



2023-11

**GOLDEN GATE BRIDGE, HIGHWAY AND TRANSPORTATION DISTRICT**

**MEMORANDUM OF MINUTES**

**BOARD OF DIRECTORS MEETING**

**DECEMBER 15, 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 in the Board Room, Administration Building, Golden Gate Bridge Toll Plaza, San Francisco, CA, on Friday, December 15, 2023, at 10:00 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 (15):** Directors Dorsey, Garbarino, Giudice, Grosboll, Hernández, Moulton-Peters, Pahre, Rabbitt, Rodoni, Snyder, Stefani and Thier; Second Vice President Hill; First Vice President Cochran; President Thériault.

**Directors Absent (4):** Directors Conroy, Engardio, Mastin and Safaí.

**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/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 Catherine Stefani **[01:10 Minutes Mark on the Audio Recording]**

Copies of all reports are available on the District's web site at <https://www.goldengate.org/district/board-of-directors/meeting-documents> or upon request from the Office of the District Secretary.

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**(4) PUBLIC COMMENT: [01:35 Minutes Mark on the Audio Recording]**

President Thériault stated that members of the public would have up to three minutes each in which to make public comments.

The following individuals spoke under Public Comment:

- Kymberlyrenée Gamboa, Sacramento County resident (in person)
- Kathy Contway, Sacramento County resident (in person)
- Manuel Gamboa, Sacramento County resident (in person)
- John Holden, Bus Operator (in person)
- Shane Weinstein, Amalgamated Transit Union (ATU), Local 1575 (in person)
- Dave Rhody, The Climate Reality Project (in person)
- Warren Wells, Marin County Bicycle Coalition (remotely)
- Maurizio Bonacini, San Francisco resident and Golden Gate Triathlon Club (remotely)
- Taylor Walker, San Francisco resident and bicyclist (remotely)
- Lynn Gorfinkle, San Francisco resident and bicyclist (remotely)

**[28:35 Minutes Mark on the Audio Recording]**

President Thériault and General Manager Denis Mulligan expressed appreciation to the Gamboa and Contway family regarding their advocacy efforts for the Suicide Deterrent System (SDS). President Thériault thanked Mr. Holden for his comments.

Mr. Mulligan spoke about the District's commitment to making its fleets more green. He clarified that the Water Emergency Transportation Authority (WETA) operates a fast ferry between Vallejo and San Francisco, and does not have plans to electrify the vessels on the route at this time. He said that the District is working closely with WETA and utilizing the same ferry designer. He stated the District's customers make travel choices based on the commute speed.

He expressed appreciation for the Marin County Bicycle Coalition communication. He spoke about the diverse groups using the Bridge and noted the challenges of the restricted space and the various users sharing the space.

He also spoke about a National Park Service project for Vista Point Road that would go from Vista Point to Conzelman Road, and the Bridge's role as a partner on the project. He explained the scenic view route would provide an alternate way for people to travel from the Bridge to Sausalito and allow people to bypass a significant portion of Alexander Avenue.

**(5) CONSENT CALENDAR: [35:28 Minutes Mark on the Audio Recording]**

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

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**AYES (15):** Directors Dorsey, Garbarino, Giudice, Grosboll, Hernández, Moulton-Peters, Pahre, Rabbitt, Rodoni, Snyder, Stefani and Thier; Second Vice President Hill; First Vice President Cochran; President Thériault.

**NOES (0):** None.

**ABSENT (4):** Directors Conroy, Engardio, Mastin and Safaí.

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

- (1) Transportation Committee of October 26, 2023;
- (2) Building and Operating Committee of October 26, 2023;
- (3) Finance-Auditing Committee of October 26, 2023;
- (4) Rules, Policy and Industrial Relations Committee of October 27, 2023; and,
- (5) Board of Directors of October 27, 2023.

**Carried**

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

**Resolution No. 2023-071** (as detailed in the December 14, 2023, Finance-Auditing Committee meeting)

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

**Adopted**

**(6) REPORTS OF OFFICERS:**

**(A) General Manager [36:11 Minutes Mark on the Audio Recording]**

Mr. Mulligan presented the General Manager Report. He highlighted a few items in his report including: 1) recognition of Dexter Senigar, Lynford Edwards, Paul Wong, Jeffrey Sylvester and Robert Leece for their District service; and 2) update on the Golden Gate Transit Amalgamated Retirement Plan (GGTARP).

**[46:34 Minutes Mark on the Audio Recording]**

Director Hill commented about increased use of electric bicycles and decreased vehicles on the Bridge, and the possibility of having a barrier to separate pedestrians and bicyclists.

President Thériault commented about bicyclists who encounter numerous pedestrians on the Bridge.

Director Grosboll stated he recently walked on the Bridge and marveled at the many different ways that people use the Bridge.

Director Thier inquired about the GGTARP Rehabilitation Plan. She indicated that she believes this is a very important issue and would like to work on the plan.

President Thériault commented about actions taken by the GGTARP Board of Trustees.

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Mr. Mulligan responded to the Directors' comment and inquiries. He said the Board approved the use of electric bikes of classes 1-3 on the Bridge along with a speed limit of 15 miles per hours a couple of years ago. He responded that staff is not recommending that a roadway lane be converted to a bicycle lane. He explained that the GGTARP Rehabilitation Plan working group framework, including membership, was negotiated as part of the District's recent Memorandum of Understanding with ATU, and specifies equal representation from the Union's and District's GGTARP Trustees.

**(B) Attorney [54:00 Minutes Mark on the Audio Recording]**

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

**(1) Closed Session**

Attorney Manolius reported that a Closed Session, listed on the Board Agenda as Item Nos. 6.B.1.a and 10.B.1 would take place later in the meeting:

6.B.1.a Conference with Legal Counsel – Existing Litigation

Pursuant to Government Code Section 54956.9(a)

Report of Hanson Bridgett, LLP

- (i) *Greg McCullough v. Golden Gate Bridge, Highway and Transportation District, San Francisco Superior Court, Case No. CGC-21-596814.*

10.B.1 Public Employee Performance Evaluation and Conference with Labor Negotiator

Pursuant to Government Code Sections 54957 and 54957.6

- (a) General Manager
- (b) District Engineer
- (c) Auditor-Controller
- (d) Secretary of the District
- (e) Attorney of the District

**(C) District Engineer [54:29 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 provided an update on a few projects:

- Suicide Deterrent System (SDS)
- SDS Rescue Training Net
- Golden Gate Bridge Seismic Retrofit
- Larkspur Ferry Terminal Fuel Tank Rehabilitation
- Alexander Avenue Survey and Improvement Design Services

**[01:01:21 Hour Mark on the Audio Recording]**

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Director Thier expressed appreciation for the contributions of Ms. Bauer-Furbush and her Engineering Department team. She inquired about the possible use of herbicides in the Corte Madera Ecological Reserve project.

President Thériault pointed out the Engineer's Report, which is included with the Building and Operating Committee meeting packet of December 14, 2023, on pages 64 to 66.

Director Hernández acknowledged and expressed appreciation for the Board's approval of the SDS that allowed the project to be built. She also expressed appreciation for the work of District Engineering staff, under the leadership of District Engineer Ewa Bauer-Furbush.

Ms. Bauer-Furbush responded to the Director's inquiries. She said that staff has indicated the consultant cannot use an herbicide and instead, has to mechanically remove the invasive species. In response, the consultant is preparing a cost proposal, and staff anticipate they will return to the Board for approval in early 2024.

**(7) OTHER REPORTS:**

There were no Other Reports to discuss.

**(8) REPORT OF COMMITTEES:**

**(A) Building and Operating Committee/Committee of the Whole [01:06:32 Hour Mark on the Audio Recording]  
December 14, 2023  
Chair Patricia Garbarino**

President Thériault stated that the Building and Operating Committee met and discussed these items the day before.

**(1) Approve Actions Relative to the National Park Service Special Use Permit for Contract No. 2016-B-1, Golden Gate Bridge Physical Suicide Deterrent system and Wind Retrofit [01:06:49 Hour Mark on the Audio Recording]**

**Directors GARBARINO/STEFANI**

**Resolution No. 2023-072** approves actions relative to the National Park Service Special Use Permit for construction Contract No. 2016-B-1, *Golden Gate Bridge Physical Suicide Deterrent System and Wind Retrofit*, as follows:

- (a) Authorizes execution of Amendment No. 2 to the permit extending the permit term to December 31, 2027;
- (b) Approves an annual permit fee in an amount of \$48,717 for each year of the four years of the permit extension to be charged to Project #1526, *Golden Gate Bridge Physical Suicide Deterrent System* (Project #1526) capital project;

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- (c) Authorizes a \$194,868 budget increase in the FY 23/24 Bridge Division Capital Budget for Project #1526, to be funded with District cell site revenues, for a revised total Project #1526 budget of \$219,107,736; and,
- (d) Authorizes the General Manager to execute Amendment No. 2 to the permit with the terms and conditions outlined in the staff report.

**Adopted**

**AYES (15):** Directors Dorsey, Garbarino, Giudice, Grosboll, Hernández, Moulton-Peters, Pahre, Rabbitt, Rodoni, Snyder, Stefani and Thier; Second Vice President Hill; First Vice President Cochran; President Thériault.

**NOES (0):** None.

**ABSENT (4):** Directors Conroy, Engardio, Mastin and Safaí.

- (2) **Approve Actions Relative to the Golden Gate Bridge Physical Suicide Deterrent System Project** [01:08:04 Hour Mark on the Audio Recording]

**Directors GARBARINO/COCHRAN**

**Resolution No. 2023-073** approves the following actions relative to Project #1526, the Golden Gate Bridge Physical Suicide Deterrent System Project (Project #1526):

- (a) Authorizes a \$4,200,000 increase in the Project #1526 budget to finance the contract administration and construction engineering by the District's Engineering staff through approximately December 2024;
- (b) Authorizes execution of the Fourth Amendment to Professional Services Agreement No. 2018-B-07, *Golden Gate Bridge Physical Suicide Deterrent System and Wind Retrofit Construction Scheduling and Claim Review Services*, with Secretariat International, Manhattan Beach, CA, in an amount not-to-exceed \$1,108,305, for continuation of expert construction scheduling and estimating and claim evaluation services through approximately December 2024; and,
- (c) Authorizes an increase in the amount of \$5,308,305 in the FY 23/24 Bridge Division Capital Budget, relative to Project #1526, to be financed with District reserves, for a revised total Project #1526 budget of \$224,416,041, with the understanding that this total budget amount assumes Board approval of the four-year extension cost of the National Park Service (NPS) Special Use Permit for the Project presented in a separate item at the same meeting.

**Adopted**

**AYES (15):** Directors Dorsey, Garbarino, Giudice, Grosboll, Hernández, Moulton-Peters, Pahre, Rabbitt, Rodoni, Snyder, Stefani and Thier; Second Vice President Hill; First Vice President Cochran; President Thériault.

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**NOES (0):** None.

**ABSENT (4):** Directors Conroy, Engardio, Mastin and Safaí.

**(B) Meeting of the Finance-Auditing Committee/Committee of the Whole  
[01:09:44 Hour Mark on the Audio Recording]  
December 14, 2023  
Chair David Rabbitt**

Chair Rabbitt thanked staff for their work on the upcoming eight items.

**[Director Thier recused herself for Agenda Item Nos. 8.B.1 and 8.B.4, and departed.]**

President Thériault stated that the Board would consider Agenda Item No. 8.B.1, and then, consider Agenda Item No. 8.B.4 out of order.

**(1) Authorize Execution of On-Call Professional Services Agreements  
Relative to Contract No. 2023-B-092, Consulting Services for Tolling,  
Electronic Payments and Data Analysis [01:10:56 Hour Mark on the  
Audio Recording]**

**Directors RABBITT/GARBARINO**

**Resolution No. 2023-074** authorizes execution of On-Call Professional Services Agreements relative to Contract No. 2023-B-092, *Consulting Services for Tolling, Electronic Payments and Data Analysis*, as follows:

- (a) Authorizes Execution of Professional Services Agreements relative to Contract No. 2023-D-092, with the following firms:

<b>FIRM</b>	<b>CITY/STATE</b>	<b>CATEGORIES*</b>
Arcadis IBI Group	San Francisco, CA	A-E, H
AtkinsRealis USA, Inc.	San Francisco, CA	All
Clevor Consulting Group	Portland, OR	H
Deloitte Consulting LLP	San Francisco, CA	C,D,G
Four Nines Technologies	Corte Madera, CA	A,C,D,H
HNTB Corporation	Oakland, CA	All
HDR	Walnut Creek, CA	All
Jacobs Engineering Group Inc.	San Francisco, CA	A,B,C,D,E,H
RS&H California, Inc.	San Francisco, CA	All
Silicon Transportation Consultants	Kirkland, WA	All
WSP USA, Inc.	San Francisco, CA	A-E & H

\*As detailed in the staff report of the Finance-Auditing Committee meeting of December 14, 2023.

These firms will provide a wide variety of specialized on-call project management, technical, and professional support functions related to the implementation and operation of a new replacement toll system,



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implementation and ongoing support for the Clipper fare collection system and data analysis for electronic revenue collection and District finances. Each Agreement will be for a five-year term with five additional one-year option terms to be exercised by the General Manager if in the Golden Gate Bridge, Highway and Transportation District's (District's) best interest, as determined by the General Manager. While there is no guaranteed compensation to any one firm, the total aggregate not-to-exceed amount over the entire term of all agreements, including all option terms, is \$20 million.

- (b) Authorizes the General Manager to issue individual task orders to the above listed firms up to the total aggregate approved amount if the task orders are within the contract scope, within the approved contract amount and if funding is available within the District's annual budget. All executed task orders will be presented to the Board's Finance and -Auditing Committee in the *Quarterly Reports on Procurements Under the General Manager's Authority*.

**Adopted**

**AYES (14):** Directors Dorsey, Garbarino, Giudice, Grosboll, Hernández, Moulton-Peters, Pahre, Rabbitt, Rodoni, Snyder and Stefani; Second Vice President Hill; First Vice President Cochran; President Thériault.

**NOES (0):** None.

**ABSENT (5):** Directors Conroy, Engardio, Mastin, Safaí and Thier.

[This following item was on the Agenda as Item No. 8.B.4 and was considered out of order.]

- (2) **Authorize Execution of On-Call Contracts Relative to Request for Proposals No. 2023-D-075, Grants Management Professional Services**  
**[01:12:38 Hour Mark on the Audio Recording]**

**Directors RABBITT/SNYDER**

**Resolution No. 2023-075** authorizes the execution of three on-call contracts relative to Request for Proposals No. 2023-D-075, *Grants Management Professional Services*, with Villa Civil, APC of Encinitas, CA, Haley & Aldrich of San Jose, CA and WSP USA (WSP) of San Francisco, CA, to provide on-call professional support services for a three-year term, with two additional one-year options, to be exercised at the General Manager's discretion, for a total aggregate not-to-exceed amount of \$800,000 over the entire term for all three contracts, including both option terms, provided funding is available within the Golden Gate Bridge, Highway and Transportation District's annual budget.

**Adopted**

**AYES (14):** Directors Dorsey, Garbarino, Giudice, Grosboll, Hernández, Moulton-Peters, Pahre, Rabbitt, Rodoni, Snyder and Stefani;



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Second Vice President Hill; First Vice President Cochran; President Thériault.

**NOES (0):** None.

**ABSENT (5):** Directors Conroy, Engardio, Mastin, Safaí and Thier.

**[Director Thier returned.]**

- (3) Authorize Execution of a Fourth Amendment to the Services Agreement with VHT Star Star, LLC Relative to Contract No. 2013-B-11, Mobile Direct Response Network Services to Enable Mobile Messaging for Toll Information for All Electronic Tolling [01:14:01 Hour Mark on the Audio Recording]**

**Directors RABBITT/GIUDICE**

**Resolution No. 2023-076** authorizes the execution of the Fourth Amendment to the Services Agreement with VHT Star Star, LLC dba StarStar Mobile, relative to Contract No. 2013-B-11, *Mobile Direct Response Network Services to Enable Mobile Messaging for Toll Information for All Electronic Tolling*, for a total not-to-exceed amount of \$125,000 (up to \$25,000 per year), for the use of the Star Star phone number and application services for an additional one year with four one-year options, to be exercised at the discretion of the General Manager if deemed in the Golden Gate Bridge, Highway and Transportation District's (District) best interest. There are sufficient funds in the FY 23/24 District Division Operating Budget for the current term and that sufficient funds will be included in future year's budgets as necessary.

**Adopted**

**AYES (15):** Directors Dorsey, Garbarino, Giudice, Grosboll, Hernández, Moulton-Peters, Pahre, Rabbitt, Rodoni, Snyder, Stefani and Thier; Second Vice President Hill; First Vice President Cochran; President Thériault.

**NOES (0):** None.

**ABSENT (4):** Directors Conroy, Engardio, Mastin and Safaí.

- (4) Approve Establishment of a New Project, Spaulding Drydocking and Capital Improvements, in the FY 23/24 Ferry Division Capital Budget [01:15:00 Hour Mark on the Audio Recording]**

**Directors RABBITT/GIUDICE**

**Resolution No. 2023-077** approves establishing a new Ferry Division Capital Project, Project #2447, *Spaulding Drydocking and Capital Improvements*, in the Fiscal Year 23/24 Ferry Division Capital budget in the amount of \$6,624,000.

**Adopted**

**AYES (15):** Directors Dorsey, Garbarino, Giudice, Grosboll, Hernández, Moulton-Peters, Pahre, Rabbitt, Rodoni, Snyder, Stefani and Thier;

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Second Vice President Hill; First Vice President Cochran; President Thériault.

**NOES (0):** None.

**ABSENT (4):** Directors Conroy, Engardio, Mastin and Safaí.

- (5) **Approve Actions Relative to Project No. 2413, Kronos Electronic Timekeeping System Upgrade** [01:15:35 Hour Mark on the Audio Recording]

**Directors RABBITT/DORSEY**

**Resolution No. 2023-078** approves the following actions relative to Project No. 2413, *Kronos Electronic Timekeeping System Upgrade*:

- (a) Authorizes the General Manager to execute Contract No. 2023-D-107, *Workforce Management System*, with UKG Kronos Systems, LLC, in an amount not-to-exceed \$345,950, which includes \$57,950 for the upgrade and migration of the District's Kronos Electronic Timekeeping System from the Workforce Central version to the new Dimensions version and \$288,000 for the first five years of maintenance and support;
- (b) Establishes a new capital project, Project #2413, *Kronos Electronic Timekeeping System Upgrade*, for the upgrade of the Kronos Electronic Timekeeping System, with a budget total of \$406,840. This amount includes professional services expenses, staff costs, contingencies and the first year of maintenance as detailed in the Fiscal Impact section of this report; and,
- (c) Authorizes the General Manager to approve additional amendments to Contract No. 2023-D-107 to provide for future years' annual recurring maintenance and support for the Kronos Electronic Timekeeping System beyond the initial five five-year term, at the current annual fee of \$57,600, subject to an annual cost increase not to exceed 8%, if funding is in the budget and if such renewals are deemed to be in the Golden Gate Bridge, Highway and Transportation District's best interest.

**Adopted**

**AYES (15):** Directors Dorsey, Garbarino, Giudice, Grosboll, Hernández, Moulton-Peters, Pahre, Rabbitt, Rodoni, Snyder, Stefani and Thier; Second Vice President Hill; First Vice President Cochran; President Thériault.

**NOES (0):** None.

**ABSENT (4):** Directors Conroy, Engardio, Mastin and Safaí.

- (6) **Receive the Independent Auditor's Annual Comprehensive Financial Report for the Year Ending June 30, 2023, as Submitted by Eide Bailly, LLP** [01:16:46 Hour Mark on the Audio Recording]

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**Directors RABBITT/SNYDER**

**Resolution No. 2023-079** receives the Independent Auditor's financial reports as submitted by Eide Bailly, LLP, for the following:

- (a) The Annual Comprehensive Financial Report for the year ending June 30, 2023; and,
- (b) The Independent Auditor's Communication Letter regarding matters related to the audit.

**Adopted**

**AYES (15):** Directors Dorsey, Garbarino, Giudice, Grosboll, Hernández, Moulton-Peters, Pahre, Rabbitt, Rodoni, Snyder, Stefani and Thier; Second Vice President Hill; First Vice President Cochran; President Thériault.

**NOES (0):** None.

**ABSENT (4):** Directors Conroy, Engardio, Mastin and Safaí.

- (7) **Receive the Independent Auditor's Single Audit Report for the Year Ending June 30, 2023, as Submitted by Eide Bailly, LLP** [01:17:17 Hour Mark on the Audio Recording]

**Directors RABBITT/GIUDICE**

**Resolution No. 2023-080** receives the Independent Auditor's Single Audit Report for the year ending June 30, 2023, as submitted by Eide Bailly, LLP.

**Adopted**

**AYES (15):** Directors Dorsey, Garbarino, Giudice, Grosboll, Hernández, Moulton-Peters, Pahre, Rabbitt, Rodoni, Snyder, Stefani and Thier; Second Vice President Hill; First Vice President Cochran; President Thériault.

**NOES (0):** None.

**ABSENT (4):** Directors Conroy, Engardio, Mastin and Safaí.

- (8) **Receive the Annual Report of the OPEB Retirement Investment Trust Board** [01:17:44 Hour Mark on the Audio Recording]

**Directors RABBITT/SNYDER**

**Resolution No. 2023-081** receives the Annual Report of the OPEB Retirement Investment Trust Board. This report summarizes the OPEB Retirement Investment Trust Board's annual review of its investment policy, service personnel and Charter.

**Adopted**

**AYES (15):** Directors Dorsey, Garbarino, Giudice, Grosboll, Hernández, Moulton-Peters, Pahre, Rabbitt, Rodoni, Snyder, Stefani and Thier; Second Vice President Hill; First Vice President Cochran; President Thériault.

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**NOES (0):** None.

**ABSENT (4):** Directors Conroy, Engardio, Mastin and Safaí.

- (C) **Meeting of the Governmental Affairs and Public Information Committee/Committee of the Whole** [01:18:12 Hour Mark on the Audio Recording]  
**December 15, 2023**  
**Chair Gerald Cochran**

- (1) **Approve the Implementation of the District's 2024 Legislative Platform** [01:18:21 Hour Mark on the Audio Recording]

**Directors COCHRAN/RABBITT**

**Resolution No. 2023-082** approves the implementation of the 2024 Legislative Platform as attached to this report.

**Adopted**

**AYES (15):** Directors Dorsey, Garbarino, Giudice, Grosboll, Hernández, Moulton-Peters, Pahre, Rabbitt, Rodoni, Snyder, Stefani and Thier; Second Vice President Hill; First Vice President Cochran; President Thériault.

**NOES (0):** None.

**ABSENT (4):** Directors Conroy, Engardio, Mastin and Safaí.

- (9) **ADDRESSES TO BOARD:**

There were no Addresses to Board.

- (10) **SPECIAL ORDER OF BUSINESS:**

- (A) **Approve the 2024 Golden Gate Bridge, Highway and Transportation District's Board of Directors Meeting Schedule** [01:19:03 Hour Mark on the Audio Recording]

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

**Directors GROSBOLL/COCHRAN**

**Resolution No. 2023-083** approves the 2024 Board of Directors Meeting Schedule as detailed in the staff report.

**Adopted**

**AYES (15):** Directors Dorsey, Garbarino, Giudice, Grosboll, Hernández, Moulton-Peters, Pahre, Rabbitt, Rodoni, Snyder, Stefani and Thier; Second Vice President Hill; First Vice President Cochran; President Thériault.

**NOES (0):** None.

**ABSENT (4):** Directors Conroy, Engardio, Mastin and Safaí.

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**[Agenda Item No. 11 was taken out of order.]**

**(11) UNFINISHED BUSINESS**

**(A) Closed Session [01:19:50 Hour Mark on the Audio Recording]**

Attorney Kimon Manolius, at the request of President Thériault, stated that the Board would convene in Closed Session, as permitted by the Brown Act, to discuss the matters listed on the Board Agenda as Closed Session, Item Nos. 6.B.1.a and 10.B.1.

**(B) Open Session [01:23:39 Hour Mark on the Audio Recording]**

After Closed Session, President Thériault called the meeting to order in Open Session with a quorum present. Attorney Manolius reported that the Board had met in Closed Session, as permitted by the Brown Act. With regards to Agenda Item No. 6.B.1.a., the Board received a report from general counsel regarding the matter and authorized a \$300,000 settlement. With regards to Agenda Item No. 10.B.1., the Board was briefed about the Review of Officers.

**(10) SPECIAL ORDER OF BUSINESS (Continued)**

**[Agenda Item Nos. 10.C.1 and 10.C.2 were taken out of order.]**

**(C) Report from the Chair of the Nomination of Officers of the Board of Directors for 2024-2025 Advisory Committee [01:24:13 Hour Mark on the Audio Recording]**

**(1) Approve Selection of Officers of the Board of Directors for 2024-2025 [01:25:43 Hour Mark on the Audio Recording]**

Chair Pahre thanked President Thériault for appointing her as Chair and Directors Garbarino, Giudice, Grosboll, Mastin and Stefani as members of the Advisory Committee.

She presented the Advisory Committee's Report with the recommendation for the Officers of the Board for the first of two years starting in 2024:

President Gerald Cochran;  
First Vice President Elbert Hill; and  
Second Vice President David Rabbitt.

She said the appointments are consistent with the Board's tradition of alternately appointing tenured Board members from the south and the north. She spoke about each nominated Director's tenure on the Board.

She expressed appreciation to President Thériault for his service and stated that he has been elegant and eloquent.

**[01:27:36 Hour Mark on the Audio Recording]**

Director Thier acknowledged President Thériault and expressed appreciation for his leadership and willingness to help others. She spoke about his dedication, and ability to respectfully express himself and be inclusive.

Director Hill spoke about his history with President Thériault, his leadership, intelligence and direct manner. He commended him for his work as President of the Board.

President Thériault commented about the San Francisco Housing Action Coalition and Senator Scott Wiener.

Director Hernández spoke about her history with President Thériault. She said he has ambitious goals, which include learning to read in Greek and Latin, writing six books and traveling. She noted he has been working on his impressive list while maintaining a personal life and serving as President of the Board. She echoed the other Directors' sentiments and thanked him for his service.

President Thériault responded that some of his short stories have been accepted, some are available online and others are for sale. He confirmed that his book is close to being complete and he has also written a good portion of a novel.

**Directors PAHRE/GROSBOLL**

**Resolution No. 2023-084** approves the selection of Officers of the Board of Directors for the Years 2024-2025: President Gerald Cochran, First Vice President Elbert Hill and Second Vice President David Rabbitt.

**Adopted**

**AYES (15):** Directors Dorsey, Garbarino, Giudice, Grosboll, Hernández, Moulton-Peters, Pahre, Rabbitt, Rodoni, Snyder, Stefani and Thier; Second Vice President Hill; First Vice President Cochran; President Thériault.

**NOES (0):** None.

**ABSENT (4):** Directors Conroy, Engardio, Mastin and Safaí.

**(2) Changing of the Gavel [01:34:21 Hour Mark on the Audio Recording]**

President Thériault stated that this Special Order of Business item is to pass the gavel from himself to incoming President Gerald Cochran.

He thanked those who preceded him including former Presidents Grosboll, Hernández and Pahre and said they were role models for him. He reviewed some of his goals for his presidency and admitted he would have liked to do more. He expressed his hope that incoming President Cochran would appoint him to the Strategic Planning Advisory Committee.



**BOARD OF DIRECTORS MEETING  
DECEMBER 15, 2023/PAGE 15**

Michael Thériault, outgoing President of the Board of Directors, presented the gavel to Gerald Cochran, the newly appointed President of the Board of Directors, and extended his congratulations on behalf of the Board of Directors.

Incoming President Cochran thanked outgoing President Thériault for his leadership and highlighted some of the District's accomplishments during his tenure such as the return to in-person Board and Committee meetings, labor negotiations with the Amalgamated Transit Union, development of the Strategic Plan, and \$400 million for the Seismic Retrofit project. He also confirmed that he is appointing outgoing President Thériault as Chair of the Strategic Planning Advisory Committee.

Mr. Mulligan presented outgoing President Thériault with a gavel on a stand with Bridge components incorporated by District Ironworkers, and Ms. Ko-Wong presented a lamp with additional Bridge elements that were integrated by Bridge Division employees.

Incoming President Cochran accepted the gavel and thanked Board members for their confidence in him.

**(12) NEW BUSINESS**

There was no New Business.

**(13) COMMUNICATIONS [01:43:47 Hour Mark on the Audio Recording]**

Incoming President Cochran stated that copies of Communications are available from the District Secretary's Office.

**(14) ADJOURNMENT: [01:44:00 Hour Mark on the Audio Recording]**

All business having been concluded **Directors GIUDICE/THIER** moved and seconded that the meeting be adjourned in honor of James O'Donnell, Marjorie Macris and former First Lady Rosalynn Carter, at 12:02 p.m.

**Carried**

Respectfully submitted,

  
Amorette M. Ko-Wong  
Secretary of the District

AMK:EIE:tnm