

MARIN EMERGENCY RADIO AUTHORITY

c/o Novato Fire Protection District
95 Rowland Way, Novato, CA 94945
PHONE: (415) 878-2690 FAX: (415) 878-2660
www.meraonline.org

DRAFT: 1/30/15

GOVERNING BOARD

Minutes of December 10, 2014 Regular Meeting

A. Call to Order and Introductions:

The meeting was called to order by President Pearce on December 10, 2014 at 3:34 p.m. at the Novato Fire Protection District's Administration Office, Heritage Conference Room, 95 Rowland Way, Novato, CA 94945. Self-introductions followed.

Governing Board Members & Alternates Present:

City of Belvedere	Mary Neilan
Town of Corte Madera	Roger Sprehn (Alternate)
Town of Fairfax	David Cron
City of Mill Valley	Angel Bernal, Jacqueline Graf Reis (Alternate)
City of Novato	Jeanne MacLeamy
Town of Ross	Tom Gaffney (arrived at 3:56 p.m.)
Town of San Anselmo	Debra Stutsman (Alternate)
County of Marin	Matthew Hymel
Town of Tiburon	David Hutton (Alternate)
Bolinas Fire Protection District	Anita Tyrrell-Brown
Inverness Public Utility District	Jim Fox, Scott McMorow (Alternate)
Kentfield Fire Protection District	Ron Naso (Alternate)
Marin Transit	Amy Van Doren
Marin Municipal Water District	Bill Hogan (Alternate)
Marinwood Community Services District	Thomas Roach
Novato Fire Protection District	Brad Beedle
Southern Marin Fire Protection District	Martin Langeveld
Stinson Beach Fire Protection District	Kenny Stevens
Tiburon Fire Protection District	Richard Pearce
Central Marin Police Authority	Todd Cusimano

Governing Board Member Agencies Absent:

City of Larkspur
City of San Rafael
City of Sausalito
Marin Community College District
Ross Valley Fire Department

Staff Present:

NERA Executive Officer	Maureen Cassingham
NERA General Counsel	Trisha Ortiz
NERA Operations Officer	Craig Tackabery
NERA Special Project Manager	Dave Jeffries
Communications Services Mgr. (DPW)	Shelly Nelson
County Communications Engineer	Richard Chuck
Recording Secretary	Denise Wade

Guests Present:

Larry Chu	Mayor, City of Larkspur
Dan Hom	NFPD Finance Director
Dan Mullen	Indie Politics
Terry Price	Price Campaign Solutions (by conference call)
Raul Rojas	County of Marin Public Works Director
Dick Tait	Resident, Mill Valley

Pearce recognized Hom's efforts on MERA's behalf with our financial, accounting and auditing needs throughout the year. He acknowledged his ongoing fine work and contributions. Hom said it was an honor to work for MERA and with Maher and Cassingham.

B. Closed Session

Public Employee Performance: Executive Officer Evaluation Pursuant to
Government Code – Section 54947

Pearce asked whether the Closed Session was needed. With no requests, he determined there was no need for it.

C. Consent Calendar

All matters on the Consent Calendar are to be approved with one motion unless a member of the Governing Board or the public requests that separate action be taken on a specific item.

- 1) Resolution of Commendation – Retired Fire Chief Jim Irving –
Southern Marin Fire Protection District
NERA Governing Board and Executive Committee Member
- 2) Minutes from May 14, 2014 Governing Board Regular Meeting
- 3) Minutes from July 14, 2014 Governing Board Special Meeting
- 4) Minutes from August 13, 2014 Governing Board Special Meeting
- 5) Proposed CY2015 Agreement for Management and Administrative Services with
Regional Government Services (RGS) for MERA Executive Officer and
Proposed 2015 Executive Officer Work Plan

- 6) 2014 Annual Progress Report on Authority Operations and Activities
- 7) MERA 2014 Auditor Communication with Governing Board and
FY13-14 Audited Financial Statements and Auditors' Report
- 8) Report #23 on Strategic Plan Implementation
- 9) MERA's Next Gen Project Outreach Summary (Jeffries)
- 10) Report on Forbes Reservoir Utilities Undergrounding Project
- 11) Report on Bodega/Bay Hill Tower and Site Leases

Pearce noted the fine work that went into preparation of the Consent Calendar items and acknowledged MERA's Public Outreach team for all they have done for us.

M/S/P MacLeamy/Beedle to approve Consent Calendar Items 1-11 as presented.

AYES: ALL
NAYS: NONE
ABSTENTIONS: NONE
Motion carried.

D. Public Hearings:

- 1) Proposed Amendment No. 1 to the Amended and Restated Bylaws of the Marin Emergency Radio Authority and Proposed Resolution of the Governing Board of the Marin Emergency Radio Authority Establishing the Time and Place for Holding Regular Meetings.

Pearce opened the public hearing noting the recent changes in State law requiring decisions on indebtedness to be made at regular meetings. He added that meetings would be cancelled if there was no business. Cassingham said the Amendment provides for a Secretary of the Authority and revises the Regular Meeting section of the Bylaws to permit regular meetings to be established by resolution. The proposed Resolution sets forth Wednesdays of each month at 3:30p.m. for regular meetings, except May and December when meetings will occur on the second Wednesday. Meeting location will be at NFPD. There being no public comments, Pearce closed the Public Hearing and asked for a Roll Call vote.

M/S/P Beedle/Van Doren to approve Amendment No. 1 to the Amended and Restated Bylaws of the Marin Emergency Radio Authority to provide a Secretary and amend the Regular Meetings and Approve a Resolution of the Governing Board of the Marin Emergency Radio Authority Establishing the Time and Place for Holding Regular Meetings.

AYES: Belvedere, Corte Madera, Fairfax, Mill Valley, Novato, San Anselmo, County of Marin, Tiburon, Bolinas Fire Protection District, Inverness Public Utility District, Kentfield Fire Protection District, Inverness Public Utility District, Kentfield Fire Protection District, Marin Transit, Marin Municipal Water District, Marinwood Community Services District, Novato

Fire Protection District, Southern Marin Fire Protection District, Stinson Beach Fire Protection District, Tiburon Fire Protection District and Central Marin Police Authority.

NAYS: NONE

ABSTENTIONS: NONE

ABSENT: Larkspur, Ross, San Rafael, Sausalito, Marin Community College District,
Ross Valley Fire Department

E. Executive Officer's Report (Cassingham)

1. 2014 Election Recap – Indie Politics (Mullen and Price)

Mullen summarized the Recap noting Measure A passed with thanks to the voters of Marin County. The Measure won by 0.47% or 398 votes. He received inquiries about vote counts in the various districts. He presented his analysis of the vote noting the lower than usual turnout both State-wide and in Marin with 57% voting on Measure A. Strongest support was in Supervisorial Districts 2 and 3, Ross Valley and Southern Marin. MERA's January Poll showed the most Undecideds, which ultimately supported the Measure. Mill Valley was the highest city vote count of 75% supporting with Fairfax second at 70% plus Fairfax had a higher turnout. Biggest area of support was the unincorporated County voting for passage at 67.76%. City of San Rafael vote count was just under passage at 66.06%. Novato did not vote for passage of A but their turnout was 4% lower.

Mullen summarized that A narrowly lost the vote by mail at 66.5% but won enough Poll voters at 68.7% to make up the difference. He added that all votes by mail get combined so he cannot tell which ones supported A, either early or late. Early returns show support from those ballots later to be counted. His report further presents data points by District, Cities and Unincorporated. He has further breakdowns if desired. He thanked everyone present for this long sustained effort leading to the success of Measure A. MacLeamy inquired about education and outreach in Novato. Pearce said there was outreach by the Police and Fire Chiefs, community presentations were provided on request and all inquiries were responded to.

2. Recommendations from Finance Committee and Executive Board
Re: Next Gen System Implementation

Cassingham said in December 2013, the Governing Board approved the uses of G.C. 53978 to upgrade the MERA System for police and fire services via a parcel tax. The Board also approved a Revised Project Financing Plan that used parcel taxes to pay for police and fire services portion of the System and MERA Reserves for non-police and fire system costs. Since these recommendations were made, the Finance Committee and Executive Board, in November 2014, considered other options to finance Next Gen without a parcel tax, a Gen III Reserve, use of the Lando Formula and other related topics.

Cassingham summarized the recommendations presented today and invited Committee and Executive Board members to add their comments. Those recommendations are:

- 1) Proceed with initial Next Gen Project implementation by approving Agenda Item E-2a, Fiscal Year 2014/15 Next Generation System Cash Flow Needs, for DPW and System Consulting Services to be funded by MERA Replacement Reserve for the balance of FY14-15.

- 2) Assemble a Finance Team, as recommended by the Finance Committee, for the future issuance of bonds based on Project cash flow needs.
- 3) Approve continued use of the Lando Formula as set forth in the MERA Joint Powers Agreement for apportionment of Next Gen System Project Operating costs for which Section 9.2 provides distribution.
- 4) Direct the Finance Committee and Executive Board to develop a plan for a Gen III Replacement Reserve from continued member debt service and/or other funding sources for presentation to the Governing Board.
- 5) Include, in the vendor RFP, a bid option for a System Upgrade Agreement (SUA) for the Next Gen System, which provides a System software warranty as an additional Operating cost.
- 6) Direct Executive Board development of a Scope of Duties for the Next Generation Project Oversight Committee which has been previously focused on outreach, and appointment of same using the current Project Oversight Committee Composition as a basis for membership, supplemented by members with technical expertise.
- 7) Approve MERA staffing via contract with RGS for Next Gen Project-related administrative and technical interface and support, and authorize the President to execute same at an estimated cost of \$100,000, from January 1 – June 30, 2015, to be paid from the Replacement Reserve.
- 8) Approve refunding the 2007 New Project Note as part of the Next Gen System Project Financing Plan.
- 9) Refer development of a policy regarding new members and non-mutual aid System users to the Next Gen System Project Oversight Committee and Executive Board for future Governing Board action.

Pearce requested a motion and second on approving Recommendations 1-9 as presented and asked for further discussion; Hymel moved and Cusimano seconded.

Pearce asked Tackabery to present Agenda Item E2-A.

Tackabery said the 2014-15 Capital Projects approved in May by the Governing Board did not include the Next Gen System. With the approval of the parcel tax, this Report adds the initiation of Next Gen Project implementation with two recommended major procurements, namely a Consulting Services Contract and System Vendor Contract. The Consulting Services Contract would be funded in FY14-15 in the amount of \$207,000. Both contracts would reflect the Project as set forth in the Next Gen Radio System Feasibility Report and estimated budget accepted by the Governing Board on December 11, 2013.

Tackabery said the Consulting Services Contract included project and procurement management, implementation oversight, quality assurance and other services outlined in his report. The System

Vendor Contract would include all the requirements for building the System. The request is for MERA to contract with the County of Marin as lead agency for all phases of the Project.

Tackabery said, in consultation with the Executive Officer's Work Plan Committee, the following steps are recommended for the Consulting Services Contract.

The Executive Board is authorized to approve the Consulting Services Request for Proposal. Prior to Executive Board approval, DPW will route the draft Consulting Services Request for Proposal to each member agency and MERA staff for review.

The Next Generation System Project Oversight Committee will designate Committee and staff members who will serve on the Consulting Services contractor selection committee.

The County of Marin would award the Consulting Services contract for a first phase of work, through the System Vendor procurement, based on a contractor recommendation from the Next Generation System Project Oversight Committee and the Executive Board.

For the System Vendor Contract, the steps would be:

The Next Generation System Project Oversight Committee would review the Consulting Services contractor's performance and make a recommendation whether to continue with the same firm during project implementation.

The County of Marin would award the Consulting Services contract for the second phase of work, based on a contractor recommendation from the Executive Board.

The Executive Board would be authorized to approve the System Vendor Request for Proposal, based on a recommendation from the Next Generation System Project Oversight Committee. Prior to Executive Board approval, DPW would route the draft System Vendor Request for Proposal to each member agency and MERA staff for review.

The Next Generation System Project Oversight Committee would designate Committee and staff members who will serve on the System Vendor contractor selection committee.

Tackabery said Pearce requested inclusion of a representative on the Vendor Selection Committee from another County with experience with a like project. He will defer to the Project Oversight Committee for that appointment.

Tackabery concluded with the County of Marin would award the System Vendor contract to the contractor recommended by the Next Generation System Project Oversight Committee, Executive Board and Governing Board.

Proposed tasks for the Consulting Services Contractor include refreshing the existing Vendor RFP with the items listed on Page 3 and 4 of his staff report. Tackabery concluded with a request for approval of his estimated budget of \$207,000 in FY14-15 to proceed with DPW and Consulting

Services for Next Gen implementation. Pearce asked if Federal Engineering produced the vendor RFP funded by UASI. Tackabery said San Francisco was the lead agency for 6 Bay Area Counties for the Federal Engineering Feasibility Study to which was attached to the draft RFP. Pearce asked if there was any vendor participation in the development of this RFP. Nelson answered no. Tackabery said it was released broadly to vendors in each county but they were not involved in developing it. There was no bias involved. Tackabery asked Nelson if the other counties were using the RFP. She replied San Mateo and San Francisco had. Van Doren asked staff for lessons learned to date from these counties.

Pearce said given the age of the RFP, much as transpired technologically. Tackabery said the RFP asks vendors to provide a performance spec which would require them to provide the latest technology. Tackabery said while the RFP needs updating, there was a \$1.1M investment in the Federal Engineering work on it plus considerable staff time. He said it would be more beneficial for MERA to use it as a baseline versus starting from scratch. He added much of the Site and other data collected had not changed much. Pearce asked that MERA be assured there is nothing in it that would be pointed at one vendor. Tackabery said all parties should review it with this in mind, and it is not our goal to pre-select a vendor.

MacLeamy asked how many vendors are out there. Nelson responded there are two main manufacturers and probably about five that would work with others to respond at pre-bid. In response to Pearce, she said Raytheon would be one responder but they don't make a lot of the equipment, is more of an integrator and would likely subcontract with others. MacLeamy asked who would develop the vendor criteria selection. Tackabery said DPW would bring forth criteria to the Project Oversight Committee and it, along with the Executive Board, would sign off on them.

MacLeamy asked Chu about First Net. Tackabery confirmed First Net is data whereas MERA is a mission critical, public safety voice. At this time, we are not proposing a county-wide data system. Jeffries added First Net is data and limited voice which is very different from what we are building which is a mission-critical public-safety voice. Jeffries and Chu said First Net is in talking stages and way down the line. Nelson added she has been attending First Net meetings and agencies are being encouraged to build their LMR voice systems. First Net phases 1-4 are not considering mission critical voice. She said this is probably akin to Gen III. Tackabery said they will continue to monitor and be as compatible as possible.

Pearce noted that the AECOM timeline, while dated, provides us with a background on what we can expect. Tackabery said the timeline does not include new sites. The new vendor would have to take this into account along with site availability being factored into vendor design and system construction.

Pearce asked for public input. Hearing none, he asked for any further Board discussion and comments. Fox asked how each of the nine recommendations would be acted on, noting he is reluctant to have his Board commit to Number 3 which applies the Lando Formula to Next Gen System costs. He said the Formula was based on the best guess use of the System many years ago. We now have many years of data on System usage. Hymel said from the Finance Committee's perspective, maintaining the status quo was the best approach at this time regarding this issue. He said the Committee, at the time this was discussed, did not know whether Measure A had passed and whether the Formula would need to be revisited. The intention was not to re-open the Formula at this time. Fox said he felt comfortable with this revised wording. Neilan asked if this was

saying we would revisit the Formula at some point. Hymel said it does not preclude us from revisiting it but it is not being presented as an active effort. Neilan agreed that the Formula was established long ago, before the system was in use, and it would be timely to determine if the distribution still made sense for either Operating or Capital. Gaffney said the capital funding plan moves away from the Formula with the parcel tax which allocates costs to the beneficiaries, not the members. Fox said the Formula would still apply to Operating. Pearce said Recommendation 3 could be amended as a guideline which does not preclude us from revisiting it. Discussion followed as to how this issue would be brought up in the future. It was agreed that Recommendation 3 be eliminated. There were no public comments.

M/S/P Hymel/Cusimano to approve Recommendations 1, 2, 4, 5, 6, 7, 8, 9 and eliminating Recommendation 3.

AYES: ALL
NAYS: NONE
ABSTENTIONS: NONE
Motion carried.

3. Proposed Addendum to Original NBS Agreement to Provide Optional Post-Election Tax Administration Services for the Marin Emergency Radio Authority

Cassingham summarized her staff report noting MERA in 2013 had selected NBS to conduct its Parcel Tax Study. There was one of four proposals received. NBS's proposal was the most responsive and the work performed well, under budget and on time. With Measure A's passage, she revisited the four original proposals for their options to provide tax administration services. She found NBS's option to be very responsive, the services to be very comprehensive including providing an 800 number on the tax bills to answer Low-Income Senior Exemption questions, along with competitive pricing. She noted the one-time setup and documentation fee of \$4,500, first year administration fee of \$14,750, followed by a \$13,250 fee for years 2-5, renewable annually.

Gaffney said he reviewed the Addendum in detail with Cassingham. It is to MERA's advantage to engage the firm that developed the charge to do the work to administer it. Regarding the 800 number, there will be many questions asked about the exemption, especially the first time through, and it is important to have the firm that has the background on the tax to answer them. He felt the contract was favorable to MERA. Pearce confirmed the vetting of all proposals for procurement. There was no public comment on this item.

M/S/P Gaffney/MacLeamy to approve the Addendum from NBS dated December 10, 2014 to provide Post-Election Parcel Tax Administration Services for the Marin Emergency Radio Authority.

AYES: ALL
NAYS: NONE
ABSTENTIONS: NONE
Motion carried.

4. Report #2 from the Ad Hoc Subcommittee on Citizens Oversight Committee (COC) and Proposed Bylaws

Cassingham reprised her staff report noting the requirement for the Citizens Oversight Committee in the Measure A Tax Ordinance. Report #2 from the Ad Hoc Subcommittee incorporates Executive Board input to Report #1 on the COC Appointment Process and Membership Application. Also included in this Report are additional proposed qualifications and bylaws. Appointments will be made by the Governing Board followed by Board of Supervisors confirmation. One member will be appointed from each District. The Executive Officer will advertise and receive the applications and schedule public interviews. She summarized the membership qualifications and staggered term lengths. Duties would be as cited in the Tax Ordinance. Meetings will be public with reports sand minutes posted on MERA's website.

Cassingham said the proposed bylaws are modeled after TAM's COC Bylaws customized for application to MERA. She asked for comments. While the COC must be seated by June 30, 2015, she is anxious to begin solicitation of applications and initiate the appointment process. Pearce thanked the Ad Hoc Subcommittee for their work on this very important commitment made in Measure A. He said there are at least two people already interested in serving. MacLeamy asked how the outreach would be done. Pearce encouraged that the outreach be as extensive as possible. MacLeamy inquired about the Supervisors assisting with the announcements. Hymel said the County does press releases and will assist Cassingham with outreach. She said this information could also be placed on the Novato website. Cassingham will provide posting language for member websites. There were no public comments on this matter.

M/S/P Beedle/Tyrell-Brown to approve Report #2 from the Ad Hoc Subcommittee on Citizens Oversight Committee and Proposed Bylaws.

AYES: ALL
NAYS: NONE
ABSTENTIONS: NONE
Motion carried.

5. Other Information Items

None

F. Operations Reports (Tackabery)

1. Status/Work Statistics Reports (Chuck)

Chuck reviewed the reports for May, June and July 2014, which indicate about 800 hours per month of system activity with very few busies. He presented a Chart Comparison of Sundays in August Usage, noting the Napa earthquake on August 24. That Sunday, there was additional activity on our System at 22 hours versus a typical 18-19 hours. There were no busies on those Sundays. Hymel asked about monitoring for anticipated storm usage on December 11 and comparison with other storm events over the last five years. Chuck said we did the MERA System expansion after the 2008 storms. Hymel asked, given past experience, will the system perform as it should? Chuck confirmed it would given the expansion. Pearce added that the VHF overlay used by Fire during these events frees up a lot of space on the MERA System. Chuck said user

training has also helped a great deal. He said we do not anticipate any outages. Rojas added that the effect of high winds on our microwave towers is unknown, especially on the Sonoma County Tower. Pearce said all the preparation for this storm event places us in a high degree of readiness.

2. Other Information Items

None.

G. Open Time for Items Not on Agenda

Cusimano spoke about Measure A and the need to recognize 18 people. Personally and professionally, the Measure had to pass or the consequences for the MERA member agencies would have been dire, as well as for public safety in this County. The what-if was daunting. Without these people, the Measure would not have passed. Beginning with MERA's Outreach Consultants over the last two years and what the efforts of Jeffries and Anderson meant to us, we would not have made it without them and their public education and member outreach. He cited Mullen and Price's assistance with the public education effort and Measure A campaign, along with their predictions two years ago that were right on.

Cusimano said the campaign is \$13,000 over budget with its consultants working for free over the last month of the campaign, and they still gave it everything they had. He expressed his great appreciation for all Mullen and Price did.

The Campaign Committee met weekly and with Pearce's leadership, the commitment and efforts of Katie Rice and Linda Barnello, Tom Roach of Marinwood Fire, Craig Tackabery, Jason Weber, Ken Martin, Bob Briar and Bill Hogan provided key input and support over the last three months before the election. Cusimano offered this recognition and thanks to them. During the campaign, names were put on the Measure and campaign, and we had to own it. Matthew Hymel, Sheriff Doyle and Supervisors Kinsey and Rice were right there with us to get this through.

Cusimano said he did not realize how fragile MERA was as an organization and Cassingham is the glue that holds us together. Without her, we wouldn't have made it. He thanked her for all she did along with her campaign contributions.

Finally, Co-Chairs Tom Roach and Larkspur Mayor Larry Chu put at least 30 hours per week for the last 3 months of the campaign. Measure A passed by 398 votes because of what they did. Roach and Chu did all they could and he is proud of everything that went into the Measure's passage.

Tait commented on Federal Communications Commission Docket #13-86 released on October 24, 2014, which included a number of changes to the rules governing the 700MHz public safety narrow band spectrum. He has reviewed MERA's agendas, minutes and reports from July of this year and did not see any reference to this Docket. The Commission's Notice of Proposed Rule Making, which was issued in 2013, sought comments on several proposals to amend the Rules so he thought he would get these comments on the record. Some of these new Rules are relevant to replacement and refinancing of our current radio system. First, the December 2016 date requiring narrow banding has been eliminated. In addition, technical rules for the band have been updated for a capacity particularly for licensees relocated to T-band systems such as MERA. The Commission also eliminated the December 2014 as the interim deadline for manufacturers to cease marketing, manufacturing and sale of 700MHz equipment not capable of operating at 6.25 Kiloherz efficiency. Commenting parties almost universally supported eliminating the deadline. Most importantly, most commenters also expressed reservation about current

maturity of the 6.25 Kilohertz technology, pointing out that there is no unit-to-unit standard yet. Even more important, Motorola advocated a one-year delay. In your September 2014 Finance Committee meeting, Gaffney said he envisioned project financing with a parcel tax and not having to sell all the bonds right away. In view of the FCC Rule changes, he recommends that MERA not sell any bonds until the 2010 AECOM Design Report is updated. This Report will be 4½ years old. Also, he thinks to implement it, the Report needs to be updated to take into account these changes.

Pearce confirmed there were no further comments.

H. Adjournment

The meeting was adjourned at 4:34 p.m.

Respectfully submitted,

Maureen Cassingham
MERA Executive Officer and Secretary