorize the execution of an extension of the Line of Credit with JPMorgan Chase Bank, for the Commercial Paper Program, at a cost of 0.43% per annum, for a total cost of approximately \$666,000, for the period of June 29, 2023, through June 29, 2025.

**Action by the Board at its meeting of April 28, 2023 – Resolution
NON-CONSENT CALENDAR**

AYES (5): President and Acting Chair Thériault; Directors Cochran, Giudice, Hernández and Rodoni.

NOES (0): None.

ABSENT (3): Chair Rabbitt; Vice Chair Pahre; Director Grosboll.

(7) **Annual Review of the District’s 457(b) Deferred Compensation and 401(a) Defined Contribution Programs [14:53 Minutes Mark on the Audio Recording]**

Auditor-Controller Joseph Wire presented the staff report, which was for informational purposes only and no action was taken. He stated that staff works closely with Mission Square and NFP Retirement, Inc. to monitor these plans.

(8) **Receive the Independent Auditor's Engagement Letter for the Annual Financial Audit & Single Audit for the Year Ending June 30, 2023, as Submitted by Eide Bailly, LLP [18:36 Minutes Mark on the Audio Recording]**

Auditor-Controller Joseph Wire presented the staff report.

[20:24 Minutes Mark on the Audio Recording]

President and Acting Chair Thériault inquired about the first two sentences in the last paragraph on the first page of the Attachment (page 31 of the meeting packet). He stated that he believes something is missing from these two sentences. He inquired about the possibility of continuing this item until the next month.

Mr. Wire responded that he would like to ask the Eide Bailly representatives to correct these two sentences for the Committee, and the Committee could wait to consider the item in May.

[22:30 Minutes Mark on the Audio Recording]

The following individual spoke under public comment:

- Barbara Pahre, Director and Napa County Resident (remotely)

Mr. Wire responded to the public comment. He stated that Governmental Accounting Standards Board (GASB) requirements allow the District to continue with the same accounting firm if the firm regularly changes the partner leading the audit. He said that Eide Bailly changes partners and often changes team members.

Directors COCHRAN/HERNÁNDEZ moved and seconded to continue consideration of this item until the next Committee meeting.

Carried

AYES (5): President and Acting Chair Thériault; Directors Cochran, Giudice, Hernández and Rodoni.

NOES (0): None.

ABSENT (3): Chair Rabbitt; Vice Chair Pahre; Director Grosboll.

(9) **Status Report on the FY 22/23 Budget [26:01 Minutes Mark on the Audio Recording]**

Auditor-Controller Joseph Wire presented the staff report, which was for informational purposes only and no action was taken. He stated that the report has updated Bridge, Bus and Ferry traffic, ridership and revenue.

[27:12 Minutes Mark on the Audio Recording]

The following individual spoke under public comment:

- David Pilpel, San Francisco Resident (remotely)

(10) **Monthly Review of Golden Gate Bridge Traffic/Tolls and Bus and Ferry Transit Patronage/Fares (for Nine Months Ending March 2023) [28:43 Minutes Mark on the Audio 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 (on page 71 of the meeting packet). He pointed out the charts that show the changes in revenues and expenses from prior years (starting on page 73).

(11) **Monthly Review of Financial Statements (for Nine Months Ending March 2023) [32:38 Minutes Mark on the Audio 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 reviewed the changes in revenues and expenses from prior years (on page 79) and highlighted that the deficit is lower than the prior year and projections. He reviewed the Capital Programs and Expenditures (on page 89).

(12) **Review of the District's FY 22/23 Third Quarterly Report of Judgments or Settled Claims [37:11 Minutes Mark on the Audio Recording]**

Attorney Manolius presented the staff report, which was for informational purposes only and no action was taken.

(13) **Review of the Auditor-Controller's FY 22/23 Third Quarterly Report on Authorized Budget Adjustments and Budget Transfers Under the General Manager's Authority [38:09 Minutes Mark on the Audio Recording]**

Auditor-Controller Joseph Wire presented the staff report, which was for informational purposes only and no action was taken.

(14) **Review of the Auditor-Controller’s FY 22/23 Third Quarterly Report on Procurement Actions Under the General Manager’s Authority** [39:04 Minutes Mark on the Audio Recording]

Auditor-Controller Joseph Wire presented the staff report, which was for informational purposes only and no action was taken.

President and Acting Chair Thériault stated that he would like to take Public Comment out of order before the Closed Session.

(15) **Public Comment**

There were no public comments.

(16) **Closed Session** [40:48 Minutes Mark on the Audio Recording]

Attorney Kimon Manolius, at the request of President and Acting Chair Thériault, 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. 15(a):

(a) **Conference with Legal Counsel – Existing Litigation**

Pursuant to Government Code Section 54956.9(a)

Report of Athens Administrators, Inc.

(i) *Antoine Chatman v. Golden Gate Bridge, Highway and Transportation District.*

[41:57 Minutes Mark on the Closing Audio Recording]

After Closed Session, President and Acting Chair Thériault called the meeting to order in Open Session with a quorum present. Attorney 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.

(17) **Adjournment** [42:14 Minutes Mark on the Audio Recording]

All business having been concluded **Directors GIUDICE/HERNÁNDEZ** moved and seconded that the meeting be adjourned at 11:11 a.m.

Carried

Respectfully submitted,

Michael Thériault, President and Acting Chair
Finance-Auditing Committee

MT:AMK:EIE:tnm

GOLDEN GATE BRIDGE, HIGHWAY AND TRANSPORTATION DISTRICT

MEMORANDUM OF MINUTES

BOARD OF DIRECTORS MEETING

APRIL 28, 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 United Irish Cultural Center, St. Francis Room, 2700 45th Avenue, San Francisco, CA, on Friday, April 28, 2023, at 10:15 a.m., 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. **[00:13 Minutes Mark on the Audio Recording]**

Directors Present (13): Directors Dorsey, Garbarino, Giudice, Grosboll, Hernández, Moulton-Peters, Rabbitt, Safaí, Stefani and Thier; Second Vice President Hill; First Vice President Cochran; President Thériault.

Directors Absent (6): Directors Conroy, Engardio, Mastin, Pahre, Rodoni and Snyder.

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 Michael Hoffman; Deputy General Manager/Administration and Development Kellee Hopper; Executive Administrator to the General Manager Justine Bock; Senior Board Analyst Elizabeth Eells.

- (3) **PLEDGE OF ALLEGIANCE:** Director Elbert Hill **[01:31 Minutes Mark on the Audio Recording]**

**BOARD OF DIRECTORS MEETING
APRIL 28, 2023/PAGE 2**

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: [02:03 Minutes Mark on the Audio Recording]

President Thériault confirmed that the people making public comments could have three minutes each in which to make their comments.

[02:12 Minutes Mark on the Audio Recording]

The following individuals spoke under Public Comment:

- David Pilpel, San Francisco Resident (in-person)
- Dave Rhody, The Climate Reality Project (in-person)
- Kymberlyrenee Gamboa, Sacramento County Resident (remotely)
- Warren Wells, Marin County Bicycle Coalition (remotely)

[11:27 Minutes Mark on the Audio Recording]

President Thériault reminded Mr. Wells about providing him with information about possible grant opportunities. General Manager Denis Mulligan thanked the speakers and responded to their comments. He said District staff would be pleased to work with the Marin County Bicycle Coalition to apply for grant funding for bicycle improvements.

Director Hill commented about working with the California Department of Transportation (Caltrans) to seek grant funding for Alexander Avenue improvements.

(5) CONSENT CALENDAR: [13:25 Minutes Mark on the Audio Recording]

Directors HERNÁNDEZ/GARBARINO 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, Garbarino, Giudice, Grosboll, Hernández, Moulton-Peters, Rabbitt, Safaí, Stefani and Thier; Second Vice President Hill; First Vice President Cochran; President Thériault.

NOES (0): None.

ABSENT (6): Directors Conroy, Engardio, Mastin, Pahre, Rodoni and Snyder.

(A) Approve the Minutes of the following Meetings:

- (1) Building and Operating Committee of March 23, 2023;
- (2) Finance-Auditing Committee of March 23, 2023;
- (3) Rules, Policy and Industrial Relations Committee of March 23, 2023; and,
- (4) Board of Directors of March 24, 2023.

Carried

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

Resolution No. 2023-028 (as detailed in the April 27, 2023, Finance-Auditing Committee meeting)

**BOARD OF DIRECTORS MEETING
APRIL 28, 2023/PAGE 3**

- (1) Ratifies Commitments and/or Expenditures
- (2) Ratifies Previous Investments
- (3) Authorizes Reinvestments
- (4) Accepts Investment Report for March 2023

Adopted

(6) REPORTS OF OFFICERS:

(A) General Manager [14:36 Minutes Mark on the Audio Recording]

Mr. Mulligan presented the General Manager Report. He announced that DBE Program Administrator Artemise Davenport has been elected as the Vice President of the Northern California chapter of COMTO (the Conference of Minority Transportation Officials) and he congratulated her.

He spoke about Bridge traffic, and bus and ferry ridership and the associated revenue. He said the San Francisco office vacancy rate is about 29% and spoke about how recreational and tourist travel has rebounded. He indicated that overall bus ridership is about 42% and commuter ridership is about 17% of pre-pandemic levels. He said that ferry ridership is about 46% of pre-pandemic levels, and includes many recreational opportunities. He noted that revenues are down about \$1 million per week.

Mr. Mulligan recognized Darryn Silveria and Paul Merkouris for their District service.

[21:12 Minutes Mark on the Audio Recording]

Director Grosboll inquired about customer complaints related to reduced transit service.

Director Garbarino thanked Mr. Mulligan for acknowledging Mr. Merkouris.

Director Moulton-Peters inquired about Golden Gate Transit bus Route 114 and commented about the possibility of the District having a Tuesday, Wednesday and Thursday transit schedule.

Director Rabbitt commented about the Sonoma Marin Area Rail Transit (SMART) Tuesday, Wednesday and Thursday schedule. He said that in the meeting of the Finance Subcommittee of the Strategic Planning Advisory Committee, the members had discussed the idea of having a right size and time transit schedule.

Director Thier inquired about commute bus service and how frequently management assesses ridership and considers making changes.

Mr. Mulligan responded to the Directors inquiries. He said that the District typically only gets complaints when a scheduled transit trip is missed, and confirmed that staff looks at ridership statistics on an on-going basis. He responded that the Ferry collective bargaining agreements give the District the flexibility to modify the work schedule. He confirmed staff assesses bus and ferry transit ridership on a daily basis and makes changes every three to six months. He spoke about regional and recreational travel demand.

President Thériault thanked Mr. Mulligan for the report.

(B) Attorney [27:31 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 [27:47 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 a number of projects including the:

- Suicide Deterrent System (SDS);
- Toll Plaza Administration Building Elevator;
- Bridge rope inspections;
- Bridge painting at the north end;
- Toll Plaza Administration Building Door and Window Rehabilitation; and
- Toll Plaza Pavement Overlay.

In addition, she showed an example of an aluminum clip, which was used for wind tunnel testing and described how the manufactured clips will be installed on the Bridge to mitigate the sound emanating from the Bridge.

[38:40 Minutes Mark on the Audio Recording]

Director Hill and President Thériault inquired about how the aluminum clips will function.

Ms. Bauer-Furbush responded to the inquiries.

(7) OTHER REPORTS:

There were no Other Reports to discuss.

(8) REPORT OF COMMITTEES: [39:41 Minutes Mark on the Audio Recording]

(A) Meeting of the Building and Operating Committee [39:46 Minutes Mark on the Audio Recording]

April 27, 2023

Chair Patricia Garbarino

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

Chair Garbarino expressed appreciation for the discussion of the day before. She said Attorney Manolius would explain the protest that was received for this item.

(1) **Approve Actions Relative to Award of Contract No. 2022-B-114, Golden Gate Bridge Toll Plaza Pavement Overlay, to Argonaut Constructors** [40:27 Minutes Mark on the Audio Recording]

Attorney Manolius reviewed the Ghilotti Bros. Inc protest regarding staff's recommendation to award the project to Argonaut Constructors received on April 24, 2023. He said that staff recommended and the Building and Operating Committee approved denial of the protest. He outlined his colleague Attorney Nicole Witt's explanation from the day before. He said that in evaluating the protest, both the Engineering and Legal teams looked at a number of factors including:

- Responsiveness to the bid documents; and
- Responsibility of the bidder.

He noted that Ghilotti made a number of allegations, five of which are regarding responsiveness. He said that three of these allegations are not really applicable, and the other two are minor irregularities which can be waived by the District. He further stated that the District team does not agree with Ghilotti's other responsibility related allegation that Argonaut is not qualified is to do the concrete work.

He said that the Building and Operating Committee recommends the protest be rejected and the contract awarded to Argonaut Constructors.

Chair Garbarino reviewed the Committee's recommendation as outlined below.

[43:02 Minutes Mark on the Audio Recording]

Director Grosboll inquired about the District's experience with Argonaut Constructors.

Mr. Mulligan stated that Argonaut Constructors recently repaved the District's Santa Rosa bus parking lot, and both contractors are excellent local union contractors that perform well.

Directors GARBARINO/GIUDICE

Resolution No. 2023-029 approves the following actions relative to Contract No. 2022-B-114, *Golden Gate Bridge Toll Plaza Pavement Overlay*, as follows:

- (a) Rejects the Bid Protest submitted by Ghilotti Bros. Inc.;
- (b) Approves award of Contract No. 2022-B-114, to Argonaut Constructors of Santa Rosa, CA in the amount of \$3,024,389;
- (c) Establishes a construction contingency for Contract No. 2022-B-114 in the amount of \$453,000 equal to 15% of the contract award amount; and,

**BOARD OF DIRECTORS MEETING
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- (d) Authorizes an increase in the amount of \$627,389 in the FY 2022/23 Bridge Division Capital Budget for Project # 1722, *Toll Plaza Pavement Overlay*, for a revised total project budget of \$4,127,389.

Adopted

AYES (13): Directors Dorsey, Garbarino, Giudice, Grosboll, Hernández, Moulton-Peters, Rabbitt, Safaí, Stefani and Thier; Second Vice President Hill; First Vice President Cochran; President Thériault.

NOES (0): None.

ABSENT (6): Directors Conroy, Engardio, Mastin, Pahre, Rodoni and Snyder.

Director Thier stated she has a conflict of interest and would leave the meeting.

[Directors Safaí and Thier departed.]

- (2) **Approve Actions Relative to Professional Services Agreement No. 2017-B-15, Golden Gate Bridge Toll Gantry Design Services, with AECOM [44:27 Minutes Mark on the Audio Recording]**

Directors GARBARINO/GIUDICE

Resolution No. 2023-030 approves the following actions relative to the Professional Services Agreement No. 2017-B-15, *Golden Gate Bridge Toll Gantry Design Services*:

- (a) Authorizes execution of the Seventh Amendment to Professional Services Agreement (PSA) No. 2017-B-15, *Golden Gate Bridge Toll Gantry Design Services*, with AECOM, Oakland, CA, in an amount not-to-exceed \$291,662.17, for additional design services, for the total PSA amount of \$1,520,708.65, and,
- (b) Establishes a 10% contingency for the amendment in the amount of \$29,170;

with the understanding that sufficient funds to finance the Seventh Amendment to the PSA and its contingency are available in the budget for the Toll Plaza Gantry Construction Project (Project #1820).

Adopted

AYES (11): Directors Dorsey, Garbarino, Giudice, Grosboll, Hernández, Moulton-Peters, Rabbitt, and Stefani; Second Vice President Hill; First Vice President Cochran; President Thériault.

NOES (0): None.

ABSENT (8): Directors Conroy, Engardio, Mastin, Pahre, Rodoni, Safaí, Snyder and Thier.

[Director Thier returned.]

(3) **Discussion and Possible Action Relative to the Naming of a New Ferry Vessel [45:57 Minutes Mark on the Audio Recording]**

[45:40 Minutes Mark on the Audio Recording]

Director Hernández expressed appreciation for the Committee's discussion and said she supports this item. She indicated that Ferry staff were surveyed, and their top choice was different than the one selected by the Committee. She expressed appreciation for Ferry Division staff's participation. She noted there was a lengthy discussion, new information was brought forward, and this new information led to the Committee recommending the name of *Olompali*.

Chair Garbarino thanked Director Hernández for her comments, and she also expressed appreciation for Ferry Division staff.

Director Giudice expressed appreciation and support for Director Hernández's comments. He said he is passionate about recognizing and acknowledging the indigenous people in the region. He thanked the other Board members for their support of the name *Olompali*.

Directors GARBARINO/GIUDICE

Resolution No. 2023-031 approves the selection of the name of *Motor Vessel (M.V.) M.V. Olompali*, for the Golden Gate Bridge, Highway and Transportation District's new ferry vessel and authorizes the official filing of the name with the United States Coast Guard, with the understanding that upon approval, staff will seek permission to use the name *Olompali*.

Adopted

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

NOES (0): None.

ABSENT (7): Directors Conroy, Engardio, Mastin, Pahre, Rodoni, Safaí and Snyder.

(4) **Approve Actions Relative to Award of Contracts No. 2023-D-129, Maximo Managed Services and On-Call Professional Services [50:14 Minutes Mark on the Audio Recording]**

Directors GARBARINO/THIER

Resolution No. 2023-032 approves actions relative to award of Contracts No. 2023-D-129, *Maximo Managed Services and On-Call Professional Services*, as follows:

(a) Authorizes award of Managed Services for the Golden Gate Bridge, Highway and Transportation District's (District) Maximo Asset Management software application, relative to Contract No. 2023-D-129-01,

**BOARD OF DIRECTORS MEETING
APRIL 28, 2023/PAGE 8**

with A3J Group LLC of Tampa, FL, for a three-year base term, with up to two additional one-year option terms, for a total not-to-exceed amount of \$840,000; and,

- (b) Authorizes award of On-Call Maximo Professional Services for the District's Maximo Asset Management software application, relative to Contracts No. 2023-D-129, to:
- (i) A3J Group LLC, Tampa, FL (Contract No. 2023-D-129-02);
 - (ii) Interloc Solutions Inc., Folsom, CA (Contract No. 2023-D-129-03);
 - (iii) Maven Asset Management, Lutz, FL (Contract No. 2023-D-129-04); and,
 - (iv) ZPro Solutions Inc., Sacramento, CA (Contract No. 2023-D-129-05);

for a three-year base term, with up to two additional one-year option terms, for a total aggregate not-to-exceed amount of \$750,000 for the five-year term.

Adopted

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

NOES (0): None.

ABSENT (7): Directors Conroy, Engardio, Mastin, Pahre, Rodoni, Safaí and Snyder.

Chair Garbarino commented about the Sonoma Marin Area Rail Transit (SMART) ridership of 2,666, a post pandemic record.

- (B) **Meeting of the Finance-Auditing Committee [52:59 Minutes Mark on the Audio Recording]**
April 27, 2023
Chair David Rabbitt

Chair Rabbitt thanked President Thériault for being the Acting Chair at the Finance-Auditing Committee and Other Post Employment Benefits (OPEB) Trust Board meetings of the day before.

He stated that the Committee requested that the auditors clarify their letter and continued Item No. 8.B.2, Receive the Independent Auditor's Engagement Letter for the Annual Financial Audit & Single Audit for the Year Ending June 30, 2023, as Submitted by Eide Bailly, LLP, until next month.

- (1) **Authorize Execution of an Extension to the Commercial Paper Line of Credit Agreement with JPMorgan Chase Bank [53:38 Minutes Mark on the Audio Recording]**

Directors RABBITT/COCHRAN

Resolution No. 2023-033 authorizes the execution of an extension of the Line of Credit (“Agreement”) with JPMorgan Chase Bank, for the Commercial Paper Program, at a cost of 0.43% per annum, for a total cost of approximately \$666,000, for the period of June 29, 2023, through June 29, 2025.

Adopted

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

NOES (0): None.

ABSENT (7): Directors Conroy, Engardio, Mastin, Pahre, Rodoni, Safaí and Snyder.

(C) Meeting of the Governmental Affairs and Public Information Committee/ Committee of the Whole [55:10 Minutes Mark on the Audio Recording] April 28, 2023
Chair Gerald Cochran

President Theriault stated that the following item was discussed at the Governmental Affairs and Public Information Committee meeting of earlier that day.

(1) Discussion and Possible Action Regarding the Brown Act-Related Bills [55:20 Minutes Mark on the Audio Recording]

Directors COCHRAN/HERNÁNDEZ

Resolution No. 2023-034 approves support for Senate Bill 537 and Assembly Bill 817 as currently drafted and amended, relative to the Brown Act.

Adopted

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

NOES (0): None.

ABSENT (7): Directors Conroy, Engardio, Mastin, Pahre, Rodoni, Safaí and Snyder.

(9) ADDRESSES TO BOARD:

There were no Addresses to Board.

(10) SPECIAL ORDER OF BUSINESS:

(A) Strategic Planning Advisory Subcommittee Reports [57:22 Minutes Mark on the Audio Recording]

**BOARD OF DIRECTORS MEETING
APRIL 28, 2023/PAGE 10**

President Thériault said that four Subcommittees of the Strategic Planning Advisory Committee were formed and the members were asked to brainstorm ideas for the Strategic Plan. He noted that these ideas have not yet been evaluated in terms of practicality and budget.

Labor/Employee Subcommittee Chair Hernández reported the Subcommittee members included Directors Mastin, Pahre and Thier. She said the group met a couple of times and had several discussions with Attorney Manolius. They discussed a number of topics that include a) build trust and foster mutual respect between District leadership, staff and labor partners; b) increase opportunities for engagement between District Divisions; c) improve workplace conditions for employees; and d) evaluate ways to increase employee participation in the decision-making process with more direct input. She also said that they returned to the topic of acknowledging and appreciating staff more and providing more visibility for staff.

Finance Revenue and Expenditure Subcommittee Chair Rabbitt reported the Subcommittee members included Directors Cochran, Pahre and Snyder. He said the group met a couple of times, communicated between meetings, and developed 36 ideas. He outlined their ideas which include a) potential new fees; b) dynamic pricing on bus routes; c) offer three or four day commute transit passes; d) docent led Bridge tours; e) [after legislation,] charge for Vista Point parking; f) pass a sales tax measure; and g) install solar. He said they envision some of these initiatives could work together to achieve District revenue goals.

Transportation (including Bridge, Bus and Ferry) Subcommittee Chair Hill reported the Subcommittee members included Directors Mastin, Moulton-Peters and Rodoni. He said the Subcommittee developed 40 possible initiatives that include a) offer a transit service schedule for Tuesdays, Wednesdays and Thursdays; b) have different size vehicles; c) make use of a multi-modal transportation tool that provides riders with a complete trip using different modes; d) operate buses with higher farebox recovery rates; e) expand parking options by using other organization's lots; and f) use transponders for dynamic tolling. He said like the Finance Revenue and Expenditure Subcommittee, the group also considered whether there are different ways to achieve funding objectives through other funding mechanisms such as taxes and fees.

Environment and Climate Change Mitigation/Adaptation Subcommittee Chair Garbarino reported the Subcommittee members included Directors Grosboll, Moulton-Peters and Thier. She expressed appreciation for the members and their staff support from Senior Board Analyst Elizabeth Eells. She reviewed the overarching initiatives that include a) have staff report on what the District has achieved in the area; b) involve the public and solicit their ideas; c) look at how current and projected ridership could affect the District's approach to vehicles; d) for all modes, conduct a study of various power sources including electric, hydrogen, other alternatives; e) promote bicycle use more; f) develop a long term alternative energy plan for buses, ferries and other; and g) in the implementation phase, educate the public on various modes with visual aids showing energy use and carbon offset benefits, utilize community based social marketing, and have a staff member dedicated to energy and climate practices.

**BOARD OF DIRECTORS MEETING
APRIL 28, 2023/PAGE 11**

President Thériault expressed appreciation to the Subcommittee leads and members. He emphasized the ideas are very preliminary. He said the Strategic Planning Advisory Committee will engage the public in the process in the near future.

[01:12:47 Hour Mark on the Audio Recording]

The following individual spoke under public comment:

- David Pilpel, San Francisco Resident

(11) UNFINISHED BUSINESS:

There was no Unfinished Business.

(12) NEW BUSINESS:

There was no New Business.

(13) COMMUNICATIONS: [01:16:16 Hour Mark on the Audio 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 Thériault asked for the communication from Tom Hsieh, Jr.

(14) ADJOURNMENT: [01:16:30 Hour Mark on the Audio Recording]

Director Hernández stated that Workers Memorial Day is commemorated on April 28 and she invited the Board members to join her in recognizing the day.

All business having been concluded **Directors HILL/THIER** moved and seconded that the meeting be adjourned in honor of former Bridge Lieutenant Roger Oules, Wendy Valdez, and Bruce Belding at 11:33 a.m.

Carried

Respectfully submitted,

Amorette M. Ko-Wong
Secretary of the District

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May 18, 2023



MINUTES OF THE RULES, POLICY AND INDUSTRIAL RELATIONS COMMITTEE

These minutes are supplemented by the audio recording that is posted online at:

<https://www.goldengate.org/district/board-of-directors/meeting-documents>.

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

Honorable Members:

The Rules, Policy, and Industrial Relations Committee (Committee) 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 Thursday, May 18, 2023, at 9:02 a.m., Chair Hernández presiding. A remote audio option for public participation was available.

- (1) **Call to Order:** 9:02 a.m.
- (2) **Roll Call:** Secretary of the District Amorette M. Ko-Wong. **[00:14 Minutes Mark on the Audio Recording]**

Committee Members Present (8): Chair Hernández; Vice Chair Garbarino; Director Hill; President Thériault. Directors Cochran, Rodoni, Snyder and Thier were appointed Committee Members Pro Tem for this meeting only.

Committee Members Absent (4): Directors Conroy, Grosboll, Mastin and Pahre.

Chair Hernández appointed all other Board members present to be Committee Members Pro Tem for the meeting.

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 Michael Hoffman; 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 Hernández stated that she is recusing herself, and she asked Vice Chair Garbarino to chair the meeting for the next item.

Director Snyder stated that he is recusing himself for the next item.

[Chair Hernández and Director Snyder departed.]

(3) Adopt a Resolution for Participation in the 401(a) Defined Contribution Plan By Represented Employees in the CalPERS 2% @ 60 Pension Plan [02:06 Minutes Mark on the Audio Recording]

Auditor-Controller Joseph Wire presented the staff report.

[07:34 Minutes Mark on the Audio Recording]

The following individual spoke under public comment:

- David Pilpel, San Francisco Resident (remotely)

(a) Action by Committee

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

RECOMMENDATION

The Rules, Policy and Industrial Relations Committee recommends that the Board of Directors adopt a Resolution to provide for participation in the Golden Gate Bridge, Highway and Transportation District's (District) 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.

Action by the Board at its meeting of May 19, 2023 – Resolution

AYES (6): Vice Chair Garbarino; Directors Cochran, Hill, Rodoni and Thier; President Thériault.

NOES (0): None.

ABSENT (6): Chair Hernández; Directors Conroy, Grosboll, Mastin, Pahre and Snyder.

[Chair Hernández and Director Snyder returned.]

(4) Approve the Rules of the Board, As Amended [10:18 Minutes Mark on the Audio Recording]

**RULES, POLICY AND INDUSTRIAL RELATIONS COMMITTEE
MAY 18, 2023/PAGE 3**

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

[11:36 Minutes Mark on the Audio Recording]

President Thériault expressed appreciation for the redline version of the *Rules of the Board*.

(a) Action by Committee

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

RECOMMENDATION

The Rules, Policy and Industrial Relations Committee recommends that the Board of Directors approve the recodification of the *Rules of the Board* to incorporate amendments approved by the Board of Directors.

Action by the Board at its meeting of May 19, 2023 – Resolution

AYES (8): Chair Hernández; Vice Chair Garbarino; Directors Cochran, Hill, Rodoni, Snyder and Thier; President Thériault.

NOES (0): None.

ABSENT (4): Directors Conroy, Grosboll, Mastin and Pahre.

(5) Public Comment

There were no public comments.

(6) Adjournment [13:46 Minutes Mark on the Audio Recording]

All business having been concluded, **Directors THIER/GARBARINO** moved and seconded that the meeting be adjourned at 9:16 a.m.

Carried

Respectfully submitted,

Sabrina Hernández, Chair
Rules, Policy and Industrial Relations Committee

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May 18, 2023



MINUTES OF THE FINANCE-AUDITING COMMITTEE

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

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

Honorable Members:

The Finance-Auditing Committee (Committee) 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 Thursday, May 18, 2023, at 9:30 a.m., with President and Acting Chair Thériault presiding. A remote audio option for public participation was available.

- (1) **Call to Order:** 9:30 a.m.
- (2) **Roll Call:** Secretary of the District Amorette M. Ko-Wong.

Committee Members Present (8): President and Acting Chair Thériault; Directors Cochran, Hernández and Rodoni; Directors Garbarino, Hill, Snyder and Thier were appointed Committee Members Pro Tem for this meeting only.

Committee Members Absent (4): Chair Rabbitt; Vice Chair Pahre; Directors Giudice and Grosboll.

President and Acting Chair Thériault appointed the other Board members present to be Committee Members Pro Tem.

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 Michael Hoffman; 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.

(3) **Ratification of Previous Actions by the Auditor-Controller** [01:05 Minutes Mark on the Audio Recording]

Auditor-Controller Joseph Wire presented the Investment Report.

[03:00 Minutes Mark on the Audio Recording]

Director Thier inquired about how the District's investment strategy has changed since the pandemic began.

Mr. Wire responded to the Director's inquiry. He stated that PFM follows the strategy of investing in very high-grade investments issued by both public and private companies, governments and public sector agencies.

(a) **Action by the Committee**

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

RECOMMENDATION

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

- (i) There are no commitments and/or expenditures to ratify for the period of April 1, 2023, through April 30, 2023;
- (ii) Ratify investments made during the period April 18, 2023, through May 8, 2023;
- (iii) Authorize 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 that may become available; and,
- (iv) Accept the Investment Report for April 2023.

Action by the Board at its meeting of May 19, 2023 – Resolution
CONSENT CALENDAR

AYES (8): President and Acting Chair Thériault; Directors Cochran, Garbarino, Hernández, Hill, Rodoni, Snyder and Thier.

NOES (0): None.

ABSENT (4): Chair Rabbitt; Vice Chair Pahre; Directors Giudice and Grosboll.

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

No actions required authorization.

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

- (a) **Authorize the Filing of Applications for Federal Transit Administration Formula Program and Surface Transportation Program Funding for Transit Capital Projects, Commit the Necessary Local Match for the Projects, and Assure Completion of the Projects** [05:50 Minutes Mark on the Audio Recording]

Auditor-Controller Joseph Wire presented the staff report.

[07:32 Minutes Mark on the Audio Recording]

Director Hill and President and Acting Chair Thériault stated that they are pleased that the District receives grant funding.

- (i) **Action by the Committee**

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

RECOMMENDATION

The Finance-Auditing Committee recommends that the Board of Directors authorize the General Manager or his designee to submit and execute grant applications, cooperative agreements, and certifications and assurances as required by the Federal Transit Administration (FTA) for federal funding assistance for Sections 5307, 5309, 5337, and 5339 formula programs, and by the Federal Highway Administration (FHWA) for Surface Transportation Program (STP) funding to support transit projects, commit the necessary local match funds for the projects, and assure completion of the projects.

**Action by the Board at its meeting of May 19, 2023 – Resolution
NON-CONSENT CALENDAR**

AYES (8): President and Acting Chair Thériault; Directors Cochran, Garbarino, Hernández, Hill, Rodoni, Snyder and Thier.

NOES (0): None.

ABSENT (4): Chair Rabbitt; Vice Chair Pahre; Directors Giudice and Grosboll.

- (6) **Receive the Independent Auditor's Engagement Letter for the Annual Financial Audit & Single Audit for the Year Ending June 30, 2023, as Submitted by Eide Bailly, LLP** [08:30 Minutes Mark on the Audio Recording]

Auditor-Controller Joseph Wire presented the staff report. He explained the update would not alter the reporting timeframe.

[09:42 Minutes Mark on the Audio Recording]

President and Acting Chair Thériault commented about the audit timing.

(a) **Action by the Committee**

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

RECOMMENDATION

The Finance-Auditing Committee recommends that the Board of Directors receive 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.

**Action by the Board at its meeting of May 19, 2023 –
NON-CONSENT CALENDAR**

AYES (8): President and Acting Chair Thériault; Directors Cochran, Garbarino, Hernández, Hill, Rodoni, Snyder and Thier.

NOES (0): None.

ABSENT (4): Chair Rabbitt; Vice Chair Pahre; Directors Giudice and Grosboll.

(7) **Initial Presentation of the Proposed FY 23/24 Operating and Capital Budget [11:20
Minutes Mark on the Audio Recording]**

Auditor-Controller Joseph Wire presented the staff report and the proposed budget, which was for informational purposes only and no action was taken. He encouraged everyone to follow along with the proposed budget, which is available on the District's website at: <https://www.goldengate.org/district/board-of-directors/meeting-documents/>.

Mr. Wire expressed appreciation for staff's efforts on the budget, and pointed out the title page, which lists the staff members who made key contributions including himself, Jennifer Mennucci, Amy Frye, Eric Reeves, Lauren DePaschalis and Kris Rogers. He also thanked all the Officers and Deputy General Managers for their and their team's contributions. He said the District's budget has earned the Government Finance Officers Association Distinguished Budget Presentation Award for a number of years.

Mr. Wire highlighted the General Manager's Message, which highlights some of the key conditions that have changed since the pandemic began, and the Division and officer department status updates on pages 76, 95, 119, 137, 143, 145, 148 and 151.

He stated that the budget is a key Board policy document and outlines the Board's policy directives. He noted the document reflects where staff will focus their efforts, how money will be spent, the level of service provided and capital projects that will be undertaken.

Mr. Wire highlighted the following pages:

- *Financial Overview* on pages 17 to 19, and he pointed out the tables and charts related to revenue and expenses on pages 20 and 21. He highlighted that transit

services comprise over half of the District's expenses, and the trends in the District's revenue and expenses over three years.

- *Reserve Funds Available for Capital Projects* on pages 23 and 24, and he stated the District will have some major expenditures related to the upcoming Seismic Retrofit project.
- District's Bridge traffic and toll revenue on pages 26 and 27, Bus ridership and revenue on pages 28 and 29, and Ferry ridership and revenue on pages 30 and 31.
- *Transit Funding Overview*, and the history of the toll revenue subsidy, on page 32. He spoke about the significant declines in fare revenue and stated together toll and fare revenue are down about \$50 million a year and noted that one-time federal funding in the amount of about \$287.9 million has been provided by the Federal government to offset the declines in toll and transit revenues as shown on pages 33 and 35.
- *Transit System Funding* on pages 36 and 37, and the District's long-term strategic financial planning as outlined on page 39.
- *Operating Budget Summary* on page 49, and *Revenue Over Expenses Summary* on page 50. He emphasized that the current year's deficit is anticipated to be about \$54 million less than projected.
- *Operating Expenses* on page 54. He stated that if the District and Amalgamated Transit Union, Local 1575 (ATU) execute a Memorandum of Understanding (MOU), the salary increases would be reflected in the salaries category. He pointed out the *Summary of Changes to Expenses* on page 56, and explained the *Proposed Budget Position Changes* on page 63.
- *Capital Program Summary*, the *Project Budget Increase Requests* and *FY 24/25 Capital Budget Project List* on pages 65, 66 and 71.

Mr. Wire also spoke about the staff report and outlined the actions the Board would be asked to approve as part of the FY 23/24 Budget in June 2023 (on page 43 of the meeting packet) and noted that the Board can direct staff how to spend the toll revenue carryover, which is anticipated to total about \$93 million at the end of the fiscal year.

Mr. Mulligan added information about staff's rationale for the toll revenue carryover approach and stated that the District should have time to prepare for the future with the carryover and federal funding. Mr. Wire confirmed that providing transit service at the level of current customer demand allows the District to save its toll reserves for Bridge and transit capital projects and/or transit service in future years.

[Directors' comments and staff's responses were interspersed throughout Mr. Wire's presentation and begin at the 14:06, 16:22, 29:52, 34:12, 40:55, 51:12, 52:17, 55:22, 57:41, 1:00:25, 1:13:50, 1:14:37, 1:16:02, 1:16:28, 1:22:49, 1:24:43, 1:28:28 and 1:28:58 Times Marks on the Audio Recording]

Director Hernández inquired about how the budget would accommodate possible salary increases for Bus Operators in ATU.

Director Rodoni inquired about the District's overall and Bus Operator staffing.

Director Thier inquired about the other revenue increase between FY 21/22 and FY 22/23.

Director Snyder inquired about the Seismic Retrofit project in the capital budget.

President and Acting Chair Thériault commented about the revenue graphs showing the prior year revenue on page 35 and stated that he would like to see a version with the actual toll and fare rates.

Director Garbarino commented about the prudence of the toll revenue carryover.

Director Hill commented and inquired about the cost of electrifying the District's fleets in the budget.

President and Acting Chair Thériault requested that staff review the electrification project as part of the capital budget presentation.

Director Garbarino commented about the cost of implementing a green fleet and expressed support for the District's approach to work with other agencies in the region.

Director Garbarino inquired about the percentage of the revenue that was from Bridge tolls in FY 18/19.

Director Garbarino expressed appreciation for staff's succession planning efforts.

President and Acting Chair Thériault said he is grateful that the District has avoided payroll issues seen in other organizations.

Director Snyder inquired about the Bus Division staffing and how open positions will reduce the District's expenses. He confirmed that any money saved will go into the toll revenue carryover, be put in the reserves and be available in the future. He requested clarification regarding ferry staffing.

President and Acting Chair Thériault commented about the Alexander Avenue Rehabilitation Design Project on pages 71 and 191 and said he would like to see staff start the project sooner. He said he understands that some possible funding is available on a biennial basis and the District could possibly be better positioned to apply for that funding if the design project begins earlier. Directors Hill and Thier concurred with the President's comments.

Director Hill inquired about the inclusion of salary increases for ATU-represented employees, which are referenced in the staff report on page 43.

President and Acting Chair Thériault commented that he understands the salary increases for ATU-represented employees will be included once approved by the bargaining unit. Director Rodoni commented about the anticipated actual size of the deficit, and noted he understands the deficit will likely be less than projected in the budget.

President and Acting Chair Thériault added that a good Giants season would help increase ridership.

President and Acting Chair Thériault expressed appreciation for the report.

[Staff's responses follow Directors' comments and questions on the audio recording]

Mr. Wire responded that if the Board ratifies the ATU MOU, staff will incorporate those changes into the budget document, increase the expenses and use additional one time federal funding as revenue. He clarified that Bus Operators are paid for work performed, and the District has funded the current level of service and possible additional service. He added that the District fully funds the remainder of the District positions.

He explained the change in the other revenue is primarily related to the investment income increase and explained accounting reporting requirements related to the way the sale value of some of the District investments drops as the interest rates rise.

Mr. Mulligan stated that the budget includes assumptions about the level of grant funding for projects including the Seismic Retrofit project. Mr. Wire added that staff has assumed that Seismic Retrofit would be funded with about 80% grant funding and 20% District funding.

Mr. Wire thanked President and Acting Chair Thériault for his observations about the revenue graphs. He explained that his interest is to assist the Board to understand the District's financial position, and he spoke about the challenges of showing the pandemic effects in combination with the toll and fare increases. He said that staff has provided these graphs based on actual revenues in the monthly updates and would continue to do so for the current fiscal year.

Mr. Mulligan said that electrification of the District's fleets are considered capital projects, staff puts these projects into the capital budget and pursues funding for these costs. Mr. Wire spoke about the District's initiative to work towards electrification with other regional agencies and seek funding as a group. Mr. Mulligan confirmed that staff has an easier time obtaining funding for capital projects than operating expenses.

Mr. Wire stated that the percentage of total transit funding made up by Bridge toll revenue was higher in FY 18/19 than it is now, and at that time, Transit fare revenue would have been about 13% to 14% of total transit funding instead of the current 7%.

Mr. Mulligan clarified that the Division Summary of Changes to the Table of Organization includes all authorized Bus Division positions, including those positions that are not filled on page 63. He confirmed that any open positions will decrease actual expenses.

Mr. Wire confirmed that the Board is giving staff the authority to spend up to the amounts in the budget. The General Manager has the authority to add back service, and staff will bring back service in a measured way to match ridership. However, staff's expectation is

that demand will be less than the budgeted service levels.

The following individual spoke under public comment: **[1:30:42 Hour Mark on the Audio Recording]**

- David Pilpel, San Francisco Resident (remotely)

President and Acting Chair Thériault stated that he would like to take Public Comment before the Closed Session.

(8) Public Comment

There were no public comments.

(9) Closed Session **[1:35:55 Hour Mark on the Audio Recording]**

Attorney Kimon Manolius, at the request of President and Acting Chair Thériault, 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. 8:

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

[1:36:39 Hour Mark on the Closing Audio Recording]

After Closed Session, President and Acting Chair Thériault 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.

(10) Adjournment **[1:36:57 Hour Mark on the Audio Recording]**

All business having been concluded Directors HILL/HERNÁNDEZ moved and seconded that the meeting be adjourned at 11:12 a.m.

Carried

Respectfully submitted,

Michael Thériault, President and Acting Chair
Finance-Auditing Committee

MT:AMK:EIE:tnm

GOLDEN GATE BRIDGE, HIGHWAY AND TRANSPORTATION DISTRICT

MEMORANDUM OF MINUTES

BOARD OF DIRECTORS MEETING

MAY 19, 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, May 19, 2023, at 10:02 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. **[00:21 Minutes Mark on the Audio Recording]**

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

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

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 Michael Hoffman; Executive Administrator to the General Manager Justine Bock; Senior Board Analyst Elizabeth Eells.

[Director Moulton-Peters arrived.]

- (3) **PLEDGE OF ALLEGIANCE:** Director Gerald Cochran **[01:27 Minutes Mark on the Audio Recording]**

**BOARD OF DIRECTORS MEETING
MAY 19, 2023/PAGE 2**

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: [02:00 Minutes Mark on the Audio Recording]

Secretary of the District Amorette Ko-Wong said 11 people are present on the phone to make public comments. She added that comments from this number of speakers would exceed the Board's 30 minutes of time allotted for Public Comment.

President Thériault stated that the people making public comments could have two minutes each in which to make their comments.

The following individuals spoke under Public Comment: **[02:40 Minutes Mark on the Audio Recording]**

- Kymberlyrenée Gamboa, Sacramento County Resident (remotely)
- David Filter, Marin County Resident (remotely)
- Dave Rhody, The Climate Reality Project (remotely)
- Warren Wells, Marin County Bicycle Coalition (remotely)
- David Pilpel, San Francisco Resident (remotely)
- David Troup, Marin County Resident (remotely)
- Gordon Wright, Bicyclist (remotely)
- Andrew Tauro, Bicyclist (remotely)
- Chad Plummer, Marin County Resident (remotely)
- Doug Childs, Sausalito Resident (remotely)
- Ben Fort, Bicyclist (remotely)
- Karen Wiener, Sausalito Resident (remotely)
- Jillian Kozyra, Bicyclist (remotely)

[25:32 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 and spoke about an agenda item regarding funding for zero emission bus purchases. He also spoke about the District's commitment to safety as reflected in the Moveable Median Barrier and the Suicide Deterrent System, the challenges of making improvements on Alexander Avenue, and a Vista Point Road alternative for pedestrians. He said that the Alexander Avenue Rehabilitation Project was reviewed at the Finance-Auditing Committee meeting of the day before and would be prioritized as staff resources become available.

(5) CONSENT CALENDAR: [30:18 Minutes Mark on the Audio Recording]

Secretary of the District Amorette Ko-Wong stated she would make Mr. Pilpel's suggested changes to the minutes.

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

**BOARD OF DIRECTORS MEETING
MAY 19, 2023/PAGE 3**

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.

(A) Approve the Minutes of the following Meetings:

- (1) Rules, Policy and Industrial Relations Committee of April 28, 2023; and
- (2) Governmental Affairs and Public Information Committee of April 28, 2023.

Carried

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

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

- (1) Ratifies Commitments and/or Expenditures
- (2) Ratifies Previous Investments
- (3) Authorizes Reinvestments
- (4) Accepts Investment Report for April 2023

Adopted

(6) REPORTS OF OFFICERS:

(A) General Manager [31:23 Minutes Mark on the Audio Recording]

Mr. Mulligan presented the General Manager Report. He highlighted the 100-Year Anniversary of the Coombs Bill, which enabled the creation of a special district — a Bridge and Highway District — for the purpose of planning, designing, building and financing a bridge across the Golden Gate Strait, and was signed into law on May 25, 1923.

He said that San Francisco has unused office space roughly equal to twenty Salesforce Towers. He reviewed Bridge traffic, and bus and ferry ridership and the associated revenue. He spoke about the District's reduced transit service and efforts to keep expenses lower.

Mr. Mulligan recognized Cortez Phenix, Kurt Tangeman and Richard Diaz for their District service.

[37:09 Minutes Mark on the Audio Recording]

President Thériault stated that the Board received communications from the public with a petition, and he encouraged staff to be assertive about identifying funding for the Alexander Avenue safety study.

Directors Moulton-Peters, Grosboll and Thier expressed support for President Thériault's comments.

Director Moulton-Peters reviewed examples of low-cost safety improvements.

**BOARD OF DIRECTORS MEETING
MAY 19, 2023/PAGE 4**

Director Thier stated that a study could bring forth new ideas, reviewed the importance of safety, and requested more information about ways to improve safety on Alexander Avenue.

Director Hill said that he and Mr. Wells of the Marin County Bicycle Coalition have spoken to the California Bicycle Advisory Committee and California Department of Transportation (Caltrans) about Alexander Avenue.

Director Snyder requested additional information about the District's jurisdiction over Alexander Avenue.

Director Moulton-Peters reviewed her understanding that a study would cost between \$100,000 to \$175,000, the District could contract out the work and utilize District funds for the safety study.

Director Pahre inquired about the various parties with jurisdiction meeting and talking about Alexander Avenue and taking small steps to make improvements.

Director Hill spoke about signage encouraging motorists to lower their speed.

Director Giudice inquired about partnering with the National Park Service (NPS) and Caltrans to implement measures and improve safety in the short term.

Director Snyder stated that his union, the Operating Engineers, represents quite a few Caltrans workers and offered his assistance if needed. He inquired if Caltrans has tried to give the District responsibility for Alexander Avenue.

Director Garbarino expressed appreciation for staff's efforts to start work on the project sooner and inquired about the possibility of working with the bicycle rental companies to educate their customers.

Director Giudice commented that local jurisdictions could possibly implement protocols or ordinances that could require the bicycle rental companies to take steps to train their customers.

Director Moulton-Peters stated that the City of Sausalito has plans and funding to make bicycle improvements, and she would be pleased to help with the bicycle improvement efforts.

Director Thier echoed Director Moulton-Peters comments. She stated that she believes the cost estimates are accurate and expressed support for moving forward with a study. She encouraged staff to invite the key stakeholders to attend the District's Pedestrian and Bicycle Advisory Committee (PBAC) meetings where safety improvements are discussed.

Director Hernández stated the Board could discuss Alexander Avenue as a separate agenda item at a future meeting.

**BOARD OF DIRECTORS MEETING
MAY 19, 2023/PAGE 5**

Director Pahre said she heard that the Board wants staff to start on the project sooner than the usual process.

President Thériault stated that the Board would like to see a proposal at the earliest opportunity.

Mr. Mulligan responded to the Directors' comments and inquiries. He said the NPS, Caltrans and the District have jurisdiction over various portions of Alexander Avenue. He explained that in the past, the District has tried to give responsibility for Alexander Avenue to other entities, and at this time, no other entities have agreed to accept jurisdiction over Alexander Avenue.

Mr. Mulligan said that the District funding efforts in Sacramento are focused on getting \$250 million of funding from the Caltrans Local Bridge Program for the Seismic Retrofit project. He encouraged the Board not to pursue additional Caltrans funding for Alexander Avenue at this time.

He said that he understands that the Board wants staff to hire a consultant and do a preliminary traffic engineering analysis. He confirmed that staff would hire an experienced consulting team to do quality work, work with PBAC and seek public input. He indicated an analysis could indicate that road use could be reallocated with narrower car lanes and wider bicycle lanes.

Mr. Mulligan confirmed that he believes staff has the authority to move forward with the Alexander Avenue Rehabilitation Design Project, when resources are available, because the project is on the Capital Budget Project List in the FY 23/24 Budget. He pointed out that there are nine projects on the list, and the Board has highlighted the priority of the Alexander Avenue project.

He stated that if the Board wants staff to work on the Alexander Avenue project sooner than the usual process, staff will look at reallocating staff resources from other ongoing projects. He suggested that he provide an update to the Board through his General Manager Report next month.

(B) Attorney [58:00 Minutes Mark on the Audio Recording]

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

[Director Grosboll departed.]

(1) Authorize Ratification of a Memorandum of Understanding with Amalgamated Transit Union, Local 1575, Representing Bus Operators [58:15 Minutes Mark on the Audio Recording]

**BOARD OF DIRECTORS MEETING
MAY 19, 2023/PAGE 6**

Attorney Manolius presented the Amalgamated Transit Union (ATU) Memorandum of Understanding (MOU) and outlined the terms which are detailed below. He expressed appreciation to Attorney Molly Kaban for her work to reach this agreement.

Mr. Mulligan acknowledged the negotiating team including, on the District side, the negotiating lead Attorney Kaban, Deputy General Manager/Bus Transit Division Mona Babauta, Deputy General Manager/Administration and Development Kellee Hopper, and Auditor-Controller Joseph Wire, and on the union side, ATU International Vice President Jim Lindsay, ATU Local 1575 President Shane Weinstein and Secretary/Treasurer David Herrera. He said the District is pleased that the settlement includes a pension study, which should provide a road map for the six pension Trustees, three of whom are appointed by the union and the other three that are appointed by the District. He encouraged the Board to approve the settlement for the tentative agreement.

[1:02:02 Hour Mark on the Audio Recording]

Director Garbarino encouraged the Board to applaud Attorney Kaban for her contributions to the agreement.

Director Giudice inquired about how the pension would be funded after the District contributes another \$5.2 million.

Director Thier said she is very pleased the District achieved an agreement with ATU, and expressed appreciation for those involved in the outcome.

Director Snyder said he is pleased the parties reached agreement and noted the results are important for employees. He expressed enthusiasm for the pension study, said he is optimistic the results will bring clarity to the Board, and encouraged the Board to take care of its employees.

President Thériault commented that pension plans can be cured. He outlined that his Union's pension was funded around 70% and now, is funded at 95%.

Director Snyder said that his Union's pension is funded at 82% after putting a plan in place, reducing benefits and backfilling the pension.

Mr. Mulligan confirmed that with the District's additional \$5.2 million, the pension would have the required annual minimum funding for the current year, and said the contribution demonstrates the District's commitment to work with ATU to improve the pension's financial condition.

[1:06:42 Hour Mark on the Audio Recording]

The following individual spoke under public comment:

- David Pilpel, San Francisco Resident

Directors GARBARINO/GIUDICE

Resolution No. 2023-036 authorizes ratification of a Memorandum of Understanding (MOU) with Amalgamated Transit Union, Local 1575 with the following terms:

**BOARD OF DIRECTORS MEETING
MAY 19, 2023/PAGE 7**

- (a) Term: Date of ratification to August 31, 2025.
- (b) Wages:
 - 3.5% increase on ratification;
 - 3.5% increase on September 1, 2023; and,
 - 3.5% increase on September 1, 2024.
- (c) Pension:
 - One-time lump sum payment to the pension of \$5.2 million.
 - Creation of a working group including employee benefits/pension attorneys to create a rehabilitation plan akin to those required for jointly trusteed defined benefit pension plans in critical or endangered funding status under the Pension Protection Act.
- (d) Attendance:
 - Ability to request doctor's notes sooner.
 - Bus 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.
- (e) Uniforms:
 - Increase uniform allowance to \$500 per year.
 - District will provide District-branded polo shirts that Bus Operators will be required to wear.
- (f) Work Rules Changes: Additional miscellaneous work rule changes to allow Bus Operators more flexibility during their time off and to increase the efficiency of Bus Division operations.

Adopted

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.

[Director Grosboll returned.]

(C) District Engineer [1:09:53 Hour 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 a number of projects including the Suicide Deterrent System (SDS) project, Toll Plaza Roadway Repaving project, Toll Plaza Administration Building Elevator project, and Seismic Retrofit project. She provided additional details about the procurement method for the Seismic Retrofit project and reminded the Board and staff members about refraining from communicating with those who could submit a proposal about the project.

[1:16:50 Hour Mark on the Audio Recording]

**BOARD OF DIRECTORS MEETING
MAY 19, 2023/PAGE 8**

Director Thier inquired about a timeline for the Seismic Retrofit project. She requested additional information about guidelines related to communicating with those who might submit a proposal for the Seismic Retrofit project.

Director Grosboll noted the SDS is working already and he read from the Bridge Rail Foundation's recent newsletter, which states,

With the net on the Golden Gate Bridge nearing completion, suicides have dropped dramatically. The number of suicides from the bridge in 2022 was 22--the lowest number since 2001. So far in 2023, there have been 3 suicides--and none in April.

Director Hernández commented about the District's use of the Construction Manager General Contractor (CMGC) procurement method, expressed interest in having staff collect data regarding the method and spoke about the value of the CMGC procurement method.

Ms. Bauer-Furbush responded that the solicitation for the construction manager is due to be issued in the next two weeks, and related solicitations would be issued thereafter. Mr. Mulligan confirmed that the period of refraining from communication has started and continues until the Board awards the contract in the fall. Ms. Bauer-Furbush stated that the day before solicitations are publicly posted, staff would notify the Board and provide the solicitation documents, which include a section about ex parte communication. She confirmed that the Engineering department would designate the Director of Engineering Projects to communicate with people regarding the solicitations.

She clarified that staff is conforming to Caltrans and Federal Highway Administration (FHWA) standards for the CMGC method, will base the selection upon qualifications, and highlighted some of the key components of the CMGC method, which are detailed in the solicitation documents.

(7) OTHER REPORTS:

There were no Other Reports to discuss.

(8) REPORT OF COMMITTEES: [1:23:00 Hour Mark on the Audio Recording]

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

**(A) Rules, Policy and Industrial Relations Committee [1:23:12 Hour Mark on the Audio Recording]
May 18, 2023
Chair Hernández and Vice Chair Garbarino**

Chair Hernández stated that she is recusing herself for this item, and she asked Vice Chair Garbarino to present Agenda Item No. 8.A.1.

Director Snyder said that he is also recusing himself for the item.

[Chair Hernández and Director Snyder departed.]

- (1) **Adopt a Resolution for Participation in the 401(a) Defined Contribution Plan By Represented Employees in the CalPERS 2% @ 60 Pension Plan [1:24:26 Hour Mark on the Audio Recording]**

Vice Chair Garbarino expressed appreciation for Mr. Wire's explanation regarding the plan.

Directors GARBARINO/HILL

Resolution No. 2023-037 adopts a Resolution to provide for participation in the Golden Gate Bridge, Highway and Transportation District's (District) 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.

Adopted

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.

[Director Thier departed, and Directors Hernández and Snyder returned.]

- (2) **Approve the Rules of the Board, As Amended [1:27:02 Hour Mark on the Audio Recording]**

Directors HERNÁNDEZ/COCHRAN

Resolution No. 2023-038 approves the recodification of the *Rules of the Board* to incorporate amendments approved by the Board of Directors.

Adopted

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.

*See Director Thier's remark after Agenda Item No. 8.B.2.

[Director Thier returned.]

- (B) **Meeting of the Finance-Auditing Committee [1:28:34 Hour Mark on the Audio Recording]**
May 18, 2023
Vice Chair Barbara L. Pahre

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

Vice Chair Pahre thanked President Thériault for being the Acting Chair at the meeting of the day before.

- (1) **Authorize the Filing of Applications for Federal Transit Administration Formula Program and Surface Transportation Program Funding for Transit Capital Projects, Commit the Necessary Local Match for the Projects, and Assure Completion of the Projects [1:28:47 Hour Mark on the Audio Recording]**

Directors PAHRE/HILL

Resolution No. 2023-039 authorizes the General Manager or his designee to submit and execute grant applications, cooperative agreements, and certifications and assurances as required by the Federal Transit Administration (FTA) for federal funding assistance for Sections 5307, 5309, 5337, and 5339 formula programs, and by the Federal Highway Administration (FHWA) for Surface Transportation Program (STP) funding to support transit projects, commit the necessary local match funds for the projects, and assure completion of the projects.

Adopted

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.

- (2) **Receive the Independent Auditor's Engagement Letter for the Annual Financial Audit & Single Audit for the Year Ending June 30, 2023, as Submitted by Eide Bailly, LLP [1:30:23 Hour Mark on the Audio Recording]**

Directors PAHRE/GIUDICE

Resolution No. 2023-040 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

**BOARD OF DIRECTORS MEETING
MAY 19, 2023/PAGE 11**

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.

*Director Thier requested her vote be recorded as “aye” for Agenda Item No. 8.A.2.

President Thériault confirmed that her vote could be recorded as “aye” for the requested item.

(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: [1:31:55 Hour Mark on the Audio Recording]

President Thériault stated that copies of Communications are available in the District Secretary’s Office, and he stated that one communication includes a petition.

(14) ADJOURNMENT: [1:32:07 Hour Mark on the Audio Recording]

All business having been concluded Directors GARBARINO/THIER moved and seconded that the meeting be adjourned at 11:34 a.m.

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 JUNE 23, 2023**

(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 June 22, 2023. 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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