



Agenda Item No. (5)

**BOARD OF DIRECTORS MEETING**  
**FRIDAY, APRIL 26, 2024**

**(5) CONSENT CALENDAR:**

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

- (1) Building and Operating Committee of March 21, 2024;
- (2) Finance-Auditing Committee of March 21, 2024 and,
- (3) Board of Directors Meeting of March 22, 2024.

**Motion**

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

- (1) Ratify Commitments and/or Expenditures
- (2) Ratify Previous Investments
- (3) Authorize Reinvestments
- (4) Accept Investment Report, March 2024

**Resolution**

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March 21, 2024



**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, March 21, 2024, at 9:07 a.m., with Chair Garbarino presiding. A remote audio option for public participation was available.

- (1) **Call to Order:** 9:07 a.m.
- (2) **Roll Call:** Secretary of the District Amorette M. Ko-Wong. **[00:39 Minutes Mark on the Audio Recording]**

**Committee Members Present (8):** Chair Garbarino; Vice Chair Rodoni; Directors, Giudice, Mastin, Pahre, Rabbitt and Thériault; President Cochran.

**Committee Members Absent (1):** Director Conroy.

**Other Directors Present (4):** Directors Grosboll, Hernández, Hill and Thier.

**Committee of the Whole Members Present (12):** Directors Garbarino, Giudice, Grosboll, Hernández, Mastin, Pahre, Rodoni, Thériault and Thier; Second Vice President Rabbitt; First Vice President Hill; President Cochran.

**Committee of the Whole Members Absent (7):** Directors Conroy, Dorsey, Engardio, Moulton-Peters, Safai, Snyder and Stefani.

**Staff Present:** General Manager Denis Mulligan; Auditor-Controller Joseph Wire; District Engineer Ewa Bauer-Furbush; Secretary of the District Amorette Ko-Wong; Attorney Julie Sherman; 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

**BUILDING AND OPERATING COMMITTEE/COMMITTEE OF THE WHOLE  
MARCH 21, 2024/PAGE 2**

Hopper; Deputy District Engineer John Eberle; Executive Administrator to the General Manager Justine Bock; Senior Board Analyst Elizabeth Eells.

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

**(3) Approve Actions Relative to Award of Contract No. 2023-BT-072, San Rafael Bus Facility Parking Lot Improvements and Solar Panel Installation, to Ghilotti Bros., Inc.  
[01:29 Minutes Mark on the Audio Recording]**

Deputy District Engineer John Eberle presented the staff report. He reviewed key elements of the report.

**[Director Grosboll arrived]**

**[10:48 Minutes Mark on the Audio Recording]**

Chair Garbarino expressed appreciation for the report. She commented about how the land has dropped in the area and said the project is important.

Director Thier commented about the Small Business Enterprise (SBE) goal. She suggested that the District send a message to the contractor that they consider SBE subcontractors.

Director Rodoni expressed appreciation for the report. He inquired about the possibility that the District could request the Transportation Authority of Marin (TAM) provide some reassurance that they will not select the freeway interchange option that will go over District property.

Director Hill commented about the bid amount and expressed appreciation to Mr. Mulligan for his leadership and staff for moving forward with the project.

Chair Garbarino stated that she understands that the California Department of Transportation (Caltrans) changed the Highway 101 to Highway 580 freeway connector project.

Director Rabbitt requested additional information about the engineering estimate process. He also inquired about how the estimate differs from the bid costs and the implications for future project costs.

Director Thériault inquired about the anticipated savings referenced in the staff report statement, "The investigation determined that a solar carport at the employee parking lot could provide enough power to offset the power usage at the San Rafael Bus facility and provide for employee electric vehicle charging and limited electric bus charging (page 2, paragraph 2).

**BUILDING AND OPERATING COMMITTEE/COMMITTEE OF THE WHOLE  
MARCH 21, 2024/PAGE 3**

Director Hill inquired about the possibility the District could pursue additional Net Energy Metering (NEM) 2 and NEM 3 grant funding.

Mr. Eberle responded to the inquiries. He outlined the number of SBE companies that would provide services on the contract and confirmed that the SBE percentage does not meet the goal of 22%. Mr. Mulligan explained that he recently spoke to TAM staff about legal requirements related to a freeway connection going over another entity's property that would increase TAM's project costs. Mr. Eberle reviewed the Engineering department's process for developing the Engineer's Estimate. He said the project estimate was completed some time ago, and costs have escalated. Mr. Mulligan confirmed that the energy cost savings would be about \$250,000 a year.

**[21:40 Minutes Mark on the Audio Recording]**

The following member of the public made public comments:

- David Pilpel, San Francisco resident (remotely)

Mr. Eberle confirmed that the new solar transformer will be sufficient for charging six buses, and additional buses would require another transformer sometime in the future. Mr. Mulligan added that the District's schedule calls for purchasing six electric buses in the next couple of years and like other agencies, staff is reconsidering the bus fuel type.

**(a) Action by the Committee**

Staff recommended and the Committee concurred by motion made and seconded by **Directors PAHRE/GIUDICE** 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 Contract No. 2023-BT-072, *San Rafael Bus Facility Parking Lot Improvements and Solar Panel Installation*, as follows:

- (i) Approve award of Contract No. 2023-BT-072, to Ghilotti Bros., Inc, of San Rafael, CA, in the amount of \$9,199,199;
- (ii) Establish a construction contingency for Contract No. 2023-BT-072 in the amount of \$919,919 equal to 10% of the contract award amount; and,
- (iii) Authorize 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.

**Action by the Board at its meeting of March 22, 2024 – Resolution  
Refer to Finance-Auditing Committee Meeting of March 21, 2024**

**BUILDING AND OPERATING COMMITTEE/COMMITTEE OF THE WHOLE  
MARCH 21, 2024/PAGE 4**

- AYES (12):** Directors Garbarino, Giudice, Grosboll, Hernández, Mastin, Pahre, Rodoni, Thériault and Thier; Second Vice President Rabbitt; First Vice President Hill; President Cochran.
- NOES (0):** None.
- ABSENT (7):** Directors Conroy, Dorsey, Engardio, Moulton-Peters, Safaí, Snyder and Stefani.

Chair Garbarino introduced Attorney Julie Sherman.

- (4) **Approve Actions Relative to Award of Contract No. 2023-F-073, San Francisco Ferry Terminal Physical Security Improvements, to Valentine Corporation [26:59 Minutes Mark on the Audio Recording]**

Deputy District Engineer John Eberle presented the staff report.

**[31:31 Minutes Mark on the Audio Recording]**

Chair Garbarino expressed appreciation for the presentation.

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

Staff recommended and the Committee concurred by motion made and seconded by **Directors GROSBOLL/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 the following actions relative to award of Contract No. 2023-F-073, *San Francisco Ferry Terminal Physical Security Improvements*, as follows:

- (i) Approve award of Contract No. 2023-F-073, to Valentine Corporation, of San Rafael, CA in the amount of \$797,369; and,
- (ii) Establish 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.

**Action by the Board at its meeting of March 22, 2024 – Resolution**

- AYES (12):** Directors Garbarino, Giudice, Grosboll, Hernández, Mastin, Pahre, Rodoni, Thériault and Thier; Second Vice President Rabbitt; First Vice President Hill; President Cochran.
- NOES (0):** None.

**BUILDING AND OPERATING COMMITTEE/COMMITTEE OF THE WHOLE  
MARCH 21, 2024/PAGE 5**

**ABSENT (7):** Directors Conroy, Dorsey, Engardio, Moulton-Peters, Safaí, Snyder and Stefani.

**(5) Status Report from Board Appointee(s) on Sonoma-Marín Area Rail Transit Board [32:23 Minutes Mark on the Audio Recording]**

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

In response to Chair Garbarino's request, Mr. Mulligan provided an update about the San Rafael Transit Center project.

**(6) Status Report on Engineering Projects [35:25 Minutes Mark on the Audio Recording]**

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

**[36:05 Minutes Mark on the Audio Recording]**

Director Mastin inquired about Golden Gate Bridge Inspection Services and the reference to rope inspections on page 40.

Chair Garbarino spoke about a trip she took across the Bridge at night, the work being done and the safety measures in place.

Ms. Bauer-Furbush outlined the goals and requirements of the rope inspections.

**(7) Public Comment**

There were no public comments.

**(8) Adjournment [38:19 Minutes Mark on the Audio Recording]**

All business having been concluded, Directors RABBITT/GIUDICE moved and seconded that the meeting be adjourned at 9:46 a.m.

**Carried**

Respectfully submitted,

Patricia Garbarino, Chair  
Building and Operating Committee

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March 21, 2024



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

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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, March 21, 2024, at 9:54 a.m., with Chair Rabbitt presiding. A remote audio option for public participation was available.

(1) **Call to Order:** 9:54 a.m.

(2) **Roll Call:** Secretary of the District Amorette M. Ko-Wong.

**Committee Members Present (9):** Chair Rabbitt; Vice Chair Pahre; Directors Dorsey, Giudice, Grosboll, Hernández, Mastin and Rodoni; President Cochran.

**Committee Members Absent (0):** None.

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

**Committee of the Whole Members Present (13):** Directors Dorsey, Garbarino, Giudice, Grosboll, Hernández, Mastin, Pahre, Rodoni, Thériault and Thier; Second Vice President Rabbitt; First Vice President Hill; President Cochran.

**Committee of the Whole Members Absent (6):** Directors Conroy, Engardio, Moulton-Peters, Safaí, Snyder, and Stefani.

**Staff Present:** General Manager Denis Mulligan; Auditor-Controller Joseph Wire; District Engineer Ewa Bauer-Furbush; Secretary of the District Amorette Ko-Wong; Attorney Julie Sherman; 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; Deputy District Engineer John Eberle; Budget and Electronic Revenue

**FINANCE-AUDITING COMMITTEE/COMMITTEE OF THE WHOLE  
MARCH 21, 2024/PAGE 2**

Director Jennifer Mennucci; Capital and Grant Programs Director Amy Frye; 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 [00:48 Minutes Mark on the Audio Recording]**

PFM Asset Management (PFM) Managing Director Monique Spyke presented the Investment Report. She spoke about interest rates, the value of the District's investments, and PFM representatives' long term investment focus on value.

**[09:42 Minutes Mark on the Audio Recording]**

Chair Rabbitt expressed appreciation for the report.

**(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 February 1, 2024 through February 29, 2024;
- (ii) Ratify investments made during the period February 13, 2024 through March 11, 2024;
- (iii) Authorize the reinvestment, within the established policy of the Board, of any investments maturing between March 12, 2024 and April 15, 2024, 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 February 2024.

**Action by the Board at its meeting of March 22, 2024 – Resolution  
CONSENT CALENDAR**

**AYES (12):** Directors Garbarino, Giudice, Grosboll, Hernández, Mastin, Pahre, Rodoni, Thériault and Thier; Second Vice President Rabbitt; First Vice President Hill; President Cochran.

**NOES (0):** None.

**ABSENT (7):** Directors Conroy, Dorsey, Engardio, Moulton-Peters, Safaí, Snyder and Stefani.

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

- (a) Budget Increase in the FY 23/24 Bus Division Capital Budget for Project #1431, D 1 Resurface Employee Parking Lot and Solar Panels [10:43 Minutes Mark on the Audio Recording]**

Deputy District Engineer John Eberle presented the staff report.

**(i) Action by the Committee**

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

**RECOMMENDATION**

The Finance-Auditing Committee also recommends, in concurrence with the Building and Operating Committee at its meeting on March 21, 2024, that the Board of Directors authorize an increase in the FY 23/24 Bus Division Capital Budget, in the amount of \$7,025,618 for Project # 1431, *D1 Resurface Employee Parking Lot and Solar Panels*, for a revised total project budget of \$12,155,618.

**Action by the Board at its meeting of March 22, 2024 – Resolution Refer to Building and Operating Committee Meeting of March 21, 2024**  
**NON-CONSENT CALENDAR**

**AYES (12):** Directors Garbarino, Giudice, Grosboll, Hernández, Mastin, Pahre, Rodoni, Thériault and Thier; Second Vice President Rabbitt; First Vice President Hill; President Cochran.

**NOES (0):** None.

**ABSENT (7):** Directors Conroy, Dorsey, Engardio, Moulton-Peters, Safaí, Snyder and Stefani.

- (b) Approve Actions in the FY 23/24 Ferry Division Capital Budget Relative to the SFFT Inner Berth Hydraulics and SFFT Outer Berth Rehabilitation Projects [11:54 Minutes Mark on the Audio Recording]**

Deputy District Engineer John Eberle presented the staff report.

**[13:25 Minutes Mark on the Audio Recording]**

Director Theriault inquired about the failure of the hydraulic systems.

Mr. Mulligan and Mr. Eberle responded to the inquiry. Mr. Mulligan noted the hydraulic

systems are 50 years old and thanked the mechanics who maintain the systems. Mr. Eberle stated that the systems are complicated and replacement parts are no longer available.

**(i) Action by the Committee**

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

**RECOMMENDATION**

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

**Action by the Board at its meeting of March 22, 2024 – Resolution  
NON-CONSENT CALENDAR**

**AYES (12):** Directors Garbarino, Giudice, Grosboll, Hernández, Mastin, Pahre, Rodoni, Thériault and Thier; Second Vice President Rabbitt; First Vice President Hill; President Cochran.

**NOES (0):** None.

**ABSENT (7):** Directors Conroy, Dorsey, Engardio, Moulton-Peters, Safaí, Snyder and Stefani.

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

**(a) Approve Actions Relative to the Low Carbon Transit Operations Program (LCTOP) [14:50 Minutes Mark on the Audio Recording]**

Capital and Grant Programs Director Amy Frye presented the staff report. She said that the District will replace the MV. Del Norte with a new Tier 4 powered vessel with cleaner engines and reduced greenhouse gas emissions. She noted that this is the first of four vessels that the District intends to replace.

**[16:48 Minutes Mark on the Audio Recording]**

Director Hill asked if the engines for the new vessels would be hydrogen or electric.

Mr. Mulligan responded to the inquiry. He stated the District has to meet the California Air Resources Board (CARB) deadlines and at this time, the hydrogen and electrical technology vessels cannot meet the operational profile of the District's Larkspur service. He said that switching from Tier 2 to Tier 4 engines will meet the new CARB requirements.

(i) **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 approve 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):

- (1) Approve submission of one LCTOP grant application in FY 23/24 for the MV Del Norte Replacement Project;
- (2) Certify 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,
- (3) Authorize 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.

**Action by the Board at its meeting of March 22, 2024 – Resolution  
NON-CONSENT CALENDAR**

**AYES (12):** Directors Garbarino, Giudice, Grosboll, Hernández, Mastin, Pahre, Rodoni, Thériault and Thier; Second Vice President Rabbitt; First Vice President Hill; President Cochran.

**NOES (0):** None.

**ABSENT (7):** Directors Conroy, Dorsey, Engardio, Moulton-Peters, Safaí, Snyder and Stefani.

(6) **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 [18:20 Minutes Mark on the Audio Recording]**

Budget and Electronic Revenue Director Jennifer Mennucci presented the staff report. She stated that tolls are the District's largest source of revenue and without additional revenues, the District would be forced to greatly curtail bus and ferry service. In 2023, revenues from tolls and transit fares were about \$900,000 less each week compared to pre-pandemic levels. She said that, while the District has taken measures to reduce expenses, the cost to operate the District's services increases yearly.

Ms. Mennucci reviewed that the District conducted a formal process to engage the public with an extensive outreach program. She noted that five years have passed since the Board of Directors last approved a multi-year toll increase program. She said that Toll Option 1 strikes a balance between customer preferences, and the District's mission to maintain the Bridge and provide transportation services in the Highway 101 Corridor.

**[25:03 Minutes Mark on the Audio Recording]**

Chair Rabbitt expressed appreciation for the report.

Director Mastin observed that the cost to eliminate the entire shortfall would be a 9.5 percent toll increase. He noted that, when the Bridge opened, the toll was \$0.50 in each direction, and when adjusted for inflation, the toll would be \$11.00 each way now. He said that he believes a more modest 4.5 percent increase is more defensible. He wondered if the proposal goes too far or not far enough.

Director Garbarino echoed Director Mastin's question, "Are we going far enough or are we going too far?" She complimented staff for the quality of the report.

Director Thier said that no one likes a rate increase, but she understands the District requires the revenue to operate the Bridge and the bus and ferry service. She cited the 2023 Bridge traffic and transit ridership results in the staff report and asked if the District anticipates those numbers will increase over the next five years. She inquired about whether the shortfall could grow further by July 2028.

Director Grosboll stated that people he knows commented and expressed concern about the proposed toll increase. He said that he attended the virtual open houses and observed that some people asked about the District cutting costs. He asked if there are any capital projects that could be delayed for a couple of years.

Director Thériault commented that the difference between Option 4 and Option 1 is only \$0.15. He said that he is a transit user, and he would regret transit services being reduced. He expressed support for Option 1.

Director Hill said Director Thériault's views are close to his own. He asked if capital and operational expenses are likely to be more or less after the District moves to an electrified fleet of buses and ferries.

Director Giudice said that Mr. Mulligan's and the staff's approach to the recovery has been unique and responsible, and he expressed support for Option 1.

Director Pahre stated that Option 1 covers one half of the shortfall. She recognized the difficulty the Board faces in making up for the remainder of the shortfall over the next five years, and expressed support for Option 1.

Director Thier inquired about potential grant funding that could help address the shortfall.



Director Rodoni said he supports staff's recommendation of Option 1. He recognized the increase is necessary to maintain bus and ferry service, which serves Marin County.

Director Hernández thanked staff for putting together the report and giving the public the opportunity to weigh in on the proposed options. She expressed her support for the proposed toll increase.

Director Garbarino said that approximately 75 percent of the comments she has heard are supportive of saving the bus service, and she expressed her support for the proposed toll increase.

Chair Rabbitt thanked his colleagues on the Board, and staff for their thorough outreach efforts. He noted that increasing costs is always difficult, especially during a time of inflation. He said the Bridge must be available for future generations and he expressed his support for Option 1.

Mr. Mulligan responded to the Directors' inquiries. He stated that the District has had slow but steady growth in Bridge traffic and bus and ferry ridership, but staff do not expect to see a return to pre-pandemic levels in the near future. He confirmed that the District's five-year projection is based upon current service levels. He said that the Board will face further challenges even if it approves the staff recommendation. He said that at the next day's Board meeting, a Strategic Plan would be presented to the Board for consideration, and one of the proposed initiatives involves the possibility of stretching out the Capital Plan. He said that other agencies have found operational expenses are higher when fueling electric transit vehicles, and he confirmed that those higher costs have not been factored into the projected shortfall. He noted that the Strategic Plan includes efforts to source more grant funding and that the District has a good track record when applying for such funding.

**[42:33 Minutes Mark on the Audio Recording]**

The following individual spoke under public comment:

- David Pilpel, San Francisco resident (remotely)

Chair Rabbitt thanked Mr. Pilpel for his comments.

Ms. Ko-Wong clarified that Mr. Pilpel's written comments were received by email and are included in the public hearing email totals. Mr. Mulligan responded that in the past, the District's farebox recovery rate was 25 percent for bus and 50 percent for ferry. He confirmed the District is working to increase its farebox recovery rate and transit revenues.

Director Grosboll stated that while he supports the bus and ferry service, he believes the proposed toll increase is too high and he will not vote for it.

(a) Action by the Committee

Staff recommended and the Committee concurred by motion made and seconded by Directors THÉRIAULT/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 adopt a five-year program to increase tolls on the Golden Gate Bridge effective July 1, 2024, as follows:

- (i) Increase the toll rates \$0.50 for FasTrak®, Pay As You Go, and Invoice on July 1st of each year from 2024 to 2028, and result 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 for carpools, persons with disabilities, SFO airport service, multi-axle vehicles over two axles; and,
- (ii) Find and declare 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.

Action by the Board at its meeting of March 22, 2024 – Ordinance  
NON-CONSENT CALENDAR

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

**NOES (2):** Directors Grosboll and Mastin

**ABSENT (7):** Directors Conroy, Dorsey, Engardio, Moulton-Peters, Safaí, Snyder and Stefani.

Chair Rabbitt stated that, as a member of the Bay Area Toll Authority, he has seen that the other Bay Area bridges receive funding from the State.

Mr. Mulligan pointed out that other transit agencies have sales taxes and/or property taxes that help support their operations, and those revenues have increased. In contrast, the District relies exclusively on tolls and fares, Bridge traffic has decreased and these changes present a special challenge to the District.

(7) Approve Award of Contract No. 2023-D-088, Health and Welfare Consultant Services, with USI Insurance Services [49:49 Minutes Mark on the Audio Recording]

Deputy General Manager/Administration and Development Kellee Hopper presented the staff report.



**[52:35 Minutes Mark on the Audio Recording]**

Chair Rabbitt and Director Garbarino expressed appreciation for the report and staff's work on the project.

**(b) 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 recommends that the Board of Directors approve 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.

**Action by the Board at its meeting of March 22, 2024 – Resolution  
NON-CONSENT CALENDAR**

**AYES (12):** Directors Garbarino, Giudice, Grosboll, Hernández, Mastin, Pahre, Rodoni, Thériault and Thier; Second Vice President Rabbitt; First Vice President Hill; President Cochran.

**NOES (0):** None.

**ABSENT (7):** Directors Conroy, Dorsey, Engardio, Moulton-Peters, Safaí, Snyder and Stefani.

**(8) Renew Annual Delegation of Investment Management Authority to the Auditor-Controller as Per Rule XI, Investment Policy, of the Rules of the Board [53:20 Minutes Mark on the Audio Recording]**

Auditor-Controller Joseph Wire presented the staff report.

**[54:15 Minutes Mark on the Audio Recording]**

Director Mastin inquired about the maximum amount that can be invested in the Local Agency Investment Fund (LAIF), which is referenced on page 80.

Mr. Wire stated that he would research the maximum amount and respond at a later time.

(c) **Action by the Committee**

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

**RECOMMENDATION**

The Finance-Auditing Committee recommends that the Board of Directors renew the annual delegation of investment management 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.

**Action by the Board at its meeting of March 22, 2024 – Resolution  
NON-CONSENT CALENDAR**

**AYES (12):** Directors Garbarino, Giudice, Grosboll, Hernández, Mastin, Pahre, Rodoni, Thériault, and Thier; Second Vice President Rabbitt; First Vice President Hill; President Cochran.

**NOES (0):** None.

**ABSENT (7):** Directors Conroy, Dorsey, Engardio, Moulton-Peters, Safai, Snyder and Stefani.

(9) **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 [55:00 Minutes Mark on the Audio Recording]**

Director of Accounting Cody Smith presented the staff report and expressed appreciation for his team.

**[56:36 Minutes Mark on the Audio Recording]**

Chair Rabbitt expressed appreciation for staff’s work.

(d) **Action by the Committee**

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

**RECOMMENDATION**

The Finance-Auditing Committee recommends the Board of Directors receive the independent auditor’s engagement letter for services related to the annual financial audit and single audit for the year ending June 30, 2024, as submitted by Eide Bailly, LLP.

**Action by the Board at its meeting of March 22, 2024 – Resolution  
NON-CONSENT CALENDAR**

**AYES (12):** Directors Garbarino, Giudice, Grosboll, Hernández, Mastin, Pahre, Rodoni, Thériault and Thier; Second Vice President Rabbitt; First Vice President Hill; President Cochran.

**NOES (0):** None.

**ABSENT (7):** Directors Conroy, Dorsey, Engardio, Moulton-Peters, Safaí, Snyder and Stefani.

**(10) Status Report on the FY 23/24 Budget [57:45 Minutes Mark on the Audio Recording]**

Auditor-Controller Joseph Wire answered the question about LAIF, which was asked under Item No. 8. He stated that the maximum amount that can be invested in LAIF is \$75 million, and during the COVID-19 pandemic, the State Controller increased the maximum amount by an additional \$75 million. He provided additional information about the California Asset Management Program (CAMP) fund and spoke about how the District utilizes both LAIF and CAMP.

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

**[1:00:45 Hour Mark on the Audio Recording]**

Director Mastin asked whether CAMP has a maximum investment amount as well.

Mr. Wire responded that he would get the answer.

**[1:01:18 Minutes Mark on the Audio Recording]**

The following individual spoke under public comment:

- David Pilpel, San Francisco resident (remotely)

**(11) Monthly Review of Golden Gate Bridge Traffic/Tolls and Bus and Ferry Transit Patronage/Fares (for Eight Months Ending February 2024) [1:03:28 Hour Mark on the Audio Recording]**

Auditor-Controller Joseph Wire presented the staff report, which was for informational purposes only and no action was taken. He reviewed the traffic, ridership and revenue (page 107). He spoke about the seasonal nature of Bridge traffic and highlighted some of the changes from month to month. He noted that non-commute travel has become more important and ferry ridership is most affected by the weather. Mr. Mulligan added that Bridge traffic and bus and ferry transit ridership have increased since the prior year. Mr. Wire added that based on the results, staff believes that more people are commuting into their offices.

**(12) Monthly Review of Financial Statements (for Eight Months Ending February 2024) [1:09:17 Hour 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 report, which were for informational purposes only and no actions were taken. He highlighted the results (page 113) and reviewed progress made on capital projects (page 123).

(13) Public Comment

There were no public comments.

(14) Adjournment [1:12:15 Hour Mark on the Audio Recording]

All business having been concluded Directors GIUDICE/GARBARINO moved and seconded that the meeting be adjourned at 11:06 a.m.

Carried

Respectfully submitted,

David Rabbitt, Chair  
Finance-Auditing Committee

DAR:AMK:EIE:tnm

**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.

**BOARD OF DIRECTORS MEETING  
MARCH 22, 2024/PAGE 2**

(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:



**BOARD OF DIRECTORS MEETING  
MARCH 22, 2024/PAGE 4**

- (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.



**BOARD OF DIRECTORS MEETING  
MARCH 22, 2024/PAGE 5**

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.

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

**BOARD OF DIRECTORS MEETING  
MARCH 22, 2024/PAGE 9**

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

**BOARD OF DIRECTORS MEETING  
MARCH 22, 2024/PAGE 10**

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;



**BOARD OF DIRECTORS MEETING  
MARCH 22, 2024/PAGE 11**

- 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.

**BOARD OF DIRECTORS MEETING  
MARCH 22, 2024/PAGE 12**

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



**AGENDA ITEM NO. 5.B.  
RATIFICATION OF PREVIOUS ACTIONS BY THE AUDITOR-CONTROLLER  
FINANCE-AUDITING COMMITTEE OF APRIL 25, 2024**

**(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 Thursday, April 25, 2024. 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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