

# **MARIN EMERGENCY RADIO AUTHORITY**

c/o Novato Fire Protection District  
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**Draft: 4/9/15**

## **GOVERNING BOARD**

### **Minutes of March 25, 2015 Regular Meeting**

#### **Call to Order and Introductions:**

The meeting was called to order by President Pearce on March 15, 2015, at 3:31 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	Tricia Seyler (Alternate)
Town of Corte Madera	Roger Sprehn (Alternate)
Town of Fairfax	David Cron (Alternate)
City of Larkspur	Robert Sinnott
City of Mill Valley	Angel Bernal
City of Novato	Jeanne MacLeamy
Town of San Anselmo	Debra Stutsman (Alternate)
County of Marin	Matthew Hymel
City of Sausalito	John Rohrbacher (Alternate)
Town of Tiburon	David Hutton (Alternate)
Bolinas Fire Protection District	Anita Tyrrell-Brown
Inverness Public Utility District	Jim Fox
Kentfield Fire Protection District	Paul Smith, Ron Naso (Alternate)
Marin Municipal Water District	Bill Hogan
Marinwood Community Services District	Thomas Roach
Novato Fire Protection District	Lj Silverman (Alternate)
Ross Valley Fire Service	David Weinsoff
Southern Marin Fire Protection District	Martin Langeveld
Tiburon Fire Protection District	Richard Pearce

#### **Governing Board Member Agencies Absent:**

Town of Ross  
City of San Rafael  
Marin Community College District  
Marin Transit  
Stinson Beach Fire Protection District  
Central Marin Police Authority

**Staff Present:**

NERA Executive Officer  
NERA General Counsel  
NERA Deputy E.O. – Next Gen Project  
NERA Admin. Assistant – Next Gen Project  
Communications Services Mgr. (DPW)  
Recording Secretary

Maureen Cassingham  
Trisha Ortiz  
Dave Jeffries  
Alex Anderson  
Shelly Nelson  
Jennifer Schwarz

**Guests Present:**

Sydney Bass

Bolinas Fire Protection District

A. 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) Minutes from December 10, 2014 Governing Board Regular Meeting
- 2) Update on Bay Hill Tower and Site Sublease
- 3) Update on Measure A Validation Action
- 4) Proposed Resolution of s the Governing Board of the Marin Emergency Radio Authority Establishing a Citizens Oversight Committee (COC) for Review of Expenditures of Measure A Parcel Tax Revenues

Cassingham asked to remove Item 3 from the Consent Calendar for an update.

*M/S/P Hymel/Langeveld to approve Consent Calendar Items 1, 2 and 4 as presented.*

AYES: ALL

NAYS: NONE

ABSTENTIONS: NONE

Motion carried.

Cassingham updated Item 3 on the status of MERA's Validation Action noting its purpose is to confirm that Measure A is a legal, valid and binding ordinance upon which bond financing can be based. She said when Bond Counsel was seeking a hearing date last week, the Court requested supporting documents first in lieu of a hearing. Counsel will prepare and file the documents by April 3. Pearce added that the Validation Action should assure MERA of a more favorable interest rate on its bonds.

*M/S/P Sinnott/Langeveld to approve Consent Calendar Item 3 as updated.*

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

B. Executive Officer's Report (Cassingham)

1) Proposed Agreement By and Between the Marin Emergency Radio Authority and the County of Marin for Implementation of Measure A

Cassingham reported that this was supposed to be distributed under separate cover as it was still under development by County Counsel and Staff and MERA General Counsel and Staff when the agenda packet was sent out. She said, based on prior discussions with County Staff, Ortiz and she began work on the draft in early February. Intention of the agreement is to provide for the transfer of Measure A Parcel Taxes and commemorate MERA's commitment to provide tax administration services. Based on direction from the Executive Board on February 4, staff was on track to prepare a separate agreement to implement the Next Gen Project. The agreement was to be either a stand-alone agreement or amendment to an existing agreement to establish MERA as the Project Owner and the County's role as Project Manager to implement the Project on MERA's behalf.

On March 17, there was an extensive conference call between MERA, County Counsels and staff on the drafts Ortiz had prepared and staff had expected the Measure A implementation to be ready for today's meeting. Since this call, there has been discussion about folding these agreements into one document. What Cassingham is seeking is further clarification and direction from the Governing Board on how to proceed. She asked Ortiz and Hymel if they had anything to add.

Ortiz said the documents provided to the County were for the transfer of taxes and tax administration and an amendment to an existing contract between the County and MERA to further clarify the roles of the County and MERA with respect to the implementation of the Next Gen Project. We are seeking direction at this point as to how to move forward. Hymel said more time is needed to finalize these agreements as they are the next steps from the conceptual MOU between the County and MERA for the Project. He would like to go to his Board once on this. His initial thought was to have both matters addressed in one agreement that would replace the MOU. If this is not comfortable with MERA, possibly the two separate agreements could be aligned at the same time for presentation to the Board of Supervisors. He said more time for the lawyers was needed to figure out the best approach but there should be no problem in reaching agreement.

Pearce favored separate agreements, one for the administration of the tax and one for the Next Gen Project. He supported coordination of the presentation of both at one time. If there are issues with one or the other, they can be separated. Ortiz commented that the Next Gen agreement amendment was intended to clarify roles with the Project and combining the two agreements muddies that concept to some degree. Pearce said marrying them makes it more complicated should issues arise going forward. Smith said with all the work by MERA

preceding Measure A, it was in the MERA Governing Board and citizens' best interests that there be clean, clear documentation on Project implementation and Measure A implementation. Pearce said it was important to document where the parcel tax money was going and how the Project would be managed.

Smith asked Ortiz to clarify the roles of the Project Oversight Committee and MERA Boards. She said these bodies have relationship to the implementation of Measure A. The County will transfer the parcel taxes to MERA for the Project, and MERA will be responsible for all the related reporting requirements under the law and administration of the collection. Formation of the Citizens Oversight Committee is an additional requirement that moves forward irrespective of these two agreements. Tyrell-Brown clarified with Counsel that collection of the taxes is the responsibility of the County. Any failure to pay would be addressed by the County. Ortiz further clarified that it is MERA's responsibility to provide correct tax roll information for the County to act on.

Hymel said there is shared interest between the parties to be as clear as possible in addressing these matters. There is agreement on this and it is just about how we go back to the Board of Supervisors. The County Finance Director supported one agreement and the bond community would prefer to see everything covered in one place. Ortiz said there was some confusion about the tax transfer and bond financing. The draft agreement provides for the transfer of parcel taxes with no debt service to be paid initially. When bonds are issued to which parcel taxes are pledged, this agreement would become subordinate to that. An agreement drafted by bond counsel will supersede what we are doing now, which is to use the taxes for initial pay-as-you-go Project costs before bonds are issued.

Pearce asked Cassingham what is needed now to proceed. She said direction as to the Board's preference for either one or two agreements would permit finalization with County Counsel and staff for presentation at the May meetings. Hymel said he would be fine if two agreements was the direction from the Governing Board and legal counsels would work it out.

*M/S/P Hogan/Smith to direct preparation of two separate agreements to (1) implement Measure A and (2) establish roles for the implementation of the Next Gen Project.*

AYES: ALL

NAYS: NONE

ABSTENTIONS: NONE

Motion carried.

2) Report from the Next Gen Project Oversight Committee (Jeffries)

Jeffries summarized the NGPOC's first meeting on March 18, noting Cusimano's appointment as Chair and Brown's selection as Vice Chair. He and Tackabery made a presentation on the Committee's tasks, workflow and timeline. The first major task is to review proposals, interview and recommend the selection of a Wireless Communications Consultant to the Executive Board. Sheriff Doyle, Chief Cusimano and Chief Pearce will serve on the Interview Committee, along with County and MERA Staff. A pre-bid meeting for proposers is scheduled for April 2 with bids due by the end of April.

The Consultant's work is two-phased, one to update the 2010 Vendor RFP and the other to assist with vendor selection. There being no questions, this report was accepted as informational only.

3) Proposed Tomales Telecommunications Facility Project

- a) Resolution of Necessity RE: MALT Agricultural Conservation Easement
- b) Amendment of Deed of Agricultural Conservation Easement and Development Rights by Marin Agricultural Trust and MERA and MALT Settlement Agreement
- c) Parks Family Communications Site Lease Agreement
- d) Verizon Access Road Maintenance Agreement

Cassingham said the proposed documents are the underpinnings for one of the four additional sites contemplated as part of the enhanced coverage of the Next Gen Project. In November 2014, the Executive Board reviewed these documents and recommended, in concept, Governing Board approval, subject to negotiation of final language. Very recently, Mrs. Lois Parks passed away and as a result, title to the property has changed requiring updating the documents and new signatures. Staff was hoping all the revised documents could be presented today but that was not possible. She offered condolences to the Parks Family and said submission of the documents to the Governing Board by the May 13 meeting was now the plan. Pearce confirmed with Ortiz that the agreement is with the Parks Family Trust and it will fall to who can now sign on the Trust's behalf.

4) Other Information Items

Schwarz announced that the deadline for filing of FPPC Form 700 by Governing Board Members with the County is April 1 and some filings are still outstanding. She can provide hard copies of the forms and instructions for filing electronically.

Cassingham recognized Jeffries' work on media releases and Member outreach on the Measure A Low-Income Senior Exemption and solicitation of applications for the Citizens Oversight Committee. April 3 is the deadline for COC applications. We are seeking Member help in identifying interested people. Information is available on meraonline and through another advisory release to Governing and Executive Board members on March 26. No applications have been received from Districts 4 and 5.

C. Operations Reports

1) Status/Work Statistics Reports (Chuck)

Nelson reported that with the expansion of the current system several years ago, we have achieved less than three seconds busies. The System is working well with the additional frequencies.

2) Other Information Items

None.

D. Open Time for Items Not on Agenda

Naso reiterated his ongoing concern about the coverage dead spots with the current System. He asked that a report on this be agendized in the next few months with an update on how we are doing in addressing them.

E. Adjournment

The meeting was adjourned at 3:54 p.m.

Respectfully submitted,

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Maureen Cassingham  
Executive Officer and Secretary

**NEXT:**

NERA Governing Board Regular Meeting  
Wednesday, April 22, 2015 – 3:30 p.m.