

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

Board of Directors
Minutes of the 1,636th Meeting
August 31, 2011

A special meeting of the Board of Directors was held August 31, 2011, convening at 9:11 a.m. in the Board Room, 344 20th Street, Oakland, California. President Franklin presided; Kenneth A. Duron, District Secretary.

Directors present: Directors Blalock, Fang, Keller, McPartland, Murray, Raburn, Sweet, and Franklin.

Absent: None. Director Radulovich entered the Meeting later.

President Franklin called for Public Comment on Items 3-A and 3-B. No comments were received.

President Franklin announced that the Board would enter into closed session under Item 3-A (Public Employee Appointment) and Item 3-B (Conference with Negotiators) of the Special Meeting agenda, and that the Board would reconvene in open session upon conclusion of the closed session.

The Board Meeting recessed at 9:12 a.m.

The Board reconvened in closed session at 9:14 a.m.

Directors present: Directors Blalock, Fang, Keller, McPartland, Murray, Raburn, Radulovich, Sweet, and Franklin.

Absent: None.

The Board Meeting recessed at 9:32 a.m.

The Board reconvened in open session at 9:35 a.m.

Directors present: Directors Blalock, Fang, Keller, McPartland, Murray, Raburn, Radulovich, Sweet, and Franklin.

Absent: None.

President Franklin announced that the Board had voted in closed session to appoint Grace Crunican as the District's General Manager, subject to completion of all pre-employment

screening, with such appointment effective on a date to be mutually determined between Ms. Crunican and the Board President. Ayes - 8: Directors Blalock, Keller, McPartland, Murray, Raburn, Radulovich, Sweet, and Franklin. Noes – 1: Director Fang.

President Franklin brought the matter of Compensation and Benefits for General Manager before the Board. Director Sweet moved that the Board approve the following terms of employment for Ms. Crunican, to be incorporated in a mutually satisfactory written employment agreement prepared by the Associate General Counsel for execution by Ms. Crunican and the Board President: Service for an indefinite term at the pleasure of the Board; such powers and duties as set forth in the District Act; base salary of \$300,000.00 per year; management incentive pay of \$20,000.00 per year; twelve months severance pay for involuntary termination unless as a result of death, disability, or grave misconduct; mandatory arbitration of employment disputes; benefits afforded to non-represented management employees and retirees generally; vacation accrual at four weeks per year; if service retirement eligible, retention of 50% of sick leave balance as pay or terminal leave; if retirement eligible and termination for any reason other than grave misconduct, receives retirement benefits, including retiree vision and dental coverage and lower cost for District health plans (25% of employee cost); and upon termination for reasons other than grave misconduct after completion of two years of full-time service but before qualifies for retirement, eligible for health benefits comparable to retirement health benefits; and pursuant to prior authorization of the Board, Ms. Crunican is also eligible for reimbursement for reasonable relocation expenses, not to exceed \$18,000.00

Directors McPartland and Murray seconded the motion, which carried by electronic vote. Ayes - 8: Directors Blalock, Keller, McPartland, Murray, Raburn, Radulovich, Sweet, and Franklin. Noes – 1: Director Fang.

The Special Board Meeting adjourned at 9:41 a.m. in honor of Kayla McPartland.

Kenneth A. Duron
District Secretary