

GOLDEN GATE BRIDGE, HIGHWAY AND TRANSPORTATION DISTRICT

RESOLUTION NO. 2013-039

**AUTHORIZE EXECUTION OF A
PROFESSIONAL SERVICES AGREEMENT WITH TOPDOG MEDIA, LLC,
RELATIVE TO REQUEST FOR PROSPOSALS NO. 2013-D-7,
INTERIOR FERRY ADVERTISING**

April 26, 2013

WHEREAS, the Board of Directors (Board) of the Golden Gate Bridge, Highway & Transportation District (District) operates Golden Gate Ferry service; and,

WHEREAS, the District entered into an Interior Ferry Advertising Agreement (Agreement) with Prestige Media, Inc., (PMI), of Montvale, NJ, which provided for a minimum monthly guarantee of \$3,417.00, or 55% of all net advertising revenue, whichever was greater; and,

WHEREAS, in July 2013, citing a sharp decline in ferry advertising sales, PMI requested, and the District approved, an amendment to the Agreement to eliminate the minimum monthly guarantee and only require the payment of the monthly 55% of the net advertising revenue as compensation to the District; and,

WHEREAS, this Amendment to the Agreement expires on May 31, 2013, and in anticipation of the expiration date, the District issued Request for Proposals No. 2013-D-7, *Interior Ferry Advertising* (RFP), posted a solicitation on its website and sent the solicitation to ten potential proposers; and,

WHEREAS, on the February 26, 2013, the RFP deadline, the District received proposals from TOPDOG Media, LLC (TOPDOG), of San Rafael, CA, and from PMI; and,

WHEREAS, a Selection Committee (Committee), comprised of District staff, reviewed the two proposals based on the four criteria of proposal understanding and approach, proposer's qualifications and experience, quality control program and maintenance program, and proposed compensation; and,

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WHEREAS, during the Committee review period, PMI withdrew its proposal, with District consent, due to unanticipated changes in PMI's business model; and,

WHEREAS, the Committee determined that the remaining proposer, TOPDOG, clearly demonstrated its ability and experience based on the four criteria outlined above, and the District's attorney concluded that TOPDOG properly submitted all forms and documents required by the RFP; and,

WHEREAS, TOPDOG's proposed compensation package provides a minimum monthly guarantee of \$100.00, plus 55% of the net advertising revenue, which is estimated to yield for the District \$40,700.00 to \$56,600.00 annually; and,

WHEREAS, while TOPDOG's proposed minimum monthly guarantee amount is low relative to amounts proposed the last time the District procured identical services, District staff believe that this amount accurately reflects the current ferry advertising environment; now, therefore, be it

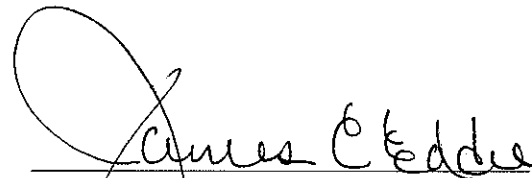
RESOLVED that the Board of Directors of the Golden Gate Bridge, Highway and Transportation District hereby authorizes the execution of a Professional Services Agreement with TOPDOG Media, LLC, of San Rafael, CA, relative to Request for Proposals No. 2013-D-7, *Interior Ferry Advertising*, on the basis of a minimum monthly guarantee of \$100.00, plus 55% of the net advertising revenue, for a three-year term, with two one-year option terms, exercisable at the discretion of the General Manager or his designee.

ADOPTED this 26th day of April 2013, by the following vote of the Board of Directors:

AYES (17): Directors Arnold, Belforte, Breed, Campos, Cochran, Fredericks, Pahre, Rabbitt, Reilly, Sears, Sobel, Theriault, Wiener and Yee; Second Vice President Stroeh; First Vice President Grosboll; President Eddie

NOES (0): None

ABSENT (2): Directors Moylan and Snyder



James C. Eddie
President, Board of Directors

ATTEST:



Janet S. Tarantino
Secretary of the District