

September 26, 2024



**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, September 26, 2024, at 10:48 a.m., with Chair Rabbitt presiding. A remote audio option for public participation was available.

- (1) **Call to Order:** 10:48 a.m.
- (2) **Roll Call:** Secretary of the District Amorette Ko-Wong. **[00:11 Minutes Mark on the Audio Recording]**

Committee Members Present (6): Chair Rabbitt; Directors Giudice, Grosboll, Mastin and Rodoni; President Cochran.

Committee Members Absent (3): Vice Chair Pahre; Director Dorsey and Hernández.

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

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

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

Staff Present: General Manager Denis Mulligan; Auditor-Controller Joseph Wire; District Engineer John Eberle; Secretary of the District Amorette Ko-Wong; Attorney Kimon Manoliou; Deputy General Manager/Bridge Division Dave 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.

**FINANCE-AUDITING COMMITTEE/COMMITTEE OF THE WHOLE
SEPTEMBER 26, 2024/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.

(3) Ratification of Previous Actions by the Auditor-Controller [00:47 Minutes Mark on the Audio Recording]

PFM Asset Management LLC Institutional Sales and Relationship Manager Michael Kronbetter presented the Investment 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 approve the following actions:

- (i) There are no commitments and/or expenditures to ratify for the period of August 1, 2024 through August 31, 2024;
- (ii) Ratify investments made during the period August 12, 2024 through September 16, 2024;
- (iii) Authorize the reinvestment, within the established policy of the Board, of any investments maturing between September 17, 2024 and October 14, 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 August 2024.

**Action by the Board at its meeting of September 27, 2024 – Resolution
CONSENT CALENDAR**

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

NOES (0): None.

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

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

No actions required authorization.

(5) Authorize Actions Related to Grant Programs

No actions required authorization.

(6) **Approve Actions Relative to the Funding Plan for the Golden Gate Suspension Bridge Seismic Retrofit Construction Project** [10:01 Minutes Mark on the Audio Recording]

District Engineer John Eberle presented the staff report. Mr. Mulligan expressed appreciation for the numerous people who contributed to the District's ability to get funding from the federal and state governments including:

- District Board members and staff;
- Speaker Emerita Nancy Pelosi;
- California State Governor Newsom and Senate President Pro Tempore Michael McGuire;
- Lobbyists Paul Schlesinger, Beau Biller and Steve Wallauch;
- California Alliance for Jobs;
- Bay Area Council Chief Executive Officer Jim Wunderman;
- California Transportation Commissioner Jay Bradshaw; and
- Various transportation agencies.

He acknowledged the importance of the District's annual capital contribution to the reserve and Auditor-Controller Joseph Wire's contributions to the effort.

[19:25 Minutes Mark on the Audio Recording]

Chair Rabbitt expressed appreciation for the report.

Director Giudice inquired about possible funding limitations.

Director Grosboll inquired about the project timeline.

Chair Rabbitt spoke about the importance of the work and value of the seismic retrofit to the region. He acknowledged the funding received by the District.

Mr. Mulligan responded to the inquiries.

(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 authorize the following actions relative to the funding plan for the *Golden Gate Suspension Bridge Seismic Retrofit Construction Project*, as follows:

- (i) Approve a funding plan for the Project #2250, *Golden Gate Suspension Bridge Seismic Retrofit Construction Project* (Project), in the amount of \$869.6 million, funded with \$400 million of Federal Bridge Investment Program (BIP) Grant

Funds, \$200 million in California Department of Transportation (Caltrans) Local Highway Bridge Program (HBP) Funds, and \$269.6 million in Golden Gate Bridge, Highway and Transportation District Reserves;

- (ii) Authorize the General Manager or his designee to sign the BIP Grant Funds Designated Subrecipient Agreement with Caltrans required to access the BIP Grant Funds for the Project, and any future agreement amendments; and,
- (iii) Authorize the General Manager or his designee to sign the Caltrans HBP Funds High-Cost Agreement with Caltrans required to access the HBP Funds for the Project, and any future agreement amendments.

**Action by the Board at its meeting of September 27, 2024 – Resolution
NON-CONSENT CALENDAR**

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

NOES (0): None.

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

(7) Authorize Change Order No. 5 to Contract No. 2019-MD-002, Security Guard Services for the Bus and Ferry Facilities [23:46 Minutes Mark on the Audio Recording]

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

[25:15 Minutes Mark on the Audio Recording]

Chair Rabbitt expressed appreciation for the item.

Director Mastin inquired about security in Santa Rosa.

Ms. Hopper and Mr. Mulligan responded to the inquiry.

(a) Action by the Committee

Staff recommended and the Committee concurred by motion made and seconded by **Directors GIUDICE/THÉRIAULT** 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 authorize Change Order No. 5 to Contract No. 2019-MD-002, *Security Guard Services for the Bus and Ferry Facilities*, with Barbier Security Group, in the amount not-to-exceed \$1,240,843.

**Action by the Board at its meeting of September 27, 2024 – Resolution
NON-CONSENT CALENDAR**

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

NOES (0): None.

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

(8) Receive the Updated Five- and Ten-Year Financial Projection [26:46 Minutes Mark on the Audio Recording]

Auditor-Controller Joseph Wire presented the staff report. He pointed out that staff assumes 80% grant funding for District projects, but this amount is lower. He expressed appreciation to Director of Budget and Electronic Revenue Jennifer Mennucci and Principal Budget Analyst Eric Reeves.

[34:19 Minutes Mark on the Audio Recording]

Chair Rabbitt expressed appreciation to the staff for the projection. He commented about the effect of the seismic retrofit project.

Director Thériault inquired about the projection and presentation of service levels.

Chair Rabbitt inquired about the assumptions.

Mr. Wire responded to the inquiries. He spoke about the transit service levels assumptions as a reflection of the expected “new normal.”

(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 receive the updated five- and ten-year financial projection, as detailed in this staff report.

**Action by the Board at its meeting of September 27, 2024 – Resolution
NON-CONSENT CALENDAR**

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

NOES (0): None.

**FINANCE-AUDITING COMMITTEE/COMMITTEE OF THE WHOLE
SEPTEMBER 26, 2024/PAGE 6**

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

(9) Status Report on the FY 24/25 Budget [39:55 Minutes Mark on the Audio Recording]

Auditor-Controller Joseph Wire presented the informational staff report (page 55) and no action was taken.

(10) Monthly Review of Golden Gate Bridge Traffic/Tolls and Bus and Ferry Transit Patronage/Fares (for Two Months Ending August 2024) [42:17 Minutes Mark on the Audio Recording]

Auditor-Controller Joseph Wire presented the informational staff report, and no action was taken. He reviewed traffic, ridership and revenue (page 65).

(11) Monthly Review of Financial Statements (for Two Months Ending August 2024) [43:52 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 informational staff reports (pages 71 and 81) and no actions were taken.

[45:53 Minutes Mark on the Audio Recording]

Chair Rabbitt expressed appreciation for staff's fiscal discipline and spoke about the seasonal nature of the District's business.

Director Hill commented about climate change.

Mr. Wire responded to the comments and spoke about the necessity to evaluate assumptions on an ongoing basis.

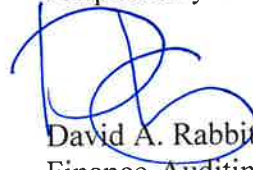
(12) Public Comment

There were no Public Comments.

(13) Adjournment [48:54 Minute Mark on the Audio Recording]

All business having been concluded Directors GIUDICE/MASTIN moved and seconded that the meeting be adjourned at 11:37 a.m. **Carried**

Respectfully submitted,



David A. Rabbitt, Chair
Finance-Auditing Committee