



2024-3

GOLDEN GATE BRIDGE, HIGHWAY AND TRANSPORTATION DISTRICT

MEMORANDUM OF MINUTES

BOARD OF DIRECTORS MEETING

MARCH 22, 2024

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, March 22, 2024, at 10:03 a.m., with President Cochran presiding. A remote audio option for public participation was available.

- (1) **CALL TO ORDER:** President Gerald D. Cochran.
- (2) **ROLL CALL:** Secretary of the District Amorette M. Ko-Wong. **[00:21 Minutes Mark on the Audio Recording]**

Directors Present (18): Directors Conroy, Dorsey, Engardio, Garbarino, Giudice, Grosboll, Hernández, Mastin, Moulton-Peters, Pahre, Rodoni, Snyder, Stefani, Thériault and Thier; Second Vice President Rabbitt; First Vice President Hill; President Cochran.

Directors Absent (1): Director Safai.

Staff Present: General Manager Denis Mulligan; Auditor-Controller Joseph Wire; District Engineer Ewa Bauer-Furbush; Secretary of the District Amorette Ko-Wong; Attorneys Julie Sherman and Molly Kaban; Deputy General Manager/Bridge Division David Rivera; Deputy General Manager/Bus Transit Division Les Belton; 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.

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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(3) **PLEDGE OF ALLEGIANCE:** Director Matt Dorsey [01:33 Minutes Mark on the Audio Recording]

(4) **PUBLIC COMMENT:** [02:00 Minutes Mark on the Audio Recording]

Secretary of the District Amorette Ko-Wong introduced Public Comment.

The following individuals spoke under Public Comment:

- John Holden, Bus Operator (in person)
- Mark Anderson (who read remarks of his colleague Dave Rhody), The Climate Reality Project (remotely)
- David Pilpel, San Francisco resident (remotely)

[11:02 and 11:35 Minutes Mark on the Audio Recording]

President Cochran confirmed the Board would reopen Public Comment for Item No. 10.A. President Cochran and General Manager Denis Mulligan thanked all those who made public comments. Mr. Mulligan responded to the comments. He thanked Mr. Holden for his comments. He wished Mr. Rhody a speedy recovery, stated that the Board will receive a presentation about the District's draft Strategic Plan, which includes some initiatives that may be of interest to him (in the Sustainability and Climate Responsibility section) and encouraged him to review the Plan. He thanked Mr. Pilpel for his attention to the District's minutes. He said he has provided an update about the Golden Gate Transit Amalgamated Retirement Plan (GGTARP) in his written report and would present more in his General Manager Report, Item No. 6.A., later in the meeting. He confirmed he would provide more information about transit service changes in April.

(5) **CONSENT CALENDAR:** [13:06 Minutes Mark on the Audio Recording]

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

AYES (18): Directors Conroy, Dorsey, Engardio, Garbarino, Giudice, Grosboll, Hernández, Mastin, Moulton-Peters, Pahre, Rodoni, Snyder, Stefani, Thériault and Thier; Second Vice President Rabbitt; First Vice President Hill; President Cochran.

NOES (0): None.

ABSENT (1): Director Safaí.

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

- (1) Building and Operating Committee of February 22, 2024;
- (2) Finance-Auditing Committee of February 22, 2024;
- (3) Rules, Policy and Industrial Relations Committee of February 23, 2024;
and,
- (4) Board of Directors of February 23, 2024.

Carried

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

Resolution No. 2024-012 (as detailed in the March 21, 2024, Finance-Auditing Committee meeting)

- (1) Ratifies Commitments and/or Expenditures
- (2) Ratifies Previous Investments
- (3) Authorizes Reinvestments
- (4) Accepts Investment Reports for February 2024

Adopted

(6) REPORTS OF OFFICERS:

(A) General Manager [13:46 Minutes Mark on the Audio Recording]

Mr. Mulligan highlighted a few items in the report including: 1) Bridge traffic and transit ridership are trending upward year over year; 2) the Golden Gate Transit Amalgamated Retirement Plan (GGTARP) Rehabilitation Plan; and, 3) recognition of Matthew Crom for his District service.

(B) Attorney [18:03 Minutes Mark on the Audio Recording]

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

[Director Grosboll departed.]

(1) Authorize Ratification of a Memorandum of Understanding with Amalgamated Transit Union, Local 1575, Representing an Administration Unit [18:20 Minutes Mark on the Audio Recording]

Attorney Sherman introduced Attorney Molly Kaban, the District's Chief Labor Negotiator with 28 bargaining units. Ms. Kaban reported that the Amalgamated Transit Union (ATU), Local 1575, is representing the Administration Unit, a new District bargaining unit, and she presented the key terms of the Memorandum of Understanding (MOU), which are outlined below.

[21:40 Minutes Mark on the Audio Recording]

The following individual spoke under public comment:

- David Pilpel, San Francisco resident (remotely)

Ms. Kaban responded to the public comment. She confirmed the seven newly represented staff members will receive the wage increase outlined in the recommendation, and participate in the California Public Employees' Retirement System (CalPERS). She stated that she will obtain the total amount of increased compensation.

Directors SNYDER/THIER

Resolution No. 2024-013 authorizes ratification of a Memorandum of Understanding (MOU) with Amalgamated Transit Union (ATU), Local 1575 for the new Bus Division Administrative Employees bargaining unit with the following terms:

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- (a) Term: Date of ratification to August 31, 2025.
- (b) Wages:
 - 2.5% increase on July 1, 2024; and,
 - 2.5% increase on July 1, 2025.Includes a “me too” provision for wages, such that if the Coalition negotiates a higher increase, the ATU Local 1575 wage increase will match the Coalition’s.
- (c) Miscellaneous: Includes all of the standard provisions that are in the District's other MOUs, in particular, the MOU with International Federation of Professional and Technical Engineers, Local 21, AFL-CIO IFPTE Local 21, which represents administrative employees in the other divisions. Those provisions, include, but are not limited to:
 - Recognition
 - Grievance Procedure
 - Discipline
 - Union Security and Dues Checkoff
 - Union Access
 - Management Rights
 - No Strike/No Lockout
 - Joint Labor Management Committee
 - Vacation, Holidays, Sick Leave
 - Leaves of Absence
 - Health Insurance
 - Temporary Assignments
 - Overtime and Compensatory Time Off
 - Training and Employee Development
 - Layoff
 - Deferred Compensation
 - Pension Plan

Adopted

AYES (17): Directors Conroy, Dorsey, Engardio, Garbarino, Giudice, Hernández, Mastin, Moulton-Peters, Pahre, Rodoni, Snyder, Stefani, Thériault and Thier; Second Vice President Rabbitt; First Vice President Hill; President Cochran.

NOES (0): None.

ABSENT (2): Directors Grosboll and Safaí.

[Director Grosboll returned.]

(C) District Engineer [24:44 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.

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She provided an update about the Seismic Retrofit project and said staff will provide a Seismic Retrofit Project report at a Committee or Board meeting as directed by the President.

President Cochran responded that he would like the report presented to the Building and Operating Committee.

(7) OTHER REPORTS:

There were no Other Reports to discuss.

(8) REPORT OF COMMITTEES: [27:50 Minutes Mark on the Audio Recording]

**(A) Building and Operating Committee/Committee of the Whole [27:57 Minutes Mark on the Audio Recording]
March 21, 2024
Chair Patricia Garbarino**

(1) Approve Actions Relative to Award of Contract No. 2023-BT-072, San Rafael Bus Facility Parking Lot Improvements and Solar Panel Installation, to Ghilotti Bros., Inc. [28:11 Minutes Mark on the Audio Recording]

Directors GARBARINO/RABBITT

Resolution No. 2024-014 approves the following actions relative to Contract No. 2023-BT-072, *San Rafael Bus Facility Parking Lot Improvements and Solar Panel Installation*, as follows:

- (a) Approves award of Contract No. 2023-BT-072, to Ghilotti Bros., Inc, of San Rafael, CA, in the amount of \$9,199,199;
- (b) Establishes a construction contingency for Contract No. 2023-BT-072 in the amount of \$919,919 equal to 10% of the contract award amount; and,
- (c) Authorizes an increase in the amount of \$7,025,618 in the FY 23/24 Bus Division Capital Budget for Project #1431, *D1 Resurface Employee Parking Lot and Solar Panels*, for a revised total project budget of \$12,155,618.

Adopted

AYES (18): Directors Conroy, Dorsey, Engardio, Garbarino, Giudice, Grosboll, Hernández, Mastin, Moulton-Peters, Pahre, Rodoni, Snyder, Stefani, Thériault and Thier; Second Vice President Rabbitt; First Vice President Hill; President Cochran.

NOES (0): None.

ABSENT (1): Director Safai.

- (2) **Approve Actions Relative to Award of Contract No. 2023-F-073, San Francisco Ferry Terminal Physical Security Improvements, to Valentine Corporation** [29:53 Minutes Mark on the Audio Recording]

Directors GARBARINO/THIER

Resolution No. 2024-015 approves the following actions relative to award of Contract No. 2023-F-073, *San Francisco Ferry Terminal Physical Security Improvements*, as follows:

- (a) Approves award of Contract No. 2023-F-073, to Valentine Corporation, of San Rafael, CA in the amount of \$797,369; and,
- (b) Establishes a construction contingency for Contract No. 2023-F-073 in the amount of \$119,605 equal to 15% of the contract award amount;

with the understanding that sufficient funds are available in the FY 23/24 Ferry Division Capital Budget for the Project #2251, *SFFT Security Improvements Project* to finance these actions.

Adopted

AYES (18): Directors Conroy, Dorsey, Engardio, Garbarino, Giudice, Grosboll, Hernández, Mastin, Moulton-Peters, Pahre, Rodoni, Snyder, Stefani, Thériault and Thier; Second Vice President Rabbitt; First Vice President Hill; President Cochran.

NOES (0): None.

ABSENT (1): Director Safai.

- (B) **Meeting of the Finance-Auditing Committee/Committee of the Whole** [31:15 Minutes Mark on the Audio Recording]
March 21, 2024
Chair David Rabbitt

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

- (1) **Approves Actions in the FY 23/24 Ferry Division Capital Budget Relative to the SFFT Inner Berth Hydraulics and SFFT Outer Berth Rehabilitation Projects** [31:42 Minutes Mark on the Audio Recording]

Directors RABBITT/GIUDICE

Resolution No. 2024-016 approves combining Ferry Division Capital Project #2443, *SFFT Inner Berth Hydraulics*, with the total project budget of \$5,274,000, and Ferry Division Capital Project #2444, *SFFT Outer Berth Rehabilitation*, with the total project budget of \$994,000, into one Capital Project #2443 with a title *SFFT West and East Berth Rehabilitation* and with the total project budget of \$6,268,000.

Adopted

AYES (18): Directors Conroy, Dorsey, Engardio, Garbarino, Giudice, Grosboll, Hernández, Mastin, Moulton-Peters, Pahre, Rodoni, Snyder, Stefani, Thériault and Thier; Second Vice President Rabbitt; First Vice President Hill; President Cochran.

NOES (0): None.

ABSENT (1): Director Safaí.

(2) Approve Actions Relative to the Low Carbon Transit Operations Program (LCTOP) [32:44 Minutes Mark on the Audio Recording]

Directors RABBITT/GIUDICE

Resolution No. 2024-017 approves the following actions necessary to secure FY 23/24 Low Carbon Transit Operations Program (LCTOP) grant funds to support transit capital and operating projects for the Golden Gate Bridge, Highway and Transportation District (District):

- (a) Approves submission of one LCTOP grant application in FY 23/24 for the *MV Del Norte Replacement Project*;
- (b) Certifies that the District will comply with all conditions and requirements set forth in the LCTOP certification and assurances, authorized agent documents, applicable statutes, regulations, and guidelines for all LCTOP-funded transit projects; and,
- (c) Authorizes the General Manager, or his designee, to execute for and on behalf of the District any documents necessary to apply for and receive LCTOP funding, including certifications and assurances, authorized agent forms, and agreements relative to the FY 23/24 LCTOP program.

Adopted

AYES (18): Directors Conroy, Dorsey, Engardio, Garbarino, Giudice, Grosboll, Hernández, Mastin, Moulton-Peters, Pahre, Rodoni, Snyder, Stefani, Thériault and Thier; Second Vice President Rabbitt; First Vice President Hill; President Cochran.

NOES (0): None.

ABSENT (1): Director Safaí.

(3) Approve a Five-Year Program to Increase Tolls on the Golden Gate Bridge, and Adopt Findings to Support the Filing of a Notice of Exemption Under the California Environmental Quality Act [33:40 Minutes Mark on the Audio Recording]

Mr. Mulligan said the Finance-Auditing Committee had a robust discussion about the Five-Year Program to Increase Tolls at its meeting of the day before.

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He spoke about the District's projected five-year shortfall of \$220 million, and said additional revenue is required to maintain the District's current operations and fund capital projects. Without these additional monies, the District will likely have to severely cut back bus and ferry transit.

He spoke about the Committee's vote of 10-2 in favor of staff's recommendation to increase tolls by \$0.50 each year for the years of 2004-2008.

Chair Rabbitt expressed appreciation for staff's work on the program including the public outreach to inform the public. He emphasized that the toll increase will not cover the District's projected deficit and District representatives will have to seek additional funding.

[37:34 Minutes Mark on the Audio Recording]

Director Mastin stated that the amount to cover the District's shortfall would be an \$0.80 to \$0.85 toll increase each year. He reviewed that when the Bridge opened in 1937, the toll was \$0.50 and when adjusted for inflation, the toll would be about \$11.00 each way. He expressed his view that a four percent increase is too modest and a \$0.40 increase is defensible. He thanked staff for their diligent and thoughtful work on the toll increase.

Director Thier expressed appreciation for staff's extensive and well-organized public outreach regarding the five-year toll increase. She expressed her views that the increase will not fully fund the projected shortfall but is reasonable.

Chair Rabbitt stated that any amount less than Option 1, the \$0.50 toll increase, would result in transit cuts. He said the District must have sufficient revenue to maintain its iconic Bridge, provide transit alternatives to residents and meet climate goals. He pointed out that the District is undertaking significant capital projects, such as the Suicide Deterrent System and Seismic Retrofit projects, which were not originally envisioned when the Bridge opened. He expressed his view that the \$0.50 toll increase is reasonable.

Director Hill asked if the toll increase will allow the District to take more steps to combat climate change.

Mr. Mulligan confirmed that the five-year toll increase will allow the District to undertake some projects to fight climate change.

Directors RABBITT/GIUDICE

Ordinance No. 2024-001 adopts a five-year program to increase tolls on the Golden Gate Bridge effective July 1, 2024, as follows:

- (a) Increases the toll rates \$0.50 for FasTrak®, Pay As You Go, and Invoice on July 1st of each year from 2024 to 2008, and results in a toll rate of \$9.25 for FasTrak®, \$9.50 for Pay As You Go, and \$10.25 for Invoice payers for a two-axle vehicle in the first year, with corresponding increases of toll rates

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for carpools, persons with disabilities, SFO airport service, multi-axle vehicles over two axles; and,

- (b) Finds and declares that the five-year toll program is exempt from the California Environmental Quality Act under Section 21080(b)(8) of the Public Resources Code because it is necessary for the purpose of: (a) meeting operating expenses; (b) purchasing or leasing supplies, equipment or materials; (c) meeting financial reserve needs and requirements; and, (d) obtaining funds for capital projects necessary to maintain service within the existing service areas.

Adopted

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

NOES (2): Directors Grosboll and Mastin.

ABSENT (1): Director Safaí.

- (4) **Approve Award of Contract No. 2023-D-088, Health and Welfare Consultant Services, with USI Insurance Services [43:36 Minutes Mark on the Audio Recording]**

Directors RABBITT/GIUDICE

Resolution No. 2024-018 approves award of Contract No. 2023-D-088, *Health and Welfare Insurance Consultant Services*, with USI Insurance Services of San Francisco, CA, in an amount not-to-exceed \$285,000 for a three-year contract effective April 1, 2024, and two one-year options to be exercised at the General Manager's discretion at a cost not to exceed \$95,000 for each option year. Funds for the first year of service are included in the FY 23/24 District Division Operating Budget with requisite funds to be budgeted accordingly for each future fiscal year.

Adopted

AYES (18): Directors Conroy, Dorsey, Engardio, Garbarino, Giudice, Grosboll, Hernández, Mastin, Moulton-Peters, Pahre, Rodoni, Snyder, Stefani, Thériault and Thier; Second Vice President Rabbitt; First Vice President Hill; President Cochran.

NOES (0): None.

ABSENT (1): Director Safaí.

- (5) **Renew Annual Delegation of Investment Management Authority to the Auditor-Controller as Per Rule XI, Investment Policy, of the Rules of the Board [45:14 Minutes Mark on the Audio Recording]**

Directors RABBITT/GIUDICE

Resolution No. 2024-019 renews the annual delegation of investment management

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authority to the Auditor-Controller for FY 24/25 as per RULE XI, **INVESTMENT POLICY**, Section E, **Delegation of Authority**, of the *Rules of the Board*, and as provided for in California Government Code Section 53607.

Adopted

AYES (18): Directors Conroy, Dorsey, Engardio, Garbarino, Giudice, Grosboll, Hernández, Mastin, Moulton-Peters, Pahre, Rodoni, Snyder, Stefani, Thériault and Thier; Second Vice President Rabbitt; First Vice President Hill; President Cochran.

NOES (0): None.

ABSENT (1): Director Safaí.

(6) Receive the Independent Auditor’s Engagement Letter for the Annual Financial Audit and Single Audit for the Year Ending June 30, 2024, as Submitted by Eide Bailly, LLP [46:11 Minutes Mark on the Audio Recording]

Directors RABBITT/GIUDICE

Resolution No. 2024-020 receives the independent auditor’s engagement letter for services related to the annual financial audit and single audit for the year ending June 30, 2024, as submitted by Eide Bailly, LLP.

Adopted

AYES (18): Directors Conroy, Dorsey, Engardio, Garbarino, Giudice, Grosboll, Hernández, Mastin, Moulton-Peters, Pahre, Rodoni, Snyder, Stefani, Thériault and Thier; Second Vice President Rabbitt; First Vice President Hill; President Cochran.

NOES (0): None.

ABSENT (1): Director Safaí.

(9) ADDRESSES TO BOARD:

There were no Addresses to Board.

(10) SPECIAL ORDER OF BUSINESS:

(A) Report from the Chair of the 2023 Strategic Planning Advisory Committee [47:05 Minutes Mark on the Audio Recording]

Chair Thériault presented the Strategic Planning Advisory Committee report, which was for informational purposes only and no action was taken. He expressed appreciation for Board members who worked on the Strategic Plan and served on the committees, staff, government agencies and the public including:

- Strategic Planning Advisory Committee: at the time of the formation in January 2023, members included former President Thériault as Chair, and standing committee Chairs Cochran, Garbarino, Hernández, Hill and Rabbitt;

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- Strategic Planning Advisory Committee Subcommittees members who brainstormed ideas in the areas of:
 - Transportation (including Bridge) with Chair Hill and Directors Mastin, Moulton-Peters and Rodoni;
 - Environment and Climate Change Mitigation/Adaptation with Chair Garbarino and Directors Grosboll, Moulton-Peters and Thier;
 - Finance (Expense and Revenue) with Chair Rabbitt and Directors Cochran, Pahre and Snyder; and,
 - Labor-Employee Relations with Chair Hernández and Directors Mastin, Pahre and Thier;
- The District’s Advisory Committees for the public including the Advisory Committee on Accessibility, Bus Passengers Advisory Committee, Ferry Passengers Advisory Committee, and Pedestrian and Bicycle Advisory Committee;
- The District’s partner agencies including Marin Transit, Sonoma County Transit, Sonoma County Transportation Authority, City of Santa Rosa Transportation and Public Works, and Transportation Authority of Marin;
- District employees including General Manager Denis Mulligan, Secretary of the District Amorette Ko-Wong, Auditor-Controller Joseph Wire, and Budget and Electronic Revenue Director Jennifer Mennucci; and
- Members of the public who provided input.

He reviewed the Advisory Committee’s process and timeline. He emphasized that the Strategic Plan is more than aspirational but does not provide approval to undertake any specific actions or projects. He said that the initiatives are subject to staff availability and additional Board approval.

Auditor-Controller Joseph Wire added to Chair Thériault’s presentation and provided additional information about the Strategic Plan. He stated that the Plan is broader than prior strategic plans, the 40 initiatives will enable the District to achieve six core goals (page 56), and highlighted the goal of, “make a significant positive contribution to the quality of life of the people in its service area.” He indicated a large component of the Advisory Committee discussion has been ‘what is the most constructive way for the District to respond to a post pandemic environment?’ He reviewed the four groupings of the Plan, defined the categorization criteria, read example initiatives from each grouping area, and outlined possible benefits.

He said that staff would present updates to the Board, and the Board will review the Plan and make change as circumstances warrant each year.

He said that people could submit additional comments about the Strategic Plan to the District Secretary’s Office.

[01:10:53 Hour Mark on the Audio Recording]

President Cochran expressed appreciation to all involved for their efforts on the Strategic Plan. He specifically thanked Chair Thériault for his leadership, and Mr. Wire, Ms. Mennucci and involved staff for their contributions to the Strategic Plan.

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Director Grosboll asked if Mr. Rhody of The Climate Reality Project commented about the Sustainability and Climate Responsibility part of the Plan. Chair Thériault confirmed he did.

Director Thier commended Chair Thériault for his leadership, which began when he was President. She expressed appreciation for the draft Strategic Plan and those who contributed to it. She said the process has been very open and transparent.

[01:13:11 Hour Mark on the Audio Recording]

The following individual spoke under public comment:

- David Pilpel, San Francisco resident (remotely)

(11) UNFINISHED BUSINESS

There was no Unfinished Business.

(12) NEW BUSINESS

There was no New Business.

(13) COMMUNICATIONS [01:16:47 Hour Mark on the Audio Recording]

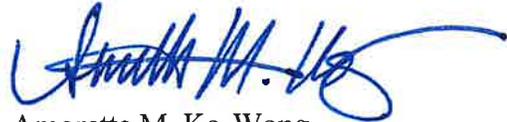
President Cochran stated that copies of Communications are available from the District Secretary's Office.

(14) ADJOURNMENT: [01:17:00 Hour Mark on the Audio Recording]

All business having been concluded Directors RABBITT/HILL moved and seconded that the meeting be adjourned in honor of Gabriel Torres, William James Briggs and Ann Flemer at 11:20 a.m.

Carried

Respectfully submitted,



Amorette M. Ko-Wong
Secretary of the District

AMK:EIE:tnm