MARIN EMERGENCY RADIO AUTHORITY

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BOD 5/16/12 Agenda Item C-1

Draft: 1-13-12

BOARD OF DIRECTORS

Minutes of December 14, 2011, Regular Meeting

Call to Order:

The meeting was called to order by President Revere on December 14, 2011 at 3:32 p.m. at the Novato Fire Protection District's Administration Office, Heritage Conference Room, 95 Rowland Way, Novato, CA 94945.

Board Members Present:

City of Belvedere	Tricia Seyler (Alternate)
Town of Corte Madera	Roger Sprehn (Alternate)
Town of Fairfax	Chris Morin
City of Larkspur	Robert Sinnott
City of Mill Valley	Angel Bernal
City of Novato	Jim Berg (Alternate)
Town of Ross	Tom Gaffney
City of San Rafael	Chris Gray
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	Scott McMorrow (Alternate)
Kentfield Fire Protection District	Paul Smith and Ron Naso (Alternate)
Marin Community College District	Todd Kidder (Alternate)
Marin County Transit District	David Rzepinski
Marin Municipal Water District	Bill Hogan (Alternate)
Novato Fire Protection District	Marc Revere
Ross Valley Fire Service	Roger Meagor
Stinson Beach Fire District	Kenny Stevens (Alternate)
Tiburon Fire Protection District	Richard Pearce
Twin Cities Police Authority	Todd Cusimano

Board Members Absent:

Town of San Anselmo
Marinwood Community Services District
Southern Marin Fire Protection District

Staff Present:

Maureen Cassingham	Executive Officer
Jim Karpiak	General Counsel
Craig Tackabery	MERA Operations Officer/ County Assistant Director-DPW
Richard Chuck	County Communications Engineer
Denise Wade	Recording Secretary

Guests Present:

Dan Hom	NFPD Finance Director
John Maher	Maher Accountancy
Dick Nielsen	Senior Engineer, CBG Communications, Inc.
Tom Robinson	President, CBG Communications, Inc. (via conference call)

Introductions

President Revere requested self-introductions by MERA Board Members, Alternates, Staff and Guests.

A. Closed Session

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

President Revere noted the meeting of the Executive Officer Work Plan Committee to review Cassingham's performance over the last year. They determined that the work performed was absolutely outstanding. Hearing no request for a Closed Session, Revere asked for consideration of the following matters:

1) Proposed Amendment No. 6 to Agreement for Professional Services with Regional Government Services Authority
Status of Completion of 2011 Executive Officer Work Plan
Proposed Executive Officer 2012 Work Plan

M/S/P Hymel/Cusimano to approve the Proposed Amendment No. 6 to the Agreement for Professional Services between MERA and Regional Government Services, which continues the Executive Officer's services from January 1, 2012 through December 31, 2012 at the same hourly rate and average weekly work hours of 15 and recommend approval of Proposed Executive Officer 2012 Work Plan as presented.

AYES: ALL
NAYS: NONE
Motion carried.

B. Consent Calendar

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

1) Resolution of Commendation – Former MERA Operations Officer Farhad Mansourian

2) Minutes of May 18, 2011 Board of Directors Meeting

3) 2011 Annual Progress Report on Authority Operations and Activities

4) Proposed Resolution Authorizing Destruction of Certain Records per MERA's Records Retention Schedule

5) Proposed MERA Additional Radios Policy and Procedures

6) Final FY10-11 Audited Financial Statements and Auditors' Report – Maher Accountancy

Cassingham noted that Auditor John Maher was in attendance to summarize the FY10-11 Audited Financial Statements and to answer any questions. She also introduced NFPD Finance Director Hom and thanked him and his Finance team for all their tremendous help to Maher and her throughout the year. They have been great assets to MERA's operations. She also expressed thanks to Denise Wade for all her assistance and going above and beyond the call of duty.

Maher referred to Page 1 of the Auditors' Opinion which states that the Auditor has complied with all applicable professional standards in conducting the Audit and that their opinion is clean. They issued a brief report covering required communications and noted no deficiencies were identified. MERA is a gold star from a financial-statement point of view. Pages 2 through 5 provide an overview in comparison to last year. Page 4 compares Revenue and Expenses to the prior period. Member contributions have gone down as have some expenses. There is a decrease in 2011 of net assets of $386,508. He further noted about $2M in depreciation which, if you add it back and deduct capital outlay and debt service, this would be a comparable number that the Board would be used to seeing. The net number in real usable assets has gone up in the last year. The numbers also reflect a principle payment only on the debt due to the first full year of refunding. Future negative numbers will be mainly depreciation numbers. On Page 26 is a Schedule of Member Operating and Service Payments. On Page 27 is a Debt Obligation Overview noting that there is about 10 years left on the Bonds and Note.

There being no questions, Maher closed by thanking Cassingham for great response and Hom and his team for their responsiveness and great order.

M/S/P Pearce/Gaffney to approve Consent Calendar Items 1 through 6.

AYES: ALL
NAYS: NONE
Motion carried.

Revere said that, in addition to today's Resolution of Commendation for Farhad Mansourian, he thanked the Board Members for donating money to provide a plaque on behalf of MERA at Mansourian's retirement event on October 21. He noted the function was very dignified, 3 to 4 hours in length and very impressive. In his presentation of the plaque he thanked Mansourian for his service to MERA and all his help over the years.

C. Officer's Report (Cassingham)

1) Report #5 on Strategic Plan Implementation – Proposed Actions On:

- MERA's Vision Statement
- Core Values
- Principles of Governance
- New Governance Structure
- Process for Strategic Plan Revision
- Revisions to Outreach Sections of the Strategic Plan
- Receiving and Filing Reports #3, #4, and #5 on the Strategic Plan Implementation

Cassingham summarized Report #5 as the culmination of efforts to date of the Governance Work Group, Outreach Subcommittee, Finance and Executive Committees over 15 plus meetings in 2011. She noted the action items developed by them are before the Board along with the Executive Committee's recommendations. These items are MERA's Vision Statement, Core Values, Principles of Governance and New Governance Structure that will be presented in detail by Nielsen and Robinson. She reported on the work to date by the Finance Committee including developing a preliminary analysis of possible funding sources for the next gen system and commissioning of a 700 MHz system Feasibility Study by DPW that will provide more detailed cost data, project timelines and other information critical to development of a financial plan. The Study is nearing completion, which will allow their financing plan work to proceed.

Cassingham summarized the Outreach Subcommittee's work to date, which includes a process for future Strategic Plan revisions and proposed revisions to the Outreach Sections of the Strategic Plan. They are also working on documents to improve internal communications, namely a MERA Fact Sheet and FAQs.

Cassingham summarized what the Board can act on today, which are the Vision Statement and Core Values. Staff will be seeking direction in concept regarding the proposed Principles of Governance and New Governance Structure. With that, MERA's General Counsel will prepare a first draft of the revised JPA Agreement which will be vetted through the Governance Work Group and Executive Committee followed by Board consideration either at a special meeting or at their next regular meeting on May 16. She introduced Robinson and Nielsen who have been with MERA throughout the development of the Strategic Plan and facilitation of the deliberations of the Governance Work Group in 2011. She referenced the Revised Governance Work Group Review - November 2011 Final Draft - attached to her staff

report which details the background on their recommendations. Cassingham suggested stopping after the presentation of each item for questions and Board action.

Robinson introduced a PowerPoint presentation which summarizes the process Governance Work Group went through and the document prepared by Governance. The second slide acknowledges the Group Members and all their hard work over the last 10-11 months in looking at various ideas, permutations and best practices. The slides summarized the Plan's charge for the Group beginning with a Vision, Core Values and Governance Principles which gave a foundation for looking at a proposed New Governance Structure.

Nielsen said the Group's work began by reviewing the current governance structure wherein all members have an equal vote. They reviewed whether current Board members are effective advocates for their agencies, whether they had the differing expertise for effective decision-making and whether Members can balance their agencies' needs with the needs of all the agencies. He noted that 5 agencies represent 80% of system use and is this factored into governance and operations. Governance discussed whether a large governance structure can quickly and effectively respond to MERA's needs. They determined that future governance needs to leverage strengths, overcome weaknesses, address new challenges and allow pursuit of opportunities. Future governance considerations included whether smaller size was better, large contributors equaled greater vote, whether the significance of financial commitment related to size should warrant an equal vote and whether combined representation be continued for functionally combined or geographically similar entities like those on the Executive Committee. The Governance Work Group looked at potential Board composition of elected officials, city managers, district heads or subject-matter experts.

Nielsen noted last year's Initial Board Self-Assessment Survey results which found one-half of respondents disagreeing that the Board had a consensus vision on where MERA was heading over the next 3-5 years. Other findings included the need to look at how the governance structure could positively impact fiscal management, funding development and fiscal planning. He said Governance also reviewed the best practices of like multi-jurisdictional governmental authorities including the Alaska Land Mobile Radio Communications Authority, RiverCom-Chelan and Douglas Counties (Washington) Clark Regional Emergency Services Agency, Interagency Communications Interoperability System (Los Angeles County) and Orange County's (California) 800 MHz Countywide Coordinated Communications System. Nielsen provided a handout and summary of these systems.

Robinson said Governance worked through all this information, reflected on the Board-approved Mission Statement which sets forth who we are and what we do and began work on a Vision Statement which describes what the organization should look like as it successfully implements its strategy and achieves its full potential. Governance shared the draft Vision Statement at the Joint Strategic Plan Committees meeting in September. Robinson presented the draft Vision Statement as follows:

> "MERA provides essential communications between and among local and regional public entities that serve all facets of public safety, including Fire, Police, Public Works, Special Districts, Transportation and other Emergency

> Responders, to facilitate the protection of lives and property and enhance the safety of citizens, workers and visitors."

He noted that the Executive Committee recommended the Statement to the Board as drafted by the Governance Work Group. Revere said each of these matters were acted on separately and recommended by the Executive Committee. He invited questions and comments. Smith suggested the addition of "Marin" before the words "public safety." Pearce said the proposed wording placed emphasis on interoperability with surrounding agencies plus its inclusiveness could help with future funding opportunities. Smith concurred and he appreciated the clarification. Revere noted that this is a working statement that can be added to later. The inclusion of "MERA" does reference Marin.

M/S/P Pearce/Hymel to approve the proposed Vision Statement.

AYES: ALL
NAYS: NONE
Motion carried.

Robinson introduced the draft Core Values, also known as the organizational code of behavior. It answers the question what service, operational and other attributes, does or should MERA, and by association, its individual members, hold in highest regard. These Values also speak to how or should MERA conduct its functions in the most effective manner and how or should it treat its members, internal and external stakeholders.

Governance originally started with 10 Core Values and combined them to the following 6.

> **Leadership** – To set by example the standards we expect others to follow
>
> **Integrity** – To maintain the highest ethical principles and act in a completely transparent manner that merits respect and confidence
>
> **Diversity** – To respect the individual differences that provide a source of strength and enable a persistent team approach to identify and overcome obstacles
>
> **Empowerment** – To encourage responsible decision-making at all levels
>
> **Continuous Quality Improvement** – To continually strive to deliver the highest quality, responsive, timely, constantly-improving public service to both internal and external clients
>
> **Fiscal Responsibility** – To promote sound, fiscally-minded decision-making at all levels, without compromising service

Robinson noted that Fiscal Responsibility was last in that it represents the organization's bottom line. Revere asked for discussion. Meagor inquired about the Diversity value getting

back to governance needing to adequately represent all the members. Revere said for MERA to be successful, all the members need to be respected and asked for suggestions to the Core Values to make sure that is understood. Pearce said that this is a transition requiring the trust of all and the equal treatment of large and small agencies. There needs to be a level of trust and this is the "Republic of MERA". We need to move forward and address what is and isn't working. Much of the hard work is being done in small groups which will continue and he is confident the process will work. Meagor said he is not lacking confidence that this is an organization that makes sure it is meeting the needs of all its members, not just a majority vote. We have to try to make it work for all. Pearce said if we need to add another value to address this, we should.

Robinson said the intent of the Diversity Core Value, which was the longest wording-wise, was to identify individual differences as a source of strength and that a persistent team approach from all the members was needed to address obstacles. He said wording could be added like "regardless of size or contribution", to emphasize the value of all members. Revere said the values should be in alignment with the Mission Statement, which seems to be the case, and if we are happy with the Mission Statement, we are there! Gray noted that smaller agencies' needs, like Pearce's, are being addressed, and while we need to prioritize our efforts, there has been an honest effort to address the needs of all regardless of whether an agency has 2 or 2,000 radios. He referred back to Revere's comments about the need for alignment between the Values and the Mission Statement and emphasis on the basic tenet of respect between members. Revere confirmed that the Mission Statement did not need to be revisited. Smith reflected that Meagor's point had been to respect individual agency differences, which is the nuance between individual members and member agencies.

M/S/P Gray/Cusimano to approve the Core Values as presented.

AYES: ALL
NAYS: NONE
Motion carried.

Robinson presented the background on Principles of Governance as the organization's approach to governance which includes administration, direction, supervision, service, representation and exercise of authority. Governance needs to achieve MERA's goals and meet the needs of its members. The Governance Work Group defined MERA's members as its owners. The Group looked at the principles of existing governance noting the Board's role as setting long-term goals, supervising and setting the Executive Committee's plan and monitoring its performance and progress. The Group defined the Executive Committee's role as reporting to the Board on its oversight of day-to-day administration through the delegation of administrative and operational authority to the Executive and Operations Officers, respectively. If a new governance structure was approved, Governance has proposed principles that are consistent with that model.

Robinson said the Work Group considered a number of structural options such as keeping the current size of 25, reducing the size similar to the current Executive Committee and reducing the size to 7 to 9 members which is the historically-optimum size of other Boards. Like

organizations' Boards vary from 5 to 9 members. Ultimately, after significant discussion over many meetings, the Work Group determined that MERA's full Board should stay intact, vote on budgets and indebtedness and retain final authority over MERA, while a 9-member Executive Board be created to develop policy, provide direction and monitor performance and progress in meeting the mission, and attaining its vision and long-term goals within the Board-approved budget. The current Board would, in essence, delegate its responsibilities to the new Executive Board as it moves forward with the next generation system while retaining ultimate control over the Authority.

The Work Group analyzed a variety of options for new Executive Board composition including governors and users, basic qualifications for Executive Board membership and elected officials participation. After input from the Finance Committee and Outreach Subcommittee, Governance determined not to propose a distinction between Governors and Users, not to set specific qualifications for Executive Board Members and not to recommend that elected officials participation on the Executive Board be mandated. Governance supported MERA providing information to Members on what Executive and current Board Members are expected to do and know. Additionally, Governance recommended that at least some Board Members or members of an Election or Oversight Committee be elected officials. Elected Officials should be involved at some level, especially if citizens will be participating in the funding of the next gen system.

Robinson said, after review of all the input and suggestions, including those from the Finance Committee and Outreach Subcommittee, the Governance Work Group reached consensus on creation of a 9-member Executive Board composed of Marin County, City of San Rafael, City of Novato, County Sheriff, Police (all Departments and Authorities), Fire (all Departments, Fire Protection Districts and Fire Services, both large and small), Southern Marin Cities (Cities and Towns of Sausalito, Mill Valley, Tiburon and Belvedere), Ross Valley Cities (Corte Madera, Fairfax, Larkspur, Ross, and San Anselmo) and Special Districts (Marin Community College District, Inverness Public Utility District, Marin County Transit District, Marin Municipal Water District and Marinwood Community Services District). He noted that in many ways Governance structured the Executive Board like the current Executive Committee. The 9 slots represent all of the agencies on the full Board. Regarding individual members for the slots representing the County, San Rafael, Novato, Southern Marin Cities and Ross Valley Cities, the Work Group recommended either the County Administrator and City Managers respectively or an elected official from the respective governing bodies. The City Manager or elected official from the Southern Marin Cities and Ross Valley Cities would be elected perhaps on a rotating basis from the members of each group.

Governance recommended a rotating member for the Police and Fire slots from their respective Chiefs' Associations. Special Districts would be represented by a rotating member selected by a vote of the Special Districts in that slot.

Robinson summarized that the proposed 9-member Executive Board would assume all the duties and responsibilities of the current Executive Committee, as well as all duties and responsibilities of the full MERA Board, except for approval of budgets and approval and modification of indebtedness. The full 25-member MERA Board will still have ultimate

control of the Authority. Members of the Executive Board, to be effective representatives, would have to have good and constant contact with the agencies in their slots.

Robinson covered how the Principles of Governance would change with the creation of an Executive Board. While the full Board would retain approval of the budgets and indebtedness and overall control over the Authority, the Executive Board would set policies and goals, report to the full Board annually on day-to-day administration, supervise and set the work plans of the Executive and Operations Officers, delegate administrative and operational responsibility to the Officers respectively, and monitor their performance. He summarized that all these recommendations represent nearly a year's work by the Governance Work Group dealing with very difficult questions about governance, which has been in place for over a decade, as MERA prepares for the next gen system. Governance feels that this is the best way to proceed into the future.

Hymel provided additional overview and augmentation to this presentation by noting considerable discussion about the future of MERA and its challenges. Our current strategy for funding the next gen system would be a broad-based parcel tax which would need all the members' support. The new Executive Board will need to be more efficient and agile than the current structure dealing with the maintenance mode. The idea is to keep every member involved in the funding but that we would be more efficient by having an Executive Board deal with the day-to-day and commit to really understanding the organization and working through issues without the redundancy that we have now with the Finance and Executive Committees and full Board.

Revere noted that this represents a huge change but that it deals with the cumbersomeness of moving issues forward. Hymel said he would characterize this as a revised governance structure versus a new one, more a tweak than an overhaul. Tyrell-Brown asked for clarification about the issue of governance giving adequate recognition to the greater the financial contribution, the greater the ability should be to impact decision-making. She understands the concept but what smaller agencies like in West Marin contribute is proportional to their budgets. Her agency's contribution represents 5-6% of their budget which is substantial in their operation. Separating finance from operations may not work for smaller agencies. She is curious as to how that greater impact is taking place for the larger agencies. Hymel said the concept was if you have an Executive Board that is representative, anything they would develop would have to address the needs of the full Board. For example, the Special Districts representative would be looking out for the interests of those agencies, but if they felt they weren't being represented, they could vote as members of the full Board. Gray said the proposed structure allows for multiple Fire votes coming from different areas and it would be a remote circumstance where there would be minority issues. It goes back to serving the greater good and any differences could be resolved. There are at least 5 Fire in the 9-slot construct so issues could be representationally resolved before going to the full Board. Hopefully, these issues would not come up because - a life is a life - which is what MERA is all about. Pearce said all the members are sensitive to financial issues. Hymel said the issue is for us to be successful so we need to be broad based, not weighted. Our strength is that we are all in this together.

Gaffney suggested that the appointment of representatives be left up to each group, be it rotational, limited terms, or until the agency decides to replace them. Rotation is not conducive to consistency of representation, which is important. Hymel agreed. Rzepinski asked for clarification about Special Districts and noted that the members in that slot are so different. Communications between the representative and those broad-base members could be a challenge and potentially cumbersome which concerns him. He wondered how that would work for the Transit District. Cusimano said this was talked about in Outreach and that structure is perfect for where we are headed over the next 3 years because it will force us to communicate. Currently, we are not doing a good job of this and this will force individual agencies to communicate and get the message out to those groupings. Gray said this will keep us from being proprietary or separate. Meagor said potentially this makeup might serve us better than 25 members in a room trying to figure something out. These 9 objective people might better understand the issues than you. Gray said this should promote a higher level of engagement. Hymel said representatives should not be there for a single agency but for all of their group. Meagor said 10-12 years ago there were issues with certain members about "this is the way we are going to do this", but we have come a long way since then. Tyrell-Brown agreed.

Revere said it all comes back to the Mission Statement and not any one agency. It is about units being able to communicate when responding to incidents and reciprocity of communications. An area like Tiburon, which is lacking in communications, is an issue for all of us. Gray said it's all about interoperability.

Smith said this may be an issue for Counsel, but how does the Board retain ultimate control over the Authority and what is the mechanism. He inquired if it would take a full Board simple majority or 2/3 to amend the JPA. Cassingham said the current JPA language requires 2/3 of all members to amend the JPA, which could be used in the revised JPA. Karpiak clarified the question as being what would be the mechanism by which the Board would exercise its ultimate control. Smith said yes. Karpiak said it would have to be designed possibly in the form of a Board-approved work plan for the Executive Board. Robinson said the full Board's course of action, if it determined that the Executive Board had gone off course, would need to be addressed in the revised JPA. Karpiak said the Governance Work Group did not address this. He clarified that the amended JPA was not proposed to change the 2/3 vote requirement for amendments. At this point, he said it is not clear how the full Board would exercise other control over the Executive Board beyond the budget and indebtedness. Smith asked if the Executive Board would be empowered to make amendments to the JPA or would changes still go to the full MERA Board. Hymel clarified that the full Board is still the full Board and they would approve the annual work plan for the Authority. They would be, under this proposal, delegating the oversight of day-to-day operations to the Executive Board. He asked if there is a mechanism to "undelegate" that authority if the full Board so chose.

Revere said much of this is broad-brush at this point and what is being requested is approval in concept so that revisions can be prepared for further review. Gaffney said the 2/3 vote to amend the JPA would have to change since the Executive Board will have 9 members. Hymel said Executive Board members may not be full Board Members. Gaffney suggested a simple majority of the Board to amend the JPA. Pearce asked if he was looking at a mechanism for

an individual agency or a group of individual agencies to convene the Board if there is disagreement with the Executive Board. Smith said he is looking for a mechanism for all governance to be retained with the full Board. Hymel clarified that it is how this gets exercised is the mechanism we are looking for. Smith agreed and Hymel said General Counsel will flesh this out. Karpiak said he can provide options for the Governance Work Group to consider. Robinson said the Work Group had not considered this and the final authority issue resting with the Board came from Counsel as the Executive Committee was considering the proposed Executive Board structure.

Revere asked if direction could be given in concept on the New Governance Structure and revised Principles of Governance.

M/S/P Gaffney/Hymel to approve the proposed New Governance Structure in concept, as presented, along with the revised Principles of Governance, with the proviso that the Board will review it again.

AYES: ALL
NAYS: NONE
Motion carried.

Smith asked if the amendments to the JPA can be made by members of this Board or do they have to go to the member agencies governing bodies. Karpiak clarified that the members of the Board would make this decision. JPA changes would require 2/3 vote of the members of the Board after being noticed to all the members of the Board. Hymel said members may choose to go back to their governing bodies but a member agency resolution is not required.

Robinson reviewed the next steps in process to implement the New Governance Structure. After Board approval in concept, Board members will consult with their agencies regarding the draft JPA changes and the full Board will be convened at a regular or special meeting to approve the structure as presented with changes or not approve. The goal however, after all this work, is to develop a revised governance structure that meets the needs of all members.

Robinson presented the Governance Work Group's recommendations on funding and voting formula for Finance Committee review including revisiting the Lando Formula, consideration of a system that enables payment for system usage, development of a combination of funding mechanisms to pay for the next gen system and involvement of elected officials in governance in some way if voted funding is part of the financing plan.

Cassingham said with the approval in concept of the new structure, she and Karpiak will work on a draft of the JPA revisions for presentation to the Governance Work Group. With their input, it will be presented to the Executive Committee in March and to the Board on May 16 or at a special meeting. 30 days notice to the Board Members is required for this matter. Members will be provided the draft revisions to share with their respective agency boards. Hymel suggested the regular May 16 Board meeting given the work required between now and then to develop and receive input on the revisions. Tyrell-Brown noted that some member agencies only meet once a month and sufficient time will be needed to get this matter before

their governing bodies. She will want to get this before her Board for their input. Cassingham said she will produce a draft timeline for the proposed JPA revisions for the Board Members to help them schedule it for their agency meetings.

Cassingham said the Governance Work Group, Finance Committee and Outreach Subcommittee, at their September 20 Joint Meeting, agreed to recommend an accelerated schedule of Strategic Plan review and revision from the Board-approved three-year cycle to an annual process. The process they recommended is that any MERA Member, Work Group, Subcommittee or Committee may submit Plan changes to the Executive Committee which will review and recommend revisions to the Board for approval at its December meetings.

M/S/P Cusimano/Bernal to approve the proposed process for Strategic Plan revision as presented.

AYES: ALL
NAYS: NONE
Motion carried.

Cassingham summarized the changes to the Outreach Sections of the Strategic Plan recommended by the Outreach Subcommittee. The revisions include formalizing the Subcommittee's ongoing oversight role in the development of internal MERA communications as a first priority, including a fact sheet and FAQs, followed by a public education and outreach campaign after decisions on governance, replacement technology and financing are made and a public sentiment survey is undertaken. The draft Fact Sheet and FAQs will be reviewed by an Executive Committee Subcommittee and thereafter by the Executive Committee. These documents, along with other improvements in internal communications, will better inform and unify our members in support of replacement technology and possible public funding of same. Other changes are to the Strategic Plan budget resulting in reduced consultant costs in Year Two from $50K to $30K, reduced website-related costs from $30K to $5K, and rescheduling of the Survey cost of $30K to Year Three.

M/S/P Gray/Pearce to approve revisions to the Outreach Sections of the Strategic Plan as presented.

AYES: ALL
NAYS: NONE
Motion carried.

Cassingham requested Board action to receive and file the Reports on Strategic Plan Implementation presented today.

M/S/P Cusimano/Revere to receive and file Reports #3, #4, and #5 on Strategic Plan Implementation as presented.

AYES: ALL
NAYS: NONE
Motion carried.

2) Proposed MERA System User Policy Statement for System Mutual-Aid and Automatic Backup-Aid Agencies and Fee Schedule

Cassingham said, as reported at the last Board meeting, the MERA Bylaws require that public agencies, not members of the Authority, may use the System on a fee basis. The Executive Officer is to develop a fee schedule for these users to be approved by the Board with the annual budget. Heretofore, MERA has approved non-member System use requests by mutual-aid and automatic backup-aid agencies on a case-by-case basis at no charge. The Board directed further review of a fee schedule by the Finance and Executive Committees.

There are 14 non-member mutual and automatic backup users who use the System at the behest and support of MERA members. They have 136 mobile or portable radios. The Finance Committee supported a zero-fee schedule for non-member public agencies but deferred to the Executive Committee regarding private or other entities using the System. The Executive Committee appointed a Subcommittee of Sheriff Doyle, Chief Pearce and City Manager Rock to work with the Executive Officer to further analyze the assessment of fees. They reviewed the 14 non-member users identifying 5 as automatic backup-aid agencies: namely the Humane Society, GGNRA/Point Reyes, AMR, Nor Cal Ambulance and St. Joe's Ambulance. They determined that these agencies using the System benefit MERA and that those agencies pay for their radios and all costs associated with programming and alignment. Chief Pearce confirmed through EMS that the number of calls to private ambulance companies for backup has significantly decreased over the last 5 years. Cassingham referenced the EMS spreadsheet attached to her staff report which shows the percent of private dispatches to total dispatches in 2010 was 2.6% which decreased to 1.7 through the first 8 months of 2011. Given the ambulance companies' investment in radios, along with diminishing calls for service, any fees from MERA would pose an additional financial hardship on our ambulance partners.

Cassingham said the Subcommittee and Executive Committee proposed that the MERA Board adopt this report as a Policy Statement for these non-member users as critical to MERA operations along with a zero-rate fee schedule.

M/S/P Gaffney/Cusimano to approve this report as the MERA System User Policy Statement for Mutual-Aid and Automatic Backup-Aid Agencies and Zero Rate Fee Schedule for these System Users.

AYES: ALL
NAYS: NONE
Motion carried.

3) Other Information Items

Cassingham reported that preliminary Operating, Bond and Note Budgets for FY12-13 would be presented to the Finance and Executive Committees in February and March, respectively, for early distribution to MERA members to facilitate their budget preparation. She also distributed an updated Board list and memo on future meeting dates through June 30, 2012. Finally, she thanked the Board for the opportunity to continue to serve them as Executive Officer and for their support and confidence.

D. Operations Reports (Tackabery)

1) Report on Replacement of MERA's Critical Amplifier at County Jail

Tackabery reported that Bob Beaumont had been appointed as the new Director of Public Works on December 6. Beaumont named Tackabery as MERA's new Operations Officer per the DPW service agreements with MERA.

Regarding the replacement of the amplifier at the Jail, there was a coverage problem found with the frequency expansion which required replacement with a new bi-directional amplifier and it has been installed.

2) Report on Coastal Commission Permitting and Environmental Review – Tomales Coverage Project

DPW has completed a feasibility study of different locations on the property for an antenna. We are in the process of looking at a Coastal Commission Permit. The land is not owned by the County at this time and consent of the owner is required for the application. We may need to enter into a lease for a State permit. We will come back to discuss construction costs which are not funded at this time. Revere asked if DPW needed help with that process. Tackabery said none is needed at this time.

3) Status of 700 MHz Feasibility Study

Tackabery reported that the first draft of the Study has gone to Finance Subcommittee Members Gaffney and Hymel for their comments. It will then be presented to the full Finance Committee and thereafter to the Executive Committee. Revere noted recent issues with 700 MHz in Washington, D.C. and whether or not they will provide funding.

Tackabery said the County issued an RFP for a new system and received two proposals. The deadline to accept is December 31, 2011. Based on MERA's approach, we are not in the position to proceed with the project. A new RFP will be issued when funding is secured. Revere said there was extensive discussion about this at the last Executive Committee meeting and that this is the path to take with this process.

4) Status/Work Statistical Reports (Chuck)

Chuck distributed and presented MERA's Annual System Usage 2011 Year-to-Date pie chart. The percentages are nearly the same, the actual number of transmissions is up by almost 1M over prior year and actual hours of usage has gone down. This tells him usage is more efficient with the way we talk on the System. The hang time has been shortened and there are less retries with the expansion which increases the efficiency of the System. The busy count is down from 18,000 seconds in a year to almost zero. He said Tackabery already discussed the amplifier replacement.

Chuck said DPW has also made some microwave changes as part of the ongoing engineering of the System and programming improvements leading to greater efficiency. Going over the System since the expansion has identified areas for improvement. He noted p.a. changes and repairs that had been performed. There also have been no System outages to affect operations. Tyrell-Brown said we haven't really experienced any recent storm activity that could affect the System. Chuck said it has been a quiet year weather-wise, and usually by the end of December and first part of January, we begin to experience weather events. Stevens asked if we anticipate any problems with the MERA System associated with the Americas Cup. Chuck said he did not think so but it will depend on where an incident happens. If it is using the East System, it should not be a problem. If it is using just the Bolinas site, it could be an issue.

Pearce noted there can be glitches near the Angel Island system. Naso asked Pearce about the status of the Tiburon coverage issue. Pearce said there is still an issue but they are making headway. The Town of Tiburon sent a letter in support of making some adjustments on the site. Pearce asked Chuck if it was possible to have a temporary site on Angel Island. Chuck said a connectional feeder might be possible but not a trunk site.

5) Other Information Items

Tackabery reported that he is continuing with the monthly meetings of the Operations Issues Work Group on the first Wednesday of every month. This is a good opportunity for members to bring operations issues for further discussion.

E. Open Time for Items NOT on Agenda (*limited to two minutes per speaker)*

None.

F. Adjournment

The meeting was adjourned at 5:15 p.m.

REGULAR MEETING of MERA Board of Directors

Wednesday – May 16, 2012 – 3:30 p.m.

AGENDA AND STAFF REPORTS ARE AVAILABLE ONLINE AT
WWW.MERAONLINE.ORG