

MARIN EMERGENCY RADIO AUTHORITY

c/o Novato Fire Protection District
95 Rowland Way, Novato, CA 94945
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DRAFT; 9/21/16

GOVERNING BOARD

Minutes of August 24, 2016 Regular Meeting

Call to Order and Introductions:

The meeting was called to order by President Pearce on August 24, 2016 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 Mill Valley	Jacqueline Graf-Reis (Alternate)
City of Novato	Pam Drew
Town of Ross	Tom Gaffney
Town of San Anselmo	Doug Kelly
City of San Rafael	Bob Sinnott (Alternate)
County of Marin	Dan Eilerman (Alternate)
City of Sausalito	Bill Fraass (Alternate)
Town of Tiburon	David Hutton (Alternate)
Inverness Public Utility District	Jim Fox
Kentfield Fire Protection District	Ron Naso (Alternate)
Marin Transit	Amy Van Doren
Marinwood Community Services District	Tom Roach
Novato Fire Protection District	Steve Metcho, L.J. Silverman (Alternate)
Southern Marin Fire Protection District	Chris Tubbs
Stinson Beach Fire Protection District	Kenny Stevens
Tiburon Fire Protection District	Richard Pearce
Central Marin Police Authority	Michael Norton (Alternate)

Governing Board Member Agencies Absent:

City of Belvedere
Town of Corte Madera
Town of Fairfax
City of Larkspur
Bolinas Fire Protection District
Marin Community College District
Marin Municipal Water District
Ross Valley Fire Department

Staff Present:

MERA Executive Officer	Maureen Cassingham
MERA General Counsel	Trisha Ortiz
MERA Deputy Executive Officer – Next Gen Project	Dave Jeffries
MERA Operations Officer	Pat Echols
County Communications Engineer	Richard Chuck
Recording Secretary	Jeanne Villa

Guests Present:

Federal Engineering	Bob Simmons
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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 a separate action be taken on a specific item.

1. Resolution of Commendation – Retired Chief of Police Jim Berg
MERA Committees and Boards Member
Representing the City of Novato
2. Minutes from July 27, 2016 Governing Board Regular Meeting
3. Report No. 44 on Strategic Plan Implementation
4. Proposed Resolution of the Governing Board of the Marin Emergency Radio Authority
Approving Amendment No. 1 to the Bylaws of the Citizens Oversight Committee

Cassingham requested removal of Item A-4 for an update.

M/S/P Tubbs/Roach to approve Consent Calendar Items 1-3 as presented.

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

Regarding Item A-4, Cassingham confirmed the Citizens Oversight Committee's approval of Amendment No. 1 to their Bylaws at their August 17, 2016 meeting.

M/S/P Kelly/Tubbs to approve Consent Calendar Item 4 as updated.

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

B. Executive Officer's Report (Cassingham)

1) Proposed Tomales Telecommunications Site Documents

Cassingham noted the Tomales Telecommunications Site Documents have been under development since 2009. This is one of the 4 Next Gen System Project additional sites. She noted interactions with the Property Owners were set back by personal circumstances along with challenges presented by the property itself. On November 12, 2014, the Executive Board approved the Documents as drafted, subject to final negotiation of business terms with the Property Owners, MALT and Verizon. Those terms are virtually the same as originally presented with the exception of names and date changes.

Cassingham recognized Marin County Chief Real Property Agent Eric Lueder, MERA General Counsel, County Counsel and Operations Officers Echols and Tackabery for all their efforts in bringing this Site to fruition. She presented the Resolution of Necessity for Governing Board action, which is required to acquire a leasehold interest in the portion of property necessary for the site which is encumbered by a MALT easement. MALT was prohibited from rescission of non-authorized uses such as MERA's Project so MERA must obtain the easement by eminent domain.

Cassingham presented the proposed Real Property Agreement between MERA, Landowner Parks and MALT which modifies the Deed of the Agricultural Easement permitting MERA to use the property for a tower site with certain restrictions. She outlined the third document which is a Site Lease Agreement between Lessor Parks and MERA. The original Agreement was negotiated between MERA and Trustee Lois Parks. She unfortunately passed away during these negotiations which resulted in further delay. The fourth document is a Cost-Sharing Agreement between MERA and Verizon for construction and maintenance of the access road on the property.

Cassingham said none of the agreements result in any cost to MERA until construction permitting. Financial considerations include a one-time \$13,000 payment to MALT, an \$850-per-month lease payment for 10 years to Lessor Parks, and a \$25,000 payment to Verizon or 50% of road construction costs plus 50/50 shared road maintenance cost.

Kelly said he had a question about the Site Lease Agreement and its terms and two extensions. He expressed concern over the possible 30-day cancellation notice at the end of the terms. Cassingham asked if this was a question about Section 4B wherein MERA must notify the Lessor of its intent to exercise extension rights at least 90 days prior to the expiration of the term. Kelly said he will identify the language he is referencing later in the meeting but supported the documents and will get his question clarified thereafter.

M/S/P Kelly/Roach to approve NERA Resolution of Necessity No. 2016-15, Real Property Agreement between NERA, Landowner Parks and MALT, Communications Site Lease Agreement between Lessor Parks and NERA and Cost-Sharing Agreement between NERA and Verizon for Road Construction and Maintenance for the Tomales Telecommunications Site as presented and authorize the Executive Officer to execute same.

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

2) Request for Approval of Proposal from O’Rorke, Inc., for meraonline.org Rebuild and Hosting

Cassingham said NERA was notified by the County earlier this year that Marin.org could no longer host NERA’s website due to its aged technology, which presents a security risk to the County’s IT operations. NERA was given an extension to move to the end of the year. She said finding a new host is complicated by the need to rebuild the site’s infrastructure first, which will take time.

Cassingham said NERA received 2 proposals for developer/host services. NFPD Administrative Services Manager Villa, NERA’s Webmaster Leonard and she have reviewed the proposals and unanimously recommend O’Rorke, Inc. She noted the updated proposal from O’Rorke is \$20,260 which folds in the annual hosting payment whereas the original proposal of \$19,900 separated the development and hosting costs, the latter of which required payment by credit card. Source of funds for this unexpected Project is the \$40,000 Operating Budget Contingency line item. She and Ortiz are working on finalizing an agreement with O’Rorke in an effort to expedite this Project. Pearce noted the close timing of this Project with the Grand Jury’s website transparency audit.

M/S/P Kelly/Van Doren to approve the recommended revised Proposal for meraonline.org Redevelopment and Hosting from O’Rorke, Inc. in the amount of \$20,260, a Webmaster Project Administration Budget of \$3,000 and authorization of the Executive Officer to execute the agreement with O’Rorke.

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

3) Report No. 19 from Next Gen Project Oversight Committee (NGPOC) – (Jeffries)

Jeffries said NERA received one proposal by the August 5, 2016, deadline for the Next Gen System Project from Motorola. The Project Oversight Committee met on August 10. They discussed the great likelihood of changes in the Proposal’s details and cost before a final contract is presented. He said the base cost came in well below the Project’s estimated cost and that the options NERA is seeking, like a System Upgrade Agreement (SUA), are not included in the base.

Jeffries said the Proposal is currently under review by the POC, Ops Group, MERA and DPW staff and Federal Engineering (FE). The first step is the development of a series of clarifying questions to be sent to Motorola along with requests for additional information which will go out today.

While Motorola is working on that, site visits are being scheduled with the Silicon Valley Regional Interoperability Authority and City of El Paso, Texas Radio System to pose questions about their projects and vendor interactions and how they might have handled issues differently. He noted that this was conducted for Gen I in Sarasota, Florida and San Diego. Next Gen visits are not a quantum shift like Gen I visits so the questions will be different. The Ops Group will be conducting phone reference checks with Motorola customers asking the same types of questions to generate as much feedback as possible for the Selection Subcommittee's use.

Jeffries said, on 9/12 or 9/13, the Selection Subcommittee of Pearce, Doyle and Cusimano as their designees will score the Proposal and consider a recommendation to the Project Oversight Committee and Executive Board on 9/14 to commence vendor negotiations. A final contract is expected to be presented to this Board on October 26 followed by Board of Supervisors action on November 14. Having one vendor proposal may permit the originally scheduled December BOS approval to be moved up.

Jeffries added that this is a vendor proposal at this point that is subject to significant change and contract negotiation; it is considered a confidential document. If there are questions regarding it, they should be referred to the Executive Officer or him to address. Pearce inquired about response to questions about the one vendor response.

Jeffries said the possibility of one vendor came up during MERA's public outreach before Measure A was placed on the ballot. A local group inquired about a Department of Homeland Security investigation of Motorola's radio system contracts. Allegations surrounded three areas: extension of existing Motorola contracts, Motorola setup as sole source bidder and RFPs designed only for Motorola products and services. MERA's Next Gen System Project is a new contract, not a contract extension. The RFP was sent directly to 16 companies and publicly posted on the County's website, and the Next Gen RFP was developed by Federal Engineering, a third party with MERA input, to ensure it was vendor neutral. A vendor who decided not to bid determined that the cost of proposing estimated at \$200,000 to \$300,000, was a business decision and noted the Proposal was neutral in their opinion. Simmons concurred based on his past and current experience with vendors.

Jeffries said more information will be developed by the reviewers and reference checkers about how best to negotiate with sole vendors. Pearce added that large vendors also tend to submit on a geographical basis and where they already have systems in place. Jeffries concurred that Motorola has been successful in the Bay Area where Harris has been successful in the Southeast and Northeast. He noted that Motorola is MERA's current vendor which gives them familiarity with Marin County and the existing System. The RFP sought things that all of the vendors can provide and stayed away from anything proprietary.

Naso inquired about the number of bidders for the current System which Jeffries confirmed was only Motorola. Jeffries added that the situation was different in that the members had many different and declining radio systems before the design of Gen I. Next Gen is a different challenge. Simmons said Motorola has 80% of market share and because of this, their staffing level is commensurate. Harris is a large company but nowhere near the staffing level so they must pick and choose where they respond.

Jeffries said Harris attended the Coverage Workshop and attended MERA meetings early on. They also attended the Pre-Bid meeting which demonstrated their efforts in making a decision about proposing. Asked about other vendors at the Pre-Bid meetings, Jeffries said there were others beyond Motorola and Harris but they were more subcontractor-like. Gaffney asked about vendor pricing. Jeffries said there was a base-price which will change without a doubt because it does not include options we've been insistent about, like the SUA. Van Doren inquired about the pricing of options which Jeffries confirmed Motorola did. They are not however, in the base price. There will need to be qualitative decisions going forward as a result. He confirmed for Gaffney the base price is well below our budget for the whole system. When the options we are interested in are added in, there is little wiggle room.

Jeffries said the 950-page Proposal generated numerous questions which will affect pricing. In response to a question about the San Diego model, Jeffries confirmed it is larger plus it is a joint system with another county. This was a site reference for Gen I given its similarity to the model MERA was seeking. MERA will be reference checking with them on the current costs and that they were moving up to 800 MHz from T-Band.

Van Doren asked if exploratory questions will be developed for the site visits that can be shared ahead of time. Jeffries said Chuck has been drafting them to be shared with the Site visit teams for input. Inquiries will not be limited to these questions. We will be talking with Project staff as well as end users with focus on negotiating points. Additional focus will be on the training side.

Pearce said we knew going in topography will have a big impact on Project costs and coverage. Fox asked about other systems that have migrated from the 400 MHz to the 800 MHz and effects on coverage with the increase in frequency. Simmons said T-Band is in 11 major metros in the U.S. which is a very small pool. Jeffries said coverage maps were provided in the RFP for the recommended sites. By consensus, the Governing Board accepted this informational report.

4. Other Information Items

Cassingham distributed copies of a letter of appreciation from MCOE Superintendent Burke dated August 23, 2016, for MERA's approval of their radios and System use request.

C. Operations Reports (Echols)

1. Addendum No. 1 Wireless Communications Services Contract Between
Federal Engineering and County of Marin

Echols is requesting approval of a time extension for FE's contract to January 31, 2017, from its current expiration date of September 15, 2016. There is no change in scope or price. The recommendation is to approve the addendum to his staff report and recommends same to the Board of Supervisors for their September 13, 2016 meeting.

M/S/P Van Doren/Stevens to recommend Addendum No. 1 to Wireless Communications Services Contract between Federal Engineering and County of Marin.

AYES: ALL

NAYS: NONE

ABSTENTIONS: None

Motion carried.

2. Other Information Items

Echols said he will forward comments received to Motorola today. He communicated earlier with them regarding the more significant questions to expedite their responses. Some related to their microwave submittals to which Motorola said they had alternative recommendations.

Relative to the single proposer, Echols spoke with Harris who corroborated what was communicated earlier in the meeting by Jeffries and Simmons. Much was focused on marketing issues. Harris did express interest in bidding on subscriber equipment which speaks to the objectivity of the RFP specs. Neither Harris nor any other vendor has protested the RFP outcome.

D. Open Time for Items Not on Agenda
None.

E. Adjournment
The meeting was adjourned at 4:02 p.m.

Respectfully submitted,

Maureen Cassingham
Executive Officer and Secretary

NEXT: MERA GOVENRING BOARD MEETING – Wednesday, September 28 – 3:30pm