GOLDEN GATE BRIDGE, HIGHWAY AND TRANSPORTATION DISTRICT

RESOLUTION NO. 2010-034

RECEIVE THE INDEPENDENT AUDITOR'S ENGAGEMENT LETTER FOR THE ANNUAL FINANCIAL AUDIT FOR THE YEAR ENDING JUNE 30, 2010, AS SUBMITTED BY VAVRINEK, TRINE, DAY & CO., LLP

April 23, 2010

WHEREAS, the Board of Directors of the Golden Gate Bridge, Highway and Transportation District (District), by Resolution No. 2008-032 at its meeting of April 11, 2008, authorized execution of a Professional Services Agreement (Agreement) with Vavrinek, Trine, Day & Co. (VTD), LLP, Rancho Cucamonga, CA, relative to Request for Proposals (RFP) No. 2008-D-3, External Audit Services, to perform the external financial audit services for the District; and,

WHEREAS, VTD submitted its "Letter of Engagement for the District's FY 09/10 Financial Audit (Letter of Engagement)" in accordance with the terms of the Agreement; and,

WHEREAS, the purpose of the Letter of Engagement is to reconfirm VTD's understanding of services with the District to ensure compliance in accordance with the Government Auditing Standards, and to describe the scope of VTD's audit, audit objectives, management responsibilities and audit procedures pertaining to the audit; and,

WHEREAS, the Finance-Auditing Committee, at its meeting of April 22, 2010, has so recommended; now, therefore, be it

RESOLVED that the Board of Directors of the Golden Gate Bridge, Highway and Transportation District hereby receives the Independent Auditor's Engagement Letter for the Annual Financial Audit for the Year Ending June 30, 2010, as submitted by Vavrinek, Trine, Day & Co., LLP.

ADOPTED this 23rd day of April 2010, by the following vote of the Board of Directors:

AYES (16): Directors Brown, Chu, Cochran, Grosboll, Kerns, McGlashan, Moylan,

Newhouse Segal, Pahre, Snyder, Sobel and Stroeh; Second Vice President

Eddie; First Vice President Reilly; President Boro

NOES (0): None

ABSENT (3): Directors Campos, Elsbernd and Sanders

Albert J. Boro

President, Board of Directors

ATTEST:

Janet S. Tarantino

Secretary of the District