



Agenda Item No. (5)

BOARD OF DIRECTORS MEETING
FRIDAY, DECEMBER 15, 2023

(5) CONSENT CALENDAR:

(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 Meeting of October 27, 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, October and November 2023

Resolution

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October 26, 2023



**MINUTES OF THE TRANSPORTATION COMMITTEE/
COMMITTEE OF THE WHOLE**

**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 Transportation Committee/Committee of the Whole (Committee) 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 Thursday, October 26, 2023, at 9:02 a.m., with Chair Hill 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. **[00:38 Minutes Mark on the Audio Recording]**

Committee Members Present (7): Chair Hill; Vice Chair Mastin; Directors Hernández, Rabbitt, Rodoni and Thier; President Thériault.

Committee Member Absent (2): Directors Moulton-Peters and Snyder.

Other Directors Present (4): Directors Cochran, Garbarino, Giudice and Grosboll.

Committee of the Whole Members Present (11): Directors Garbarino, Giudice, Grosboll, Hernández, Mastin, Rabbitt, Rodoni, and Thier; Second Vice President Hill; First Vice President Cochran; President Thériault.

Committee of the Whole Members Absent (8): Directors Conroy, Dorsey, Engardio, Moulton-Peters, Pahre, Safai, Snyder and Stefani.

Staff Present: General Manager Denis Mulligan; Auditor-Controller Joseph Wire; 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; Deputy District Engineer John Eberle; Director of Fleet and Facilities Keith Nunn; Executive Administrator to the General Manager Justine Bock; Senior Board Analyst Elizabeth Eells.

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Copies of all reports and presentations 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) Report of District Advisory Committees [01:57 Minutes Mark on the Audio Recording]

(a) Advisory Committee on Accessibility; (b) Bus Passengers Advisory Committee; (c) Ferry Passengers Advisory Committee; and (d) Pedestrian and Bicycle Advisory Committee

The staff report was for informational purposes only and no action was taken.

(4) Approve Updates to the Agency Safety Plan for Golden Gate Transit [03:17 Minutes Mark on the Audio Recording]

Director of Fleet and Facilities Keith Nunn presented the staff report.

[07:02 Minutes Mark on the Audio Recording]

President Theriault thanked staff for the redline version.

[Director Rabbitt arrived.]

Director Hernández inquired about the Safety Committee membership composition and involved bargaining units.

Director Mastin expressed appreciation for the staff report. He pointed out that the Agency Safety Plan (ASP) refers to Sonoma County Airport Express on pages 231 and 269 and indicated that this organization has been renamed Groome Transportation. He suggested that the ASP reflect the new name. He inquired about Mr. Nunn's current position title at the District.

Mr. Nunn responded to the Directors' inquiries. He stated that the Safety Committee is comprised of representatives from Bus Division unions and management. He confirmed that he is the District's Director of Fleet and Facilities.

(a) Action by Committee

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

RECOMMENDATION

The Transportation Committee/Committee of the Whole recommends that the Board of Directors approve updates to the Agency Safety Plan (ASP) for Golden Gate Transit

**TRANSPORTATION COMMITTEE/COMMITTEE OF THE WHOLE
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(GGT), as follows:

- (i) Delegate authority to the General Manager, as the Accountable Executive, to designate roles in GGT's ASP; and,
- (ii) Approve GGT's ASP, revision 3.0 dated October 2023, in compliance with the Federal Transit Administration's Public Transportation Agency Safety Plan Rule.

Action by the Board at its meeting of October 27, 2023 – Resolution

AYES (11): Directors Garbarino, Giudice, Grosboll, Hernández, Mastin, Rabbitt, Rodoni, and Thier; Second Vice President Hill; First Vice President Cochran; President Thériault.

NOES (0): None.

ABSENT (8): Directors Conroy, Dorsey, Engardio, Moulton-Peters, Pahre, Safaí, Snyder and Stefani.

(5) Monthly Report on Bridge Traffic, Transit Ridership Trends, and Transit Service Performance [10:02 Minutes Mark on the Audio Recording]

General Manager Denis Mulligan presented the staff report, which was for informational purposes only and no action was taken. He stated that Bridge traffic, and Bus and Ferry ridership has had slow and steady growth and is still well below pre-pandemic levels. He highlighted there has been a noticeable growth in recreational travel.

Director Grosboll inquired about the Friday commute.

Director Rabbitt commented about patterns he has observed in North Bay traffic.

Chair Hill commented about the “active transportation” in San Francisco.

Mr. Mulligan responded to the Director's inquiry. He outlined changes in commute patterns and demographics. He stated that the Larkspur Ferry could be the best reflection of Bridge traffic and transit ridership. He said that the service has the most riders on Tuesday, Wednesday and Thursday. He offered that the District could consider having a Monday and Friday schedule and a Tuesday, Wednesday and Thursday schedule. He expressed optimism about how San Francisco would change and evolve.

(6) Monthly Report on Activities Related to Marin Transit [15:33 Minutes Mark on the Audio Recording]

General Manager Denis Mulligan presented the staff report, which was for informational purposes only and no action was taken.

(7) Public Comment

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There were no public comments.

(8) Adjournment [16:14 Minutes Mark on the Audio Recording]

All business having been concluded, **Directors HERNÁNDEZ/MASTIN** moved and seconded that the meeting be adjourned at 9:19 a.m.

Carried

Respectfully submitted,

Elbert Hill, Chair
Transportation Committee

EH:AMK:EIE:tnm

October 26, 2023



**MINUTES OF THE BUILDING AND OPERATING COMMITTEE/
COMMITTEE OF THE WHOLE**

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 Whole (Committee) 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 Thursday, October 26, 2023, at 9:27 a.m., with Chair Garbarino presiding. A remote audio option for public participation was available.

- (1) **Call to Order:** 9:27 a.m. **[00:23 Minutes Mark on the Audio Recording]**
- (2) **Roll Call:** Secretary of the District Amorette M. Ko-Wong. **[01:00 Minutes Mark on the Audio Recording]**

Committee Members Present (6): Chair Garbarino; Vice-Chair Mastin; Directors Cochran, Rabbitt and Thier; President Thériault.

Committee Members Absent (2): Directors Conroy and Pahre.

Other Directors Present (5): Directors Giudice, Grosboll, Hernández, Hill and Rodoni.

Committee of the Whole Members Present (11): Directors Garbarino, Giudice, Grosboll, Hernández, Mastin, Rabbitt, Rodoni, and Thier; Second Vice President Hill; First Vice President Cochran; President Thériault.

Committee of the Whole Members Absent (8): Directors Conroy, Dorsey, Engardio, Moulton-Peters, Pahre, Safaí, Snyder and Stefani.

Staff Present: General Manager Denis Mulligan; Auditor-Controller Joseph Wire; 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;

**BUILDING AND OPERATING COMMITTEE/COMMITTEE OF THE WHOLE
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Deputy District Engineer John Eberle; 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 Professional Services Agreement No. 2011-B-2, *Design Services for the Golden Gate Bridge Physical Suicide Deterrent System*, with HNTB Corporation [01:42 Minutes Mark on the Audio Recording]

Director Thier recused herself for Agenda Item Nos. 3 and 4.

[Director Thier departed.]

Deputy District Engineer John Eberle presented the staff report.

[09:36 Minutes Mark on the Audio Recording]

Chair Garbarino expressed appreciation for the report.

Director Grosboll inquired about the consultant's work and the possibility of additional approvals.

Director Rabbitt inquired about HNTB's contract and review services.

Mr. Eberle and Mr. Mulligan responded to the inquiries. Mr. Eberle stated that the Addendum should cover the upcoming work unless the contractor makes more submissions than anticipated. Mr. Mulligan confirmed that HNTB's work is limited to review of the submittals from Suicide Deterrent System contractor Shimmick/Danny's Joint Venture.

(a) Action by the Committee

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

RECOMMENDATION

The Building and Operating Committee/Committee of the Whole recommends that the Board of Directors approve the following actions relative to the Professional Services Agreement (PSA) No. 2011-B-2, *Design Services for the Golden Gate Bridge Physical Suicide Deterrent System*:

- (i) Authorize execution of the Second Addendum to the Twelfth Amendment to PSA No. 2011-B-2 with HNTB Corporation (HNTB), in an amount not-to-exceed \$1,400,000 for continuation of the construction engineering design support services

during construction of the *Golden Gate Bridge Physical Suicide Deterrent System Construction* (Project #1526); and,

- (ii) Authorize an increase in the amount of \$1,400,000 in the FY 2023/24 Bridge Division Capital Budget, relative to Project #1526, to be financed with District reserves, for a revised total Project #1526 budget of \$218,912,868.

**Action by the Board at its meeting of October 27, 2023 – Resolution
Refer to Finance-Auditing Committee Meeting of October 26, 2023**

AYES (10): Directors Garbarino, Giudice, Grosboll, Hernández, Mastin, Rabbitt and Rodoni; Second Vice President Hill; First Vice President Cochran; President Thériault.

NOES (0): None.

ABSENT (9): Directors Conroy, Dorsey, Engardio, Moulton-Peters, Pahre, Safaí, Snyder, Stefani and Thier.

- (4) **Approve Actions Relative to Professional Services Agreement No. 2010-B-1, *Golden Gate Suspension Bridge Seismic Retrofit Design Services*, with HDR Engineering, Inc.**
[13:13 Minutes Mark on the Audio Recording]

Deputy District Engineer John Eberle presented the staff report.

[19:30 Minutes Mark on the Audio Recording]

Chair Garbarino expressed appreciation for the report.

Director Rabbitt inquired about the location of the Lincoln Boulevard undercrossing and why the undercrossing was removed from the project.

Director Mastin inquired about the contingency (page 15) and the timing of showing that contingency amount in the History section of the report (pages 17-21).

Mr. Eberle and Mr. Mulligan responded to the inquiries. He clarified the undercrossing location and stated that staff determined that the structure does not have to be retrofit. Mr. Mulligan added to his explanation. Mr. Eberle explained the History section would reflect the contingency amount when it is authorized to be spent.

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

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

RECOMMENDATION

**BUILDING AND OPERATING COMMITTEE/COMMITTEE OF THE WHOLE
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The Building and Operating Committee/Committee of the Whole recommends that the Board of Directors approve the following actions relative to the Professional Services Agreement (PSA) No. 2010-B-1, *Golden Gate Suspension Bridge Seismic Retrofit Design Services*:

- (i) Authorize execution of the Thirteenth Amendment to PSA No. 2010-B-1, with HDR Engineering, Inc., Walnut Creek, CA, in an amount not-to-exceed \$351,150, for additional engineering design services associated with the *Golden Gate Suspension Bridge Seismic Retrofit Project*, (Project #1923); and,
- (ii) Establish a 10% contingency for the amendment in the amount of \$35,100,

with the understanding that sufficient funds are available in the FY 23/24 Bridge Division Capital Budget for Project #1923 to finance the Thirteenth Amendment to the PSA and its contingency.

Action by the Board at its meeting of October 27, 2023 – Resolution

AYES (10): Directors Garbarino, Giudice, Grosboll, Hernández, Mastin, Rabbitt and Rodoni; Second Vice President Hill; First Vice President Cochran; President Thériault.

NOES (0): None.

ABSENT (9): Directors Conroy, Dorsey, Engardio, Moulton-Peters, Pahre, Safaí, Snyder, Stefani. and Thier.

[Director Thier returned.]

- (5) Authorize Payment Relative to Terminating Contract No. 2022-F-084, CARB Compliant Tier 4 Diesel Engines [24:01 Minutes Mark on the Audio Recording]**

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

Mr. Mulligan added that the Spaulding vessels were the vessels that struck and caused damage to terminal facilities. He noted that the current vessels are not very maneuverable and would be less so if modified.

[29:33 Minutes Mark on the Audio Recording]

Director Mastin inquired about how staff would respond if Dave Rhody of The Climate Reality project asks about purchasing electric ferries.

Chair Garbarino expressed appreciation for Mr. Hoffman's presentation about his trip to explore alternative ferry powering in Europe.

Director Rabbitt inquired about the timing of the California Air Resources Board (CARB) requirements related to tail pipe emissions from ferries, and the consequences of continuing to use the Spaulding vessels. He inquired about the capacity of the new vessels.

Director Hill inquired about the source of the hydrogen for the hydrogen fuel cell technology.

Director Thier commented that the District will be acquiring three new ferry vessels and inquired about the timeline for availability of electric propulsion systems for ferries.

Chair Garbarino commented about the availability of hydrogen fuel cell technology that is independent for her business that utilizes large vehicles.

Director Rabbitt commented about the County of Sonoma's use of hydrogen fuel cells and the associated cost, which has been high. He noted that being the first to venture into a new endeavor can be challenging.

Director Thier clarified that she supports the District powering the ferries with the most environmentally friendly and effective technology available. She stated that she is on the Marin Clean Energy (MCE) Board of Directors and the District could likely utilize similar companies as MCE.

Mr. Mulligan responded to the inquiries. He said alternative fuel vessels are not yet available to match the District's speed and capacity profile. He confirmed staff looks forward to participating in the Sea Change pilot project, which utilizes hydrogen fuel cell technology. He acknowledged that the District does have a deadline and has to move forward with a way to meet CARB requirements. He reviewed the value of updating the ferry vessel design and fuel savings that could be realized. With regard to the source of hydrogen fuel, he indicated the Sea Change will utilize the hydrogen fuel that is available and there are efforts underway to produce green hydrogen that may prove to be a feasible fuel source for future ferry vessels. He spoke about possible opportunities to change the propulsion systems in the future and some of the challenges of various technologies. He stated that the District will likely work with the City of Santa Rosa on leasing hybrid buses.

(a) Action by the Committee

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

RECOMMENDATION

The Building and Operating Committee/Committee of the Whole recommends that the Board of Directors authorize payment of cancellation costs in the amount of \$299,576.00 to Pacific Power Group of Kent, WA, for the termination of Contract No. 2022-F-084, *CARB Compliant Tier 4 Diesel Engines*; with the understanding that sufficient funds are available in capital project #2240, *Spaulding Repower*.

Action by the Board at its meeting of October 27, 2023 – Resolution

AYES (11): Directors Garbarino, Giudice, Grosboll, Hernández, Mastin, Rabbitt, Rodoni and Thier; Second Vice President Hill; First Vice President Cochran; President Thériault.

NOES (0): None.

ABSENT (8): Directors Conroy, Dorsey, Engardio, Moulton-Peters, Pahre, Safaí, Snyder and Stefani.

(6) Approve Actions Relative to the Naming of a New Ferry Vessel [43:58 Minutes Mark on the Audio Recording]

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

[46:00 Minutes Mark on the Audio Recording]

Director Giudice expressed appreciation for staff's efforts to work with Graton Rancheria and select the name of *Motor Vessel (M.V. Liwa)* for the District's new ferry.

President Thériault echoed Director Giudice's comments and expressed appreciation for the name of *M.V. Liwa*. He said the process for selecting the new name could become a model and requested staff propose a policy for the name selection process.

Director Thier expressed appreciation for staff's work with Graton Rancheria and the name of *M.V. Liwa*. She expressed support for the President's request to develop a naming process.

Director Grosboll inquired about the process to develop the original name.

Director Hill expressed appreciation for the name of *M.V. Liwa* and the process followed with Graton Rancheria.

Director Rabbitt suggested the District Board and staff be inclusive of all tribes in the District's area.

Director Cochran commented about a Del Norte County tribe and suggested being inclusive of that tribe, which is located within one of the District's member counties.

Mr. Mulligan responded to the comments and inquiries. He stated that the District's replacement ferries could utilize the names of the prior ferries so that the vessels are named after the District's member counties of Del Norte, Marin, Mendocino, Napa, San Francisco and Sonoma. He confirmed that staff would develop a naming policy.

(a) Action by the Committee

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

RECOMMENDATION

The Building and Operating Committee/Committee of the Whole recommends that the Board of Directors approve actions relative to the naming of the Golden Gate Bridge, Highway and Transportation District's new ferry vessel as follows:

- (i) Rescind Resolution No. 2023-031, which approved the selection of *Motor Vessel (M.V.) Olompali* for the new vessel and authorized the official filing of the name with the United States Coast Guard; and,
- (ii) Approve naming the new ferry vessel the *M.V. Liwa* and authorize staff to file the name with the United States Coast Guard.

Action by the Board at its meeting of October 27, 2023 – Resolution

AYES (11): Directors Garbarino, Giudice, Grosboll, Hernández, Mastin, Rabbitt, Rodoni and Thier; Second Vice President Hill; First Vice President Cochran; President Thériault.

NOES (0): None.

ABSENT (8): Directors Conroy, Dorsey, Engardio, Moulton-Peters, Pahre, Safaí, Snyder and Stefani.

(7) Authorize Award of Contracts Relative to Request for Proposals No. 2023-D-006, Microsoft and VMWare Professional Services [51:19 Minutes Mark on the Audio Recording]

Chief Technology Director Fang Lu presented the staff report.

[56:04 Minutes Mark on the Audio Recording]

Chair Garbarino expressed appreciation for the staff report.

Director Rodoni commented about the proposers' business locations. He inquired about the possibility of the Selection Committee giving more weight to proposers who are in the local area.

Director Grosboll commented about the number of proposers.

Director Thier commented about Disadvantaged Business Enterprise (DBE) and Local Business Enterprise (LBE) goals, and the possibility that the District could provide incentives and recognize certifications for local businesses.

Mr. Mulligan and Ms. Lu responded to the comments and inquiries. Mr. Mulligan stated the District does not give a preference to local firms and did not have a DBE or LBE goal for the RFP for Microsoft and VMWare Professional Services. Ms. Lu indicated that she

would talk with the DBE Administrator and investigate ways to give opportunities to smaller firms.

(a) Action by the Committee

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

RECOMMENDATION

The Building and Operating Committee/Committee of the Whole recommends that the Board of Directors authorize execution of five contracts pursuant to Request for Proposals No. 2023-D-006, *Microsoft and VMware Professional Services*, for on-call professional services for a three-year term, with two one-year option terms, exercisable at the District's sole discretion, with the understanding that the total annual spending across all five contracts will not exceed \$750,000 in any one year, for a total aggregate amount of \$3,750,000. The five recommended firms are as follows:

- (i) ePlus Technology, Inc., Herndon, VA (Contract No. 2023-D-006-01)
- (ii) iShift LLC, Scottsdale, AZ (Contract No. 2023-D-006-02)
- (iii) Zones, LLC, Auburn, WA (Contract No. 2023-D-006-03)
- (iv) Softchoice Corporation, Chicago, IL (Contract No. 2023-D-006-04)
- (v) World Wide Technology, LLC, St. Louis, MO (Contract No. 2023-D-006-05)

Action by the Board at its meeting of October 27, 2023 – Resolution

AYES (11): Directors Garbarino, Giudice, Grosboll, Hernández, Mastin, Rabbitt, Rodoni and Thier; Second Vice President Hill; First Vice President Cochran; President Thériault.

NOES (0): None.

ABSENT (8): Directors Conroy, Dorsey, Engardio, Moulton-Peters, Pahre, Safaí, Snyder and Stefani.

**(8) Status Report from Board Appointee(s) on Sonoma-Marín Area Rail Transit Board
[1:01:51 Hour Mark on the Audio Recording]**

Chair Garbarino and Director Rabbitt provided a Sonoma-Marín Area Rail Transit (SMART) Board status report, which was for informational purposes only and no action was taken.

(9) Status Report on Engineering Projects [1:06:32 Hour Mark on the Audio Recording]

Deputy District Engineer John Eberle presented a status report, which was for informational purposes only and no action was taken.

**BUILDING AND OPERATING COMMITTEE/COMMITTEE OF THE WHOLE
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President Thériault commented about the procurement for the Seismic Retrofit Project Construction Management General Contractor (CMGC) Preconstruction and inquired about the top ranked firm Halmar International.

Director Mastin commented and inquired about the use of fluazifop at the Corte Madera Ecological Reserve (CMER) (page 75). He spoke about the University of California Integrated Pest Management program's assessment of fluazifop and expressed his opposition to the use of the herbicide at the CMER.

Director Thier requested a regular report each month, the herbicide be removed from the plan and an alternative plan for elimination of the pampas grass.

Mr. Eberle and Mr. Mulligan responded to the Director s' comments and inquiries. Mr. Eberle stated that staff is negotiating with Halmar International and once the negotiation is complete, staff will provide additional information about the firm. Mr. Mulligan confirmed many Board members support Director Mastin's view. He added that staff will continue to report to the Board about the CMER each month, is aware that the Board strongly opposes the use of a herbicide at the CMER and will seek Board approval before utilizing alternative methods for removing the pampas grass.

(10) Public Comment

There were no public comments.

(11) Adjournment [1:11:54 Hour Mark on the Audio Recording]

All business having been concluded, **Directors THIER/MASTIN** moved and seconded that the meeting be adjourned at 10:38 a.m.

Carried

Respectfully submitted,

Patricia Garbarino, Chair
Building and Operating Committee

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October 26, 2023

**MINUTES OF THE FINANCE-AUDITING COMMITTEE/
COMMITTEE OF THE WHOLE**

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 Whole (Committee) 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 Thursday, October 26, 2023, at 10:49 a.m., with Chair Rabbitt presiding. A remote audio option for public participation was available.

- (1) **Call to Order:** 10:49 a.m.
- (2) **Roll Call:** Secretary of the District Amorette M. Ko-Wong.

Committee Members Present (7): Chair Rabbitt; Directors Cochran, Giudice, Grosboll, Hernández and Rodoni; President Thériault.

Committee Members Absent (1): Vice Chair Pahre.

Other Directors Present (4): Directors Garbarino, Hill, Mastin and Thier.

Committee of the Whole Members Present (11): Directors Garbarino, Giudice, Grosboll, Hernández, Mastin, Rabbitt, Rodoni and Thier; Second Vice President Hill; First Vice President Cochran; President Thériault.

Committee of the Whole Members Absent (8): Directors Conroy, Dorsey, Engardio, Moulton-Peters, Pahre, Safaí, Snyder and Stefani.

Staff Present: General Manager Denis Mulligan; Auditor-Controller Joseph Wire; 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;

**FINANCE-AUDITING COMMITTEE/COMMITTEE OF THE WHOLE
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Deputy District Engineer John Eberle; Risk Management and Safety Director Kelli Vitale; Executive Administrator to the General Manager Justine Bock; Senior Board Analyst Elizabeth Eells.

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

(3) Ratification of Previous Actions by the Auditor-Controller [00:41 Minutes Mark on the Audio Recording]

PFM Asset Management (PFM) Managing Director Monique Spyke presented the Investment Report. She highlighted the opportunities presented by the higher interest rates and reviewed PFM's current investment focus.

[07:00 Minutes Mark on the Audio Recording]

Chair Rabbitt expressed appreciation for the report and PFM representatives' work on the District's portfolio.

Director Hill inquired about the District's investments in auto asset-backed securities (ABS).

Ms. Spyke responded to the Director's inquiry and spoke about the strength of the auto ABS sector.

(a) Action by the Committee

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

RECOMMENDATION

The Finance-Auditing Committee/Committee of the Whole recommends that the Board of Directors approves the following actions:

- (i) There are no commitments and/or expenditures to ratify for the period of September 1, 2023 through September 30, 2023;
- (ii) Ratify investments made during the period September 12, 2023 through October 16, 2023;
- (iii) Authorize the reinvestment, within the established policy of the Board, of any investments maturing between October 16, 2023, and November 6, 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 September 2023.

Action by the Board at its meeting of October 27, 2023 – Resolution
CONSENT CALENDAR

- AYES (11):** Directors Garbarino, Giudice, Grosboll, Hernández, Mastin, Rabbitt, Rodoni and Thier; Second Vice President Hill; First Vice President Cochran; President Thériault.
- NOES (0):** None.
- ABSENT (8):** Directors Conroy, Dorsey, Engardio, Moulton-Peters, Pahre, Safai, Snyder and Stefani.

[Director Garbarino departed.]

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

- (a) Budget Increase in the FY 23/24 Bridge Division Capital Budget for Project #1526 Golden Gate Bridge Suicide Deterrent System Construction Project [09:22 Minutes Mark on the Audio Recording]**

Deputy District Engineer John Eberle presented the staff report.

[Director Thier recused herself from voting on the item, departed and the Committee of the Whole became a Committee.]

(i) Action by the Committee

Staff recommended and the Committee concurred by motion made and seconded by **Directors GROSBOLL/COCHRAN** 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 October 26, 2023, that the Board of Directors authorize an increase in the FY 23/24 Bridge Division Capital Budget, in the amount of \$1,400,000, relative to Project #1526, *Golden Gate Bridge Suicide Deterrent System Construction*, to be funded from District reserves, to support the continuation of construction engineering design support services.

Action by the Board at its meeting of October 27, 2023 – Resolution
Refer to Building and Operating Committee Meeting of October 26, 2023
NON-CONSENT CALENDAR

- AYES (7):** Chair Rabbitt; Directors Cochran, Giudice, Grosboll, Hernández and Rodoni; President Thériault.
- NOES (0):** None.
- ABSENT (1):** Vice Chair Pahre.

[Director Thier returned and the Committee became a Committee of the Whole.]

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

No actions required authorization.

(6) **Approve Establishment of a New Project, *Spaulding Replacement Project*, in the Fiscal Year 23/24 Ferry Division Capital Budget** [11:43 Minutes Mark on the Audio Recording]

Deputy General Manager/Ferry Division Michael Hoffman presented the staff report. He outlined the availability of grant funding for capital purchases such as ferries.

[15:35 Minutes Mark on the Audio Recording]

Chair Rabbitt inquired about the possibility that the District could partner with other agencies on ferry design and procurements.

Mr. Mulligan and Mr. Hoffman responded to the inquiry. Mr. Mulligan stated that the procurements are separate. Mr. Hoffman explained that the District's terminal arrangements differ from the other operators in the area and these differences create different vessel requirements. Mr. Mulligan added that the District will be standardizing its fleet and this standardization will help manage costs.

(a) **Action by the Committee**

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

RECOMMENDATION

The Finance-Auditing Committee/Committee of the Whole recommends that the Board of Directors approve establishing a new Ferry Division Capital Project, Project #2446, *Spaulding Replacement Project*, in the Fiscal Year 23/24 Ferry Division Capital budget in the amount of \$63,000,000.

Action by the Board at its meeting of October 27, 2023 – Resolution
NON-CONSENT CALENDAR

AYES (10): Directors Giudice, Grosboll, Hernández, Mastin, Rabbitt, Rodoni and Thier; Second Vice President Hill; First Vice President Cochran; President Thériault.

NOES (0): None.

ABSENT (9): Directors Conroy, Dorsey, Engardio, Garbarino, Moulton-Peters, Pahre, Safaí, Snyder and Stefani.

(7) **Authorize Execution of Contracts Relative to Request for Proposals No. 2023-D-039, Insurance Advisors and Brokerage Services** [17:14 Minutes Mark on the Audio Recording]

Risk Management and Safety Director Kelli Vitale presented the staff report.

[22:24 Minutes Mark on the Audio Recording]

Chair Rabbitt commented about the difficulty of the insurance marketplace and expressed appreciation for staff's work on the contract.

(a) **Action by the Committee**

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

RECOMMENDATION

The Finance-Auditing Committee/Committee of the Whole recommends that the Board of Directors approve the following actions relative to Request for Proposals No. 2023-D-039, *Insurance Advisors and Brokerage Services*:

- (i) Authorize execution of a contract with USI Insurance Services, for a three-year term, for a total not-to-exceed cost of \$384,000, with two additional one-year options for a total not to exceed cost of \$128,000 per option year, for the Golden Gate Bridge Highway and Transportation District's (District) Casualty and Property Insurance Program, effective November 1, 2023; and,
- (ii) Authorize execution of a contract with USI Insurance Services, for a three-year term, for a total not-to-exceed cost of \$120,000, with two additional one-year options for a total not-to-exceed cost of \$40,000 per option year, for the District's Marine Insurance Programs, effective November 1, 2023;

with the understanding that requisite funds for these services are available in the District's FY 23/24 Operating Budget and future years will be budgeted accordingly.

Action by the Board at its meeting of October 27, 2023 – Resolution
NON-CONSENT CALENDAR

AYES (10): Directors Giudice, Grosboll, Hernández, Mastin, Rabbitt, Rodoni and Thier; Second Vice President Hill; First Vice President Cochran; President Thériault.

NOES (0): None.

ABSENT (9): Directors Conroy, Dorsey, Engardio, Garbarino, Moulton-Peters, Pahre, Safaí, Snyder and Stefani.

(8) **Receive the Updated Five- and Ten-Year Financial Projection [23:29 Minutes Mark on the Audio Recording]**

Auditor-Controller Joseph Wire presented the staff report. He explained that the projection is one of three key financial documents that include the projection, strategic plan and annual budget. He outlined the key goals of the projection.

He reviewed the projection assumptions for revenue and costs. He said that the first projection shows the current FY 23/24 budget assumptions that allow for a return to close to full pre-COVID transit service, and pointed out the resulting deficit of over \$1 billion in 10 years.

He stated that the second projection shows a scenario of providing the transit service that the District is operating at this time, and highlighted the resulting deficit of about \$679 million in 10 years.

He spoke about the Board's strategic planning process that is underway.

[37:17 Minutes Mark on the Audio Recording]

Chair Rabbitt and Director Giudice expressed appreciation for the report.

President Thériault inquired about two items under the Ferry Division on page 65.

Chair Rabbitt requested more information about the projected District deficit, its percentage of the budget, and revenue increases or expense reductions that could be required. He commented about staff attrition.

Director Hill inquired about the District's process for projecting costs.

Mr. Wire and Mr. Mulligan responded to the Directors' comments and inquiries. Mr. Wire confirmed that the projection was put together with assumptions that reflect what was known and approved by the Board as of the date the projection was underway. He projected the current District budget shortfall as a percentage of the total budget and spoke about ways to increase revenue and reduce costs. Mr. Mulligan spoke about the possibility that the District could realize efficiencies, save money and achieve the same or similar goals. Mr. Wire clarified that project costs are developed as part of project development.

(a) **Action by the Committee**

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

RECOMMENDATION

The Finance-Auditing Committee/Committee of the Whole recommends that the Board of Directors receive the updated five- and ten-year financial projection, as detailed in the staff report.

Action by the Board at its meeting of October 27, 2023 – Resolution
NON-CONSENT CALENDAR

AYES (10): Directors Giudice, Grosboll, Hernández, Mastin, Rabbitt, Rodoni and Thier; Second Vice President Hill; First Vice President Cochran; President Thériault.

NOES (0): None.

ABSENT (9): Directors Conroy, Dorsey, Engardio, Garbarino, Moulton-Peters, Pahre, Safaí, Snyder and Stefani.

(9) Status Report on the FY 23/24 Budget [46:45 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.

[47:34 Minutes Mark on the Audio Recording]

Director Thier inquired about the District's reduced use of the American Rescue Plan (ARP) Act funds.

Mr. Wire and Mr. Mulligan responded to the Director's comments and inquiries. Mr. Wire stated that tolls and transit fare revenue and other operating revenue are higher and expenses are lower than anticipated. He added that the District is not yet offering all budgeted transit service because rider demand has not returned.

(10) Monthly Review of Golden Gate Bridge Traffic/Tolls and Bus and Ferry Transit Patronage/Fares (for Three Months Ending September 2023) [48:55 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 spoke about the Bridge traffic, bus and ferry ridership and associated revenue charts (page 85). He pointed out the increases in the various categories.

(11) Monthly Review of Financial Statements (for Three Months Ending September 2023) [51:17 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 FY 23/24 revenue and expenses, (page 91) and indicated the District's higher revenue months occur during the summer. He pointed to the Capital Report (page 101).

(12) **Review of the District's FY 23/24 First Quarterly Report of Judgments or Settled Claims** [53:43 Minutes Mark on the Audio Recording]

Risk Management and Safety Director Kelli Vitale presented the staff report, which was for informational purposes only and no action was taken.

(13) **Review of the Auditor-Controller's FY 23/24 First Quarterly Report on Authorized Budget Adjustments and Budget Transfers Under the General Manager's Authority** [54:43 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.

(14) **Review of the Auditor-Controller's FY 23/24 First Quarterly Report on Procurement Actions Under the General Manager's Authority** [55:25 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.

Chair Rabbitt stated that he would like to take Public Comment out of order before Closed Session.

(15) **Public Comment**

There were no public comments.

(16) **Closed Session** [56:55 Minutes Mark on the Audio Recording]

Attorney Kimon Manolius, at the request of Chair Rabbitt, stated that the Committee would convene in Closed Session, as permitted by the Brown Act, to discuss the following matters 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) *Victor Vallejos v. Golden Gate Bridge, Highway and Transportation District.*

[01:02:00 Hour Mark on the Closing Audio Recording]

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

(17) **Adjournment** [01:02:20 Hour Mark on the Audio Recording]

All business having been concluded Directors GIUDICE/HILL moved and seconded that the meeting be adjourned at 11:50 a.m.

Carried

Respectfully submitted,

David Rabbitt, Chair
Finance-Auditing Committee

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October 27, 2023



MINUTES OF THE RULES, POLICY AND INDUSTRIAL RELATIONS COMMITTEE
COMMITTEE OF THE WHOLE

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 Whole (Committee) 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, October 27, 2023, at 9:00 a.m., with Chair Hernández presiding. A remote audio option for public participation was available.

- (1) **Call to Order:** 9:00 a.m.
- (2) **Roll Call:** Secretary of the District Amorette M. Ko-Wong. **[00:20 Minutes Mark on the Audio Recording]**

Committee Members Present (6): Chair Hernández; Vice Chair Garbarino; Directors Grosboll, Hill, Mastin and President Thériault.

Committee Members Absent (2): Directors Conroy and Pahre.

Other Directors Present (4): Directors Cochran, Rabbitt, Rodoni, and Thier.

Committee of the Whole Members Present (10): Directors Garbarino, Grosboll, Hernández, Mastin, Rabbitt, Rodoni and Thier; Second Vice President Hill; First Vice President Cochran; President Thériault.

Committee of the Whole Members Absent (9): Directors Conroy, Dorsey, Engardio, Giudice, Moulton-Peters, Pahre, Safaí, Snyder and Stefani.

Staff Present: General Manager Denis Mulligan; Auditor-Controller Joseph Wire; 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; Deputy District Engineer John Eberle; Executive Administrator to the General Manager Justine Bock; Senior Board Analyst Elizabeth Eells.

RULES, POLICY AND INDUSTRIAL RELATIONS COMMITTEE/COMMITTEE OF THE WHOLE
OCTOBER 27, 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.

[Director Grosboll arrived.]

(3) Compensation Study [1:30 Minutes Mark on the Audio Recording]

Deputy General Manager/Administration and Development Kellee Hopper presented the staff report. She reported the District's employee compensation is highly competitive.

General Manager Denis Mulligan added that the District initiated salary surveys and has provided a level of transparency by disclosing those results starting a number of years ago. He said the Board could consider implementing a Compensation Policy, and initiate compensation adjustments for those classifications that are shown to be significantly underpaid.

He provided additional information about Bus Operator and Deckhand compensation.

[14:34 Minutes Mark on the Audio Recording]

Director Hill inquired about the Bus Operator compensation.

[The meeting recessed while sound issues were resolved.]

Director Garbarino expressed appreciation for the Compensation Study. She commented about the difficulties of recruiting staff and the value of having this type of quantitative study and a Compensation Policy.

Director Grosboll inquired about the nine positions that are shown to be underpaid by 10% or more and the vacancy rate in those positions. He also inquired about the possibility of resetting those salaries. He commented that Directors thought they had a Compensation Policy.

President Thériault requested that staff come to the Board in steps: 1) Outline what has been done elsewhere; 2) Get Board input, and 3) Draft a policy.

Director Grosboll inquired about Bus Operator openings.

Director Garbarino commented about the Bus Operator Roadeo and the value of the Bus Mentorship Pre-Apprenticeship program.

Director Thier expressed appreciation for the Bus Roadeo, Compensation Study, Chair Hernández's leadership and the Bus Mentorship Pre-Apprenticeship program.

Ms. Hopper and Mr. Mulligan responded to the inquiries. Mr. Mulligan stated that staff

**RULES, POLICY AND INDUSTRIAL RELATIONS COMMITTEE/COMMITTEE OF
THE WHOLE
OCTOBER 27, 2023/PAGE 3**

could bring a Compensation Policy to the Board. He confirmed that the District has difficulties filling Bus Operator positions.

[36:07 Minutes Mark on the Audio Recording]

The following individuals spoke under public comment:

- John Holden, Bus Operator (remotely)
- Shane Weinstein (in person)

Chair Hernández stated that she looks forward to having more Board discussion about this item and getting more information about a possible Compensation Policy. She requested information about Bus Operator compensation.

Director Grosboll inquired about marketing to recruit more Bus Operators.

Director Thier expressed appreciation for Mr. Weinstein's suggestion to put ads to recruit Bus Operators on the side of buses.

(4) Public Comment

There were no public comments.

(5) Adjournment [45:15 Minutes Mark on the Audio Recording]

All business having been concluded, Directors HILL/MASTIN moved and seconded that the meeting be adjourned at 9:45 a.m.

Carried

Respectfully submitted,

Sabrina Hernández, Chair
Rules, Policy and Industrial Relations Committee

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2023-10

GOLDEN GATE BRIDGE, HIGHWAY AND TRANSPORTATION DISTRICT

MEMORANDUM OF MINUTES

BOARD OF DIRECTORS MEETING

OCTOBER 27, 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, October 27, 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. **[00:27 Minutes Mark on the Audio Recording]**

Directors Present (16): Directors Conroy, Dorsey, Engardio, Garbarino, Giudice, Grosboll, Hernández, Mastin, Rabbitt, Rodoni, Snyder, Stefani and Thier; Second Vice President Hill; First Vice President Cochran; President Thériault.

Directors Absent (3): Directors Moulton-Peters, Pahre and Safaí.

Staff Present: General Manager Denis Mulligan; Auditor-Controller Joseph Wire; Secretary of the District Amorette Ko-Wong; Attorneys Kimon Manolius, Alexandra Atencio, David Casarrubias; Deputy General Manager/Bridge Division David Rivera; Deputy General Manager/Ferry Division Michael Hoffman; Deputy General Manager/Administration and Development Kellee Hopper; Deputy District Engineer John Eberle; Executive Administrator to the General Manager Justine Bock; Senior Board Analyst Elizabeth Eells.

- (3) **PLEDGE OF ALLEGIANCE:** Director Chris Snyder **[02:22 Minutes Mark on the Audio Recording]**

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

(4) PUBLIC COMMENT: [02:45 Minutes Mark on the Audio Recording]

The following individuals spoke under Public Comment:

- David Herrera, Bus Operator (in person)
- Shane Weinstein, Amalgamated Transit Union (ATU), Local 1575 (in person)
- John Holden, Bus Operator (in person)
- Robert Kaufman, Bus Operator (in person)
- Dave Rhody, The Climate Reality Project (in person)
- Kymberlyrenée Gamboa, Sacramento County Resident (remotely)
- David Pilpel, San Francisco Resident (remotely)
- James Lindsay, Bus Operator and ATU (remotely)

[26:01 Minutes Mark on the Audio Recording]

President Thériault and General Manager Denis Mulligan thanked the speakers for their public comments. Mr. Mulligan responded to the comments. He said he would address the comment about the Golden Gate Transit Amalgamated Retirement Plan (GGTARP) in item 10.A. He expressed appreciation for Ms. Gamboa's and her family's comments for the past 10 years. He confirmed that the Suicide Deterrent System (SDS) is already making a difference and the District would hold an event to commemorate its completion in the future. He expressed appreciation to Mr. Lindsay for his leadership in labor bargaining and Mr. Herrera for his service. He confirmed that the District supports direct communication between employees and their respective unions.

Director Thier stated that she would be recusing herself for Agenda Item Nos. 8.B.1 and 8.B.2.

(5) CONSENT CALENDAR: [31:34 Minutes Mark on the Audio Recording]

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

AYES (16): Directors Conroy, Dorsey, Engardio, Garbarino, Giudice, Grosboll, Hernández, Mastin, Rabbitt, Rodoni, Snyder, Stefani and Thier; Second Vice President Hill; First Vice President Cochran; President Thériault.

NOES (0): None.

ABSENT (3): Directors Moulton-Peters, Pahre and Safaí.

(A) Approve the Minutes of the following Meetings:

- (1) Building and Operating Committee of September 21, 2023;
 - (2) Finance-Auditing Committee of September 21, 2023;
 - (3) Rules, Policy and Industrial Relations Committee of September 21, 2023;
- and,

**BOARD OF DIRECTORS MEETING
OCTOBER 27, 2023/PAGE 3**

- (4) Board of Directors of September 22, 2023.

Carried

- (B) **Ratification of Previous Actions by the Auditor-Controller**
Resolution No. 2023-061 (as detailed in the October 26, 2023, Finance-Auditing Committee meeting)

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

Adopted

(6) **REPORTS OF OFFICERS:**

- (A) **General Manager** [32:34 Minutes Mark on the Audio Recording]

Mr. Mulligan presented the General Manager Report. He highlighted a few items in his report including: 1) Golden Gate Ferry recreational travel including special event ridership; 2) Bridge traffic and bus transit ridership; and 3) recognition of Fernando Quiroz Guzman for his District service.

[36:42 Minutes Mark on the Audio Recording]

President Thériault commented about the San Francisco Giants and ferry ridership. He said that he looks forward to having the employee recognition resume before he leaves office. He inquired about the Asia-Pacific Economic Cooperation (APEC) Conference.

Mr. Mulligan responded to the President's comments and inquiry. He added to his report and spoke about the Bus Rodeo on October 7, 2023; and the APEC Leaders' Week, November 11-17.

[38:14 Minutes Mark on the Audio Recording]

Director Snyder inquired about President Biden's attendance at the APEC conference.

Mr. Mulligan responded to the inquiry.

- (B) **Attorney** [38:46 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 No. 6.B.1 would take place just prior to the conclusion of this meeting:

- (a) **Conference with Legal Counsel – Existing Litigation**
Pursuant to Government Code Section 54956.9(a)
Report of Hanson Bridgett, LLP

- (i) In re Toll Bridges Litigation: Sumatra Kendrick, an

individual; Michelle Kelly, an individual and on behalf of herself and those similarly situated, v. Bay Area Toll Authority, Golden Gate Bridge, Highway and Transportation District, Xerox State and Local Solutions, Inc.; and Conduent State and Local Solutions, Inc.

San Francisco Superior Court; Case Numbers CGC-17-562613, consolidated with CGC-18-568084.

- (ii) William Montgomery v. Golden Gate Bridge, Highway and Transportation District, San Francisco Superior Court, Case No. CGC-18-568084, United States District Court, Northern District of California, Case No. 3:18-cv-05518-RS.

(C) District Engineer [39:15 Minutes Mark on the Audio Recording]

Deputy District Engineer John Eberle presented the District Engineer Report, which was for informational purposes only and no action was taken. He provided an update on a few projects including the:

- Corte Madera Ecological Preserve (CMER)
- Toll Plaza Pavement Overlay
- Administration Building Elevator
- Suicide Deterrent System

[40:32 Minutes Mark on the Audio Recording]

Director Thier commented about the CMER update. She expressed her goals of avoiding the use of herbicides at the site and repeating the process of cutting the pampas grass if necessary in the future. She requested that staff obtain a cost estimate for this work and the District approve an Amendment if necessary.

Director Mastin agreed with Director Thier's comments.

President Thériault requested an update about the Seismic Retrofit Construction Manager/General Contractor (CMGC) procurement.

Mr. Eberle and Mr. Mulligan responded to the Director's comments. Mr. Mulligan confirmed that staff can bring an Amendment, which would ban the use of herbicides, back to the Board through the Building and Operating Committee. Mr. Eberle reviewed the status of the Seismic Retrofit CMGC process.

(7) OTHER REPORTS:

There were no Other Reports to discuss.

(8) REPORT OF COMMITTEES:

- (A) Meeting of the Transportation Committee/Committee of the Whole [46:52 Minutes Mark on the Audio Recording]**

October 26, 2023
Chair Elbert Hill

President Thériault stated that the following items were discussed at the Transportation Committee meeting of the prior day.

- (1) **Approve Updates to the Agency Safety Plan for Golden Gate Transit**
[47:06 Minutes Mark on the Audio Recording]

Directors HILL/RABBITT

Resolution No. 2023-062 approves updates to the Agency Safety Plan (ASP) for Golden Gate Transit (GGT), as follows:

- (a) Delegates authority to the General Manager, as the Accountable Executive, to designate roles in GGT's ASP; and,
- (b) Approves GGT's ASP, revision 3.0 dated October 2023, in compliance with the Federal Transit Administration's Public Transportation Agency Safety Plan Rule.

Adopted

AYES (16): Directors Conroy, Dorsey, Engardio, Garbarino, Giudice, Grosboll, Hernández, Mastin, Rabbitt, Rodoni, Snyder, Stefani and Thier; Second Vice President Hill; First Vice President Cochran; President Thériault.

NOES (0): None.

ABSENT (3): Directors Moulton-Peters, Pahre and Safaí.

- (B) **Building and Operating Committee/Committee of the Whole** **[48:35 Minutes Mark on the Audio Recording]**
October 26, 2023
Chair Patricia Garbarino

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

[Director Thier recused herself for Agenda Item Nos. 8.B.1 and 8.B.2 and departed.]

- (1) **Approve Actions Relative to Professional Services Agreement No. 2011-B-2, Design Services for the Golden Gate Bridge Physical Suicide Deterrent System, with HNTB Corporation** **[49:18 Minutes Mark on the Audio Recording]**

Directors GARBARINO/GIUDICE

**BOARD OF DIRECTORS MEETING
OCTOBER 27, 2023/PAGE 6**

Resolution No. 2023-063 approves the following actions relative to the Professional Services Agreement (PSA) No. 2011-B-2, *Design Services for the Golden Gate Bridge Physical Suicide Deterrent System*:

- (a) Authorizes execution of the Second Addendum to the Twelfth Amendment to PSA No. 2011-B-2 with HNTB Corporation (HNTB), in an amount not-to-exceed \$1,400,000 for continuation of the construction engineering design support services during construction of the *Golden Gate Bridge Physical Suicide Deterrent System Construction* (Project #1526); and,
- (b) Authorizes an increase in the amount of \$1,400,000 in the FY 2023/24 Bridge Division Capital Budget, relative to Project #1526, to be financed with District reserves, for a revised total Project #1526 budget of \$218,912,868.

Adopted

AYES (15): Directors Conroy, Dorsey, Engardio, Garbarino, Giudice, Grosboll, Hernández, Mastin, Rabbitt, Rodoni, Snyder and Stefani; Second Vice President Hill; First Vice President Cochran; President Thériault.

NOES (0): None.

ABSENT (4): Directors Moulton-Peters, Pahre, Safaí and Thier.

- (2) **Approve Actions Relative to Professional Services Agreement No. 2010-B-1, Golden Gate Suspension Bridge Seismic Retrofit Design Services, with HDR Engineering, Inc.** [51:02 Minutes Mark on the Audio Recording]

Directors GARBARINO/SNYDER

Resolution No. 2023-064 approves the following actions relative to Professional Services Agreement (PSA) No. 2010-B-1, *Golden Gate Suspension Bridge Seismic Retrofit Design Services*:

- (a) Authorizes execution of the Thirteenth Amendment to PSA No. 2010-B-1, with HDR Engineering, Inc., Walnut Creek, CA, in an amount not-to-exceed \$351,150, for additional engineering design services associated with the *Golden Gate Suspension Bridge Seismic Retrofit Project*, (Project #1923); and,
- (b) Establishes a 10% contingency for the amendment in the amount of \$35,100,

with the understanding that sufficient funds are available in the FY 23/24 Bridge Division Capital Budget for Project #1923 to finance the Thirteenth Amendment to the PSA and its contingency.

Adopted

**BOARD OF DIRECTORS MEETING
OCTOBER 27, 2023/PAGE 7**

AYES (15): Directors Conroy, Dorsey, Engardio, Garbarino, Giudice, Grosboll, Hernández, Mastin, Rabbitt, Rodoni, Snyder and Stefani; Second Vice President Hill; First Vice President Cochran; President Thériault.

NOES (0): None.

ABSENT (4): Directors Moulton-Peters, Pahre, Safaí and Thier.

[Director Thier returned.]

- (3) Authorize Payment Relative to Terminating Contract No. 2022-F-084, CARB Compliant Tier 4 Diesel Engines [52:49 Minutes Mark on the Audio Recording]**

Directors GARBARINO/HILL

Resolution No. 2023-065 authorizes payment of cancellation costs in the amount of \$299,576.00 to Pacific Power Group of Kent, WA, for the termination of Contract No. 2022-F-084, *CARB Compliant Tier 4 Diesel Engines*; with the understanding that sufficient funds are available in Ferry Division Capital Budget for Project #2240, *Spaulding Repower*.

Adopted

AYES (16): Directors Conroy, Dorsey, Engardio, Garbarino, Giudice, Grosboll, Hernández, Mastin, Rabbitt, Rodoni, Snyder, Stefani and Thier; Second Vice President Hill; First Vice President Cochran; President Thériault.

NOES (0): None.

ABSENT (3): Directors Moulton-Peters, Pahre and Safaí.

- (4) Approve Actions Relative to the Naming of a New Ferry Vessel [54:07 Minutes Mark on the Audio Recording]**

Director Giudice thanked the Board members and staff for the cultural sensitivity that they showed throughout the naming process.

Directors GARBARINO/GIUDICE

Resolution No. 2023-066 approve actions relative to the naming of the Golden Gate Bridge, Highway and Transportation District's new ferry vessel as follows:

- (a)** Rescinds Resolution No. 2023-031, which approved the selection of *Motor Vessel (M.V.) Olompali* for the new vessel and authorized the official filing of the name with the United States Coast Guard; and,
- (b)** Approves naming the new ferry vessel the *M.V. Liwa* and authorizes staff to file the name with the United States Coast Guard.

Adopted

**BOARD OF DIRECTORS MEETING
OCTOBER 27, 2023/PAGE 8**

AYES (16): Directors Conroy, Dorsey, Engardio, Garbarino, Giudice, Grosboll, Hernández, Mastin, Rabbitt, Rodoni, Snyder, Stefani and Thier; Second Vice President Hill; First Vice President Cochran; President Thériault.

NOES (0): None.

ABSENT (3): Directors Moulton-Peters, Pahre and Safaí.

- (5) Authorize Award of Contracts Relative to Request for Proposals No. 2023-D-006, Microsoft and VMWare Professional Services [55:36 Minutes Mark on the Audio Recording]**

Directors GARBARINO/GIUDICE

Resolution No. 2023-067 authorizes execution of five contracts pursuant to Request for Proposals No. 2023-D-006, *Microsoft and VMware Professional Services*, for on-call professional services for a three-year term, with two one-year option terms, exercisable at the District's sole discretion, with the understanding that the total annual spending across all five contracts will not exceed \$750,000 in any one year, for a total aggregate amount of \$3,750,000. The five recommended firms are as follows:

- (a) ePlus Technology, Inc., Herndon, VA (Contract No. 2023-D-006-01)
- (b) iShift LLC, Scottsdale, AZ (Contract No. 2023-D-006-02)
- (c) Zones, LLC, Auburn, WA (Contract No. 2023-D-006-03)
- (d) Softchoice Corporation, Chicago, IL (Contract No. 2023-D-006-04)
- (e) World Wide Technology, LLC, St. Louis, MO (Contract No. 2023-D-006-05)

Adopted

AYES (16): Directors Conroy, Dorsey, Engardio, Garbarino, Giudice, Grosboll, Hernández, Mastin, Rabbitt, Rodoni, Snyder, Stefani and Thier; Second Vice President Hill; First Vice President Cochran; President Thériault.

NOES (0): None.

ABSENT (3): Directors Moulton-Peters, Pahre and Safaí.

- (C) Meeting of the Finance-Auditing Committee/Committee of the Whole [57:29 Minutes Mark on the Audio Recording]
October 26, 2023
Chair David Rabbitt**

President Thériault stated that committee met and discussed these items the day before.

- (1) Approve Establishment of a New Project, Spaulding Replacement Project, in the Fiscal Year 23/24 Ferry Division Capital Budget [57:37 Minutes Mark on the Audio Recording]**

President Thériault requested clarification on how the vessels will be powered.

Mr. Mulligan responded to the President's inquiry. He stated that the new vessels will be powered with the latest California Air Resources Board (CARB) compliant diesel engines and will likely be converted to electric propulsion when the technology allows the ferries to travel at a sufficiently fast speed.

Directors RABBITT/HILL

Resolution No. 2023-068 approves establishing a new Ferry Division Capital Project, Project #2446, *Spaulding Replacement Project*, in the Fiscal Year 23/24 Ferry Division Capital budget in the amount of \$63,000,000.

Adopted

AYES (16): Directors Conroy, Dorsey, Engardio, Garbarino, Giudice, Grosboll, Hernández, Mastin, Rabbitt, Rodoni, Snyder, Stefani and Thier; Second Vice President Hill; First Vice President Cochran; President Thériault.

NOES (0): None.

ABSENT (3): Directors Moulton-Peters, Pahre and Safaí.

(2) **Authorize Execution of Contracts Relative to Request for Proposals No. 2023-D-039, Insurance Advisors and Brokerage Services** **[01:00:21 Hour Mark on the Audio Recording]**

Directors RABBITT/GIUDICE

Resolution No. 2023-069 approves the following actions relative to Request for Proposals No. 2023-D-039, *Insurance Advisors and Brokerage Services*:

- (a)** Authorizes execution of a contract with USI Insurance Services, for a three-year term, for a total not-to-exceed cost of \$384,000, with two additional one-year options for a total not to exceed cost of \$128,000 per option year, for the Golden Gate Bridge Highway and Transportation District's (District) Casualty and Property Insurance Program, effective November 1, 2023; and,
- (b)** Authorizes execution of a contract with USI Insurance Services., for a three-year term, for a total not-to-exceed cost of \$120,000, with two additional one-year options for a total not-to-exceed cost of \$40,000 per option year, for the District's Marine Insurance Programs, effective November 1, 2023;

with the understanding that requisite funds for these services are available in the District's FY 23/24 Operating Budget and future years will be budgeted accordingly.

Adopted

AYES (16): Directors Conroy, Dorsey, Engardio, Garbarino, Giudice, Grosboll, Hernández, Mastin, Rabbitt, Rodoni, Snyder, Stefani and Thier;

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

NOES (0): None.

ABSENT (3): Directors Moulton-Peters, Pahre and Safaí.

(3) Receive the Updated Five- and Ten-Year Financial Projection [01:02:03 Hour Mark on the Audio Recording]

Directors RABBITT/RODONI

Resolution No. 2023-070 receives the updated five- and ten-year financial projection, as detailed in the staff report.

Adopted

AYES (16): Directors Conroy, Dorsey, Engardio, Garbarino, Giudice, Grosboll, Hernández, Mastin, Rabbitt, Rodoni, Snyder, Stefani and Thier; Second Vice President Hill; First Vice President Cochran; President Thériault.

NOES (0): None.

ABSENT (3): Directors Moulton-Peters, Pahre and Safaí.

(9) ADDRESSES TO BOARD:

There were no Addresses to Board.

(10) SPECIAL ORDER OF BUSINESS:

(A) Golden Gate Transit Amalgamated Retirement Plan Update [01:03:24 Hour Mark on the Audio Recording]

Mr. Mulligan introduced the update and provided information about the District's pension plans and Golden Gate Transit Amalgamated Retirement Plan (GGTARP). He explained the GGTARP structure and contributions, and spoke about the additional \$5.2 million contribution made by the District in the past fiscal year.

He indicated that Amalgamated Transit Union (ATU) employees approved a recent Collective Bargaining Agreement, which establishes a pension working group. He spoke about a Rehabilitation Plan that would change ATU member benefits and contributions and improve the pension plan's financial condition.

He reviewed an example of how pension plans typically offer a reduced monthly pension payment when a retiree elects to, upon their death, continue their pension payments to their spouse. He noted that the GGTARP does not reduce a retiree's monthly pension to account for the additional cost of providing this benefit, particularly when the spouse is significantly younger than the retiree. He indicated that, in addition to contributing to the unfunded status of GGTARP, this approach is not fair to single retirees.

**BOARD OF DIRECTORS MEETING
OCTOBER 27, 2023/PAGE 11**

Cheiron, Inc. Consulting Actuary Graham Schmidt presented the GGTARP Update presentation.

[Director comments are spread throughout the presentation, begin at 01:14:39, 01:30:42, 01:31:18, 01:33:33, 01:34:07, 01:40:01, and continue until 02:08:42 Hours Mark on the Audio Recording]

Director Thier inquired about the GGTARP investment losses. Mr. Schmidt responded.

Director Mastin inquired about the permitted investments. President Thériault responded to his inquiry and stated that investments are not limited.

Director Snyder inquired about the payments made each year and the payments required to reduce the unfunded liability over 20 years. Mr. Schmidt responded.

Director Conroy requested additional clarity about the contribution amount that would be required to fully reduce the unfunded liability. Mr. Schmidt stated that his team estimates that annual payments of \$11.5 million from the employees and employer would be required to pay the current cost of the benefits and pay down the unfunded liability.

Director Thier requested clarification about what employees pay, the additional payment required and the payment's effect on the shortfall. Mr. Schmidt responded to her inquiry and stated that an additional payment of up to \$11.2 million would be required after the employee contribution is made depending on the size of the employee contribution.

[Director Stefani departed.]

President Thériault commented about the unfunded liability.

Director Grosboll inquired about the payroll and the factors that could contribute to an increased payroll. Mr. Schmidt responded.

President Thériault referred to slide 34, and the difference between the payments made by the District and the Actuarially Defined Contribution. He commented about the various roles of the involved parties including the GGTARP Board of Trustees, District and ATU, Local 1575. He stated that changes to the plan will have a minimal effect on the unfunded liability.

Director Rabbitt inquired about the factors that affect the GGTARP. Mr. Schmidt and Mr. Mulligan responded to his inquiry.

President Thériault spoke about changes the Board of Trustees made to the GGTARP, some of the circumstances that affected the investments and the process that resulted in changes being made to the GGTARP.

Director Mastin inquired about the District's current annual payment to the GGTARP. Mr. Mulligan, Mr. Wire and Mr. Schmidt responded to the inquiry.

Director Conroy commented that the District Board does not have direct control of the GGTARP Board of Trustees. She inquired about a possible restructuring plan that would help avoid having the GGTARP be underfunded. President Thériault and Mr. Mulligan responded to the inquiry. President Thériault reviewed the structure of the GGTARP Board of Trustees. He said that the Board of Trustees is comprised of 50% District Board members and 50% Amalgamated Transit Union representatives. He reviewed the challenges of this composition. Mr. Mulligan outlined the decision-making process for the Rehabilitation Plan. He stated the plan is part of the last Memorandum of Understanding (MOU) between the District and the Amalgamated Transit Union, Local 1575. He said once the parties have agreed to the plan, the GGTARP Board of Trustees will be the decision makers who adopt the plan. He spoke about the possibility that the Board of Trustees could adopt a plan that turns over management of the pension to the District.

Director Snyder spoke about his experience with pension plans and the complexity of the current GGTARP structure. He said the GGTARP has reached a key juncture and the situation should be addressed. He spoke about the related laws, which include the Public Employees' Pension Reform Act of 2013 (PEPRA) and the Pension Protection Act. He highlighted the distinction between public and private pension plans and expressed his enthusiasm for the Rehabilitation Plan. He suggested that the stakeholders consider restructuring the GGTARP so that there are automatic mechanisms that help drive an adequate funding level.

President Thériault commented that the key parties including the union and District would have to agree to the governance restructure.

Director Conroy inquired about how a GGTARP restructure could occur. Mr. Mulligan responded that legal documents define the GGTARP governance structure. He said that the parties would have to agree to a governance restructure and he expressed his hope that the parties would embrace an approach that is tied to a solution.

Director Conroy further inquired about how the Board could take action to demonstrate that it supports the Rehabilitation Plan and GGTARP governance restructure. Mr. Mulligan stated that he understands the Board has an interest in having staff communicate with the Board of Trustees about GGTARP governance changes that would involve a solution to the pension plan's under funding.

[Director Conroy departed.]

Director Rodoni expressed appreciation to Mr. Schmidt and President Thériault. He said that he would like to understand the District's legal responsibilities and risks that are associated with the GGTARP. President Thériault responded that the GGTARP counsel and District counsel differ in their views of the District's legal responsibility.

Director Rodoni suggested that the Board could benefit from a history of GGTARP including its governance and structure. Mr. Mulligan confirmed that staff and attorneys could arrange to present a history of GGTARP including its governance and structure, and

the District's legal agreement. Thereafter at a future meeting, the Board could have a closed session discussion about a Rehabilitation Plan to require changes.

Director Grosboll requested a regular agenda item for an GGTARP Update from the General Manager or a Committee. He pointed out that the District would have to include appropriate GGTARP funding in the FY 2024/2025 budget, which would be presented in May and approved in June 2024.

President Thériault suggested that the GGTARP Update reflect the Rehabilitation Committee meeting content and discussions.

Director Thier inquired about how the Rehabilitation Plan would work. Mr. Mulligan responded that the Rehabilitation Plan, as agreed to between the District and ATU, indicates that the GGTARP would be developed, under the guidelines of the Pension Protection Act, like any other pension and would be advised by experts.

Director Thier expressed support for the District Board's continued involvement and the District to do something significant to get the plan fixed. She spoke about the challenges of the current GGTARP Board of Trustees structure and concluded that she is glad there is a path forward. She added that she hopes the Board can be part of the solution.

[02:09:00 Hours Mark on the Audio Recording]

The following individuals spoke under Public Comment:

- Shane Weinstein, President, ATU, Local 1575 (in person)
- Robert Kaufman, Bus Operator (in person)
- John Holden, Bus Operator (in person)
- Frank Gleason, Bus Operator (remotely)
- James Lindsay, Bus Operator and International Vice President ATU (remotely)
- David Pilpel, San Francisco Resident (remotely)

(11) UNFINISHED BUSINESS

(A) Closed Session [02:27:24 Hours 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 matter listed on the Board Agenda as Closed Session, Item No. 6.B.1 as outlined above.

(B) Open Session [02:42:52 Hours 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, and received a report from general counsel regarding the matters listed on the Board Agenda as Item No. 6.B.1.

(12) NEW BUSINESS

There was no New Business.

(13) COMMUNICATIONS [02:43:09 Hours Mark on the Audio Recording]

President Thériault stated that copies of Communications are available in the District Secretary's Office.

(14) ADJOURNMENT: [02:43:21 Hours Mark on the Audio Recording]

All business having been concluded **Directors HILL/SNYDER** moved and seconded that the meeting be adjourned in honor of Jacqueline Bandettini, Sire Daveigh Porchia, Senator Dianne Feinstein and the Lewiston, Maine mass shooting victims, at 12:46 a.m.

Carried

Respectfully submitted,

Amorette M. Ko-Wong
Secretary of the District

AMK:EIE:tnm

AGENDA ITEM NO. 5.B.

**RATIFICATION OF PREVIOUS ACTIONS BY THE AUDITOR-CONTROLLER
FINANCE-AUDITING COMMITTEE OF DECEMBER 14, 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 December 14, 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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