

SAN FRANCISCO BAY AREA RAPID TRANSIT DISTRICT
300 Lakeside Drive, P.O. Box 12688, Oakland, CA 94604-2688

Board of Directors
Minutes of the 1,876th Meeting
December 17, 2020

A regular meeting of the Board of Directors was held on December 17, 2020, convening at 9:00 a.m. via teleconference, pursuant to Governor Gavin Newsom's Executive Order N-29-20 and the California Shelter-in-Place mandate. President Simon presided; Patricia K. Williams, District Secretary.

Directors Present: Directors Ames, Dufty, Foley, Li, McPartland, Raburn, Saltzman, and Simon.

Absent: None. Director Allen entered the Meeting later.

President Simon gave instructions on viewing the Meeting and accessing presentation materials online, the virtual meeting, and Public Comment.

Director Allen entered the Meeting.

President Simon gave remarks regarding the 2020 Holiday Toy Drive and the Contra Costa Family Justice Center (CCFJC), the 2020 Holiday Toy Drive recipient.

A video about the CCFJC was shown.

President Simon gave additional remarks regarding the need for community organizations and the CCFJC. She recognized External Affairs staff, the BART Police Department, and Director Dufty for their work on the toy drive, and expressed gratitude for employees' donations. President Simon introduced Susun Kim, Executive Director of the CCFJC. Executive Director Kim thanked the Board and BART employees for the gifts and President Simon for her recognition of the CCFJC's work, and addressed the Board.

Consent Calendar action item brought before the Board was:

1. Approval of Minutes of the Meetings of November 19, 2020 and December 3, 2020.

Director Dufty moved that the Minutes of the Meetings of November 19, 2020 and December 3, 2020, be approved. Director Li seconded the motion.

President Simon called for Public Comment on the Consent Calendar. No comments were received.

The motion brought by Director Dufty and seconded by Director Li carried by unanimous roll call vote. Ayes: 9 – Directors Allen, Ames, Dufty, Foley, Li, McPartland, Raburn, Saltzman, and Simon. Noes: 0.

President Simon called for general Public Comment. Aleta Dupree addressed the Board.

Director McPartland, Chairperson of the Administration Committee, had no report.

Director Dufty, Chairperson of the Engineering and Operations Committee, had no report.

Director Saltzman, Chairperson of the Planning, Public Affairs, Access, and Legislation Committee, had no report.

President Simon announced that the order of agenda items would be changed and brought the matter of Election of Officers – President before the Board.

President Simon gave remarks about her experience as President and BART's accomplishments during the past year.

President Simon opened the floor for nominations for President and nominated Director Foley for President of the Board of Directors. Nominations were closed.

President Simon moved that Director Foley be elected Board President for 2021. Director Raburn seconded the motion, which carried by unanimous roll call vote. Ayes: 9 – Directors Allen, Ames, Dufty, Foley, Li, McPartland, Raburn, Saltzman, and Simon. Noes: 0.

President Foley gave remarks regarding the upcoming year and thanked the Board for the opportunity to serve as President.

Director Simon brought the matter of Election of Officers – Vice President before the Board and opened the floor for nominations for Vice President. Director Dufty nominated Director Saltzman for Vice President of the Board of Directors.

Director Dufty moved that Director Saltzman be elected Board Vice President for 2021. Director Li seconded the motion.

Director Allen nominated Director McPartland for Vice President of the Board of Directors and made a substitute motion to elect Director McPartland as the Vice President of the Board of Directors for 2021.

Director Ames seconded the substitute motion.

The Board Rule regarding rotation of the offices of President and Vice President was discussed.

The substitute motion brought by Director Allen and seconded by Director Ames failed by roll call vote. Ayes: 3 – Directors Allen, Ames, and McPartland. Noes: 6 – Directors Dufty, Foley, Li, Raburn, Saltzman, and Simon. (All Directors voting "No" expressed their respect for Director McPartland.)

The motion brought by Director Dufty and seconded by Director Li carried by roll call vote. Ayes: 7 – Directors Dufty, Foley, Li, McPartland, Raburn, Saltzman, and Simon. Noes: 2 – Directors Allen and Ames.

Director Simon congratulated Vice President Saltzman and President Foley on their election.

President Foley presented Director Simon with a commemorative plaque to honor her service as the President of the Board of Directors for 2020. President Foley gave remarks regarding Director Simon's leadership and thanked her for her service as President.

Director Simon announced that the Board would enter into closed session under Items 9-A (Public Employee Performance Evaluation); 9-B (Public Employee Employment/Appointment); and 9-C (Conference with Negotiators) of the Regular Meeting agenda, and that the Board would reconvene in open session upon conclusion of the closed session.

The Board Meeting recessed at 9:57 a.m.

The Board reconvened in closed session at 10:09 a.m.

Directors present: Directors Allen, Ames, Dufty, Li, McPartland, Raburn, Saltzman, Simon, and Foley.

Absent: None.

The Board Meeting recessed at 12:16 p.m.

The Board reconvened in open session at 12:20 p.m.

Directors present: Directors Ames, Dufty, Li, McPartland, Raburn, Saltzman, Simon, and Foley.

Absent: None. Director Allen entered the Meeting later.

President Foley announced that the Board had concluded its closed session under Items 9-B and 9-C and that the Board had unanimously appointed Jacqueline Edwards as District Secretary, effective March 22, 2021, with nine votes in support of her appointment. President Foley congratulated Jacqueline Edwards on her appointment.

Item 9-A, Public Employee Performance Evaluation, was continued to a future meeting.

President Foley brought the matter of Compensation and Benefits for District Secretary before the Board.

Director Raburn made the following motion:

That the Board approve the following terms of employment for Jacqueline Edwards, effective March 22, 2021, which shall be incorporated in a mutually satisfactory written employment agreement prepared by the General Counsel for execution by Ms. Edwards and the Board of Directors:

1. Serve for an indefinite term at the pleasure of the Board;
2. Base salary of \$220, 307.00 per year;
3. 12 months severance pay for involuntary termination, unless a result of death or gross misconduct;
4. Mandatory arbitration of employment disputes;
5. Benefits afforded non-represented management employees and retirees; and
6. Upon retirement, option to participate in an alternative retiree medical, dental, or vision plan if Ms. Edwards relocates to an area which is not within the service area of a District-sponsored plan, provided the alternate plan is compatible in both cost and coverage to the District-sponsored plan.

Director Simon seconded the motion, which carried by unanimous roll call vote. Ayes: 8 – Directors Ames, Dufty, Li, McPartland, Raburn, Saltzman, Simon, and Foley. Noes: 0. Absent: 1 – Director Allen.

President Foley called for Board Member Reports, Roll Call for Introductions, and In Memoriam requests.

Director Dufty thanked Director Simon for her service as President and gave remarks regarding her leadership.

Director McPartland thanked the candidates for their interest in the District Secretary position.

Director Li aligned herself with Director Dufty’s comments regarding Director Simon, congratulated Board Members on their re-election, and thanked employees for their work during the past year.

Director Allen entered the Meeting.

President Foley congratulated Alicia Trost, Chief Communications Officer, for her selection as one of the top fifteen Chief Communications Officers (CCO) to follow on Twitter and thanked Esther Suh, Executive Assistant, Performance and Budget, for her assistance.

Director Simon expressed appreciation for Board Members’ comments and commented on the unemployment rate among African American people in Oakland, essential workers, working collaboratively with cities and counties to provide access to mobility, and lobbying.

Director Simon submitted the following Roll Call for Introductions (RCI) request, coauthored by Director Dufty:

The Grant family has reached out to me in regards to their ongoing quest to have former BART officer Pirone held accountable by the District Attorney for the role Pirone played in the events that led to Oscar Grant’s death. I would ask that the General Counsel and General Manager work

with the family to share information BART may still have after all these years that would assist them in their efforts.

Director Li seconded the RCI request.

Director Allen exited the Meeting.

President Foley commented that the record should indicate that there was unanimous support of the RCI request among the eight Directors currently in the Meeting.

President Foley called for the General Manager's Report. Robert Powers, General Manager, gave remarks regarding Director Simon's leadership as President; thanked Director Simon for her leadership, guidance, and friendship; and expressed enthusiasm for working with President Foley and Vice President Saltzman.

Director Ames requested that the Meeting be adjourned in honor of Oliver "Tyrone" Williams, Good Samaritan.

The Meeting adjourned at 12:41 p.m. in honor of Oliver "Tyrone" Williams.

Patricia K. Williams
District Secretary