

MARIN EMERGENCY RADIO AUTHORITY

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DRAFT: 12/10/20

Measure A Citizens Oversight Committee

Minutes of September 16, 2020 Regular Meeting

Call to Order

The telephonic meeting was called to order by Chair Herrerias at 4:01 p.m. on September 16, 2020.

Committee Members Present:

District #1	Elizabeth Greenberg
District #2	Bill Levinson
District #3	Chuck Reite
District #4	Larry Luckham
District #5	Paul Herrerias

Staff Present:

MERA Executive Officer	Maureen Cassingham
MERA Deputy Executive Officer – Next Gen Project	Dave Jeffries

Guests:

AECOM	Jonathan Sprague
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A. Minutes of June 17, 2020, Citizens Oversight Committee Regular Meeting

M/S/P Levinson/Luckham to approve the minutes as presented. Roll call followed.

AYES: All
NAYS: None
ABSTENTIONS: None
Motion carried.

B. MERA Governing Board Response to COC Informational Requests Re: Next Gen Project Implementation Agreement and Its Termination

In response to Luckham's question, Cassingham confirmed that AECOM is on a fixed price contract but noted it is subject to change with Governing Board approval.

Luckham said the response from the Governing Board and County Administrator is that annual renewal reflected the difficulty of arriving at a set dollar amount for the Project due to uncertain duration. He said such difficulty has never been a reason by which a party is excused from contract performance in the normal course of business. He understands why the Joint Powers Agency, MERA, would contract with one of its participating agencies, and agreed there are certainly reasons to do that under the circumstances. Luckham said the County clearly did not have the depth and staffing to provide NGP services and now MERA is faced with a situation where an individual retires and the County is no longer capable of executing this contract.

Herrerias said the NGP Implementation Agreement was a reimbursement for services provided. Termination, makes no sense because the County costs are on reimbursement, no matter the length of the Project Schedule. He said the County mentioned they were short-staffed, which is a whole different discussion. He said if the Agreement was extended annually, and they had the option of renewing it every year, and they exercised that option, then there would be not much to do about it. Greenberg said she also found the response less than satisfactory but was not sure what could be done about it.

Levinson said he is still concerned about the additional \$1.4 million in AECOM costs and hopes that it does not create \$1.4 million shortfall at the end of this Project. This could result in additional financing. Greenberg agreed that it would have been nice to see the response address additional costs associated with Termination. Herrerias recommended that MERA be very cautious with any other increases to the budgeted expenses.

C. Update on Status of Next Gen System Project and Budget (Jeffries)

- Next Gen Project Staffing
- Customer Design Review
- Construction Schedule, Cost Estimates, and Bid Packages
- Project Budget

Jeffries presented his report, noting the significant changes to the Project. He detailed recent Project meetings and conference calls with MERA Project Team, MERA Implementation Team, Motorola Project Team, and MCOE. He said that at this point there are no additional cost change orders under consideration. There is a “no-cost” change order under consideration to clean up some language in the Customer Design Review process. He described the changes that have taken place with the transition from the County to MERA, with all of the Project staff now reporting to him. Mark Chase of AECOM will serve as the Program Manager overseeing three Project branches - Radio System, Construction, and Implementation. David Mortimer, Federal Engineering, will lead the Radio System. He is primarily responsible for overseeing MERA’s Contract with Motorola. The FE contract expires on December 31 and they have asked FE to propose an extension, identifying Mr. Mortimer’s duties and costs going forward. James McKenzie and Jonathan Sprague of AECOM will lead up Construction, being responsible for overseeing development of the bid packages through completion of site

construction work. They hope to get the first bid packages out this calendar year. Dave Bettin of Regional Government Services (RGS) will lead up Implementation coordination. He is the newest member of the team and will be serving as a liaison between MERA and the Member Agencies, coordinating mobile and portable radio installation and delivery, Dispatch and Fire Station Alerting installations, working with Mortimer to set up the Wi-Fi system for remote upgrades of radio software and assisting with training development among other tasks.

Jeffries reported that AECOM was also engaged to review the Customer Design Review package. They distilled out of their lengthy report a list of 135 issues to follow-up with Motorola. At this point, 30 items are pending and he is currently going through the responses to those items. He said one of AECOM's deliverables is the Construction Schedule that MERA needs to provide to finalize Motorola's Project Schedule. Jeffries said they hope to have the package before the Governing Board in October and the approval of the Customer Design Review will be a significant milestone, both in terms of the payment to Motorola and also as a launchpad for MERA to start moving forward with site work.

Jeffries said the fire agencies, through the efforts of Deputy Chief Mark Brown at Marin County Fire, were able to acquire a Federal Assistance for Firefighters Grant, which allows them to upgrade all the radios that were being provided to Fire to tri-band at no cost to MERA. With the grant, they will be buying some accessories, which generate additional cost savings to MERA. They hope to install the new mobile radios into the fire vehicles this December. AECOM is in the process of reviewing construction cost estimates with a fresh eye and providing feedback. He hoped to share the results by the October Governing Board meeting. AECOM is also working on evolving draft bid documents from the County-run bid process to a MERA-run bid process. He reported that AT&T is building a site in the general area of the Next Gen Tomales Site and they are discussing sharing the AT&T power trench. This will eliminate the need for a second power trench, produce savings to MERA and will require a very minor update to the SEIR.

Jeffries reminded the Committee that as of September 1, he is the point of contact for anyone who has questions about the Project.

Jeffries reviewed the summary table with tasks completed, upcoming tasks, tasks in progress, and tasks due in the next six months, as detailed in the staff report. He said the most significant upcoming task is to get Customer Design approved.

Herrerias asked if hiring Bettin was budgeted and about the position cost. Jeffries said Bettin's services will be included in the NGP Budget Implementation line item and are not an additional cost. Part-time positions are budgeted not to exceed 15 to 19 hours per week. While Bettin is getting up to speed, it is only 3 to 4 hours a week. He said the hours needed for NGP Administrative Assistant Griffin have dropped off with the

completion of the survey, which will offset Bettin cost. Bettin will perform tasks they had expected the County to perform.

Herrerias said this is another unexpected expense not budgeted as a consequence of the County not renewing their contract, on top of what MERA has to pay AECOM. Jeffries said the cost was previously part of the County contract, but without the County, MERA needs to cover the staffing assignments. Herrerias asked if AECOM could do it. Jeffries said he would not ask AECOM to do this because having someone local with local connections and a public safety background is needed. Cassingham said it would partially offset by the reduction in hours for Griffin, which was budgeted into Next Gen's budget. She said they anticipate staying within budget.

Herrerias invited questions regarding Item 4, AECOM Customer Design Review Assessment. Herrerias noted the delayed presentation to the Governing Board in October. He asked if this is slipping and we are losing time. Jeffries said as a practical matter the transition cost some time. Bid packages were expected to be ready in June from the County but with the transition, the packages have been delayed. Cassingham said, as always, Jeffries has looked for every opportunity to reduce the schedule, including one of the change orders which would allow Wi-Fi installation of equipment, which is a huge savings of approximately eight months. With AECOM coming on with fresh eyes, they may recommend additional schedule saving ideas.

Herrerias asked if it was necessary to renew the contract with Federal Engineering. Jeffries said the job has changed for FE. When FE first came on, they were contracted specifically to help through the RFP process. After that, it was decided to return FE as MERA's liaison to Motorola. Jeffries said David Mortimer with FE has been invaluable. Herrerias asked if it was budgeted to renew his contract. Jeffries said contract renewal will have to be approved by the Governing Board at an additional cost. Herrerias said that is another potential hit to the budget. Jeffries agreed and said it is a result of the project running longer than anticipated. Herrerias suggested looking FE as a part-time advisor instead of full-time, or consider not renewing it because of the impact to the budget. Cassingham stressed that they have contracted with AECOM for construction management services and not for wireless communication engineering services. She said they will continue to require Mortimer's services through Federal Engineering. She said they are trying to assess at what point in time they will no longer need his services. Given his experience with the Project for these last several years, and with dealing with Motorola, it is a very important to maintain his expertise on behalf of the Project.

Jeffries shared the Project Budget and Expenditures Summary, as detailed in the staff report. He pointed out that the changes in Current Project Budget column were adjustments because some items in Line 1 belonged in Line 2. He said the next version of this summary will have a better placeholder for the Non-Public Safety Radios and there will be some changes to the milestone dates. He said some of the early order radio invoices have not yet been processed by the County. He pointed out that Line Item 14,

System Upgrade Agreement, is at zero because that expense won't be paid until the 3-year Project warranty expires and will be an annual billing thereafter.

Levinson asked when there would be a revision of the current project budget to reflect some of the changing conditions discussed. For instance, it appears there will need to be a budget adjustment for Line Item 11, Public Outreach and Adjustment, because that will continue. Jeffries said there will be no other expenditures for this purpose. Cassingham added that that was educational outreach to make people aware of MERA prior to the discussion of placing the parcel tax on the ballot. Current outreach is done by RGS staff which is covered under Line Item 7. Levinson asked if Line Item 7 should be adjusted based upon the changes in the staffing to more accurately reflect what the project costs are going to be. Cassingham said the entire budget should be reviewed when they have the project schedule in hand and can more accurately project expenditures. She said she didn't anticipate much of a reduction in RGS MERA staffing costs until later in the Project.

Luckham said that unless the scope of the Project changes, it is probably not appropriate to revise the budget. Construction costs can be more accurately projected based on actual experience. Jeffries said this budget summary is only an attempt to reflect what has been approved and what has been spent through April 30, 2020.

Levinson asked where decisions to use the contingency or unappropriated reserve will be reflected on the budget. Jeffries explained that the line numbers would be updated based on a Governing Board action and would be part of their staff reports and minutes. Cassingham added that the contingency or unappropriated reserve would be reduced by those amounts. Luckham said that appropriations from the contingency should have sub-categories noting the allocation of funds for other line items. Herrerias suggested adding a fourth column of anticipated or forecasted totals. Jeffries pointed out they don't have a schedule yet but once they have one, the summary can be presented differently. Luckham said he did not think a fourth column would add a great deal. He said when something goes into an overrun on a given line item for a specific cost, it is being paid out of contingency or unappropriated reserve funds. Cassingham said the overage on Line Item 11 is miniscule but she understands highlighting other variances.

D. Discussion Regarding Committee and MERA Staff Communications (Verbal)

Cassingham explained that this item was placed on the agenda at the request of Levinson, who had requested a chronology of events associated with Committee notification by staff of the County's Termination Notice for the Implementation Agreement.

Levinson said this major change should have been brought to the COC's attention more directly by staff. He said that while it was pointed out to him that termination was included in other Committee communications, he feels the COC should have been

notified more directly so they could have been more aware of it and less surprised. He acknowledged that he could have checked through the MERA Governing Board minutes but requested that when a major change like this occurs, they should get an extra heads-up. Cassingham explained that MERA was also quite taken aback by the County's termination notice, which was hand-delivered to her personally on March 11, 2020. She said she first brought it to the COC's attention in an email update related to the potential for cancelling the March 18 meeting due to the onset of COVID. She notified the Committee at that time that MERA had received the County's Termination Notice. She said the Governing Board was notified that same day because their March 25 meeting had to be cancelled due to COVID. She said that with the cancellation of the March 25 meeting, a formal presentation was not made to the Governing Board until their April meeting. She pointed out that they were in hopes that MERA and the County could still work out another extension that would allow for a mediation of Implementation Agreement differences. Unfortunately, the mediation did not occur and an extension was only permitted through the end of the Implementation Agreement, which was June 30, 2020. Cassingham agreed to continue to provide the Committee with heads-up notices of major changes after Governing Board notifications.

Luckham said he was also not aware there were conflicts and difficulties in the working arrangement between MERA and the County that led up to this. He said it is important for the COC to understand what is going on if there are difficulties between MERA and any of the partner agencies or contractors working on the Project. He said the COC has no decision-making or advisory capacity, but it is their responsibility to be the link to the taxpayers and community and to know what's going on behind the scenes. Cassingham said that going forward she can forward a copy of each month's Governing Board meeting minutes to be of help to the Committee in understanding NGP discussions at that level.

Levinson said there is the formal aspect of the relationship between staff and the Committee as well as an informal aspect. He said for something like this, perhaps Cassingham could call Herrerias and have a conversation about what is transpiring. He said they need to feel they are not merely an appendage and are actually an essential component of the operation. Herrerias said he did not understand how big of an impact the transition of the Project from the County to MERA would be. Cassingham said she and Jeffries are taking on the Project which is an entirely new rubric and workload impact and was uncertain about time availability for additional communication mechanisms. Herrerias asked if a phone notification of major Project changes would be in conflict with the Brown Act. Cassingham said she sees it as informational to the Chair. An informational email is preferred with the caveat to assure there is no serial exchanges thereafter. Greenberg said hopefully something like this will not happen again, but if there are communication mechanisms in place, they won't be blindsided.

E. Review of Funds 70038 and 70039 – Next Gen Project Revenues and Expenditures
FY19-20 June 9, 2020 – June 30, 2020, as of September 15, 2020

Cassingham reviewed the Balance Sheets and P&L Summaries for both Funds, noting they are incomplete and have not been reconciled. She also noted that the P&L detail is not available because the FY19-20 books have not been closed. She said there are a number of open invoice items yet to be submitted and processed. The Committee will be provided a set of preliminary reports when they are submitted to the auditors, which she expects will occur in early- to mid-October. She said there are a number of major invoices for May and June from the County that have not been received or have had to be returned for correction. She appreciated the Committee's patience in getting through these year-end closings, which have likewise been affected by COVID, staffing changes and staff schedules.

Herrerias asked why the books are being kept open this long, several months after year end. Cassingham said these are invoices for services provided in FY19-20. She said she is working with the auditors who understand the problems being faced. Luckham said this is government accounting and not corporate accounting, which works on a different time schedule than business accounting. He does not see this as being particularly unusual. Cassingham agreed and said there have been delays in the past, although not as extensive as this.

Herrerias said it will be December before there are good financials to discuss and by then the auditors will have completed their work. He said that made it difficult for them to be good fiscal fiduciaries when they can't have a discussion about the financials until months after the fiscal year. Cassingham said her concern is that both general financial and internal compliance audits will be delayed and she has advised the Governing Board of the likely delay of the audits until January. She said that is why she wants to provide the preliminaries to keep the Committee updated since they will not meet again until December. Herrerias asked if it was big numbers rolling in. Cassingham said they are substantial enough to require getting the invoicing right. She said until invoices are reconciled and presented and approved, she doesn't want to post them and have to make adjustments later because auditor adjustments involve more time and expense.

Herrerias said he is hesitant about reviewing preliminary detail and agreed with postponing it.

M/S/P Luckham/Greenberg to approve tabling Agenda Item E to the next meeting. Roll call followed.

AYES: Greenberg, Levinson, Reite, Luckham

NAYS: Herrerias

ABSTENTIONS: None

Motion carried 4-0.

F. Update on Zoom Use for Committee Meetings (Verbal)

Cassingham said since April, 2020, the MERA Governing and Executive Boards decided to use telephonic teleconferencing technology for all their meetings. She said the consensus is this medium is easier to use, more secure than other technologies and is a nominal cost. She said the intention of the Governing Board is that the MERA Boards and Committees continue to use teleconferencing as a standard to meet public expectations of using one consistent approach to meeting technology until such time as the Governor's COVID Order is rescinded.

Herrerias said this format has not been as productive for him in chairing the meetings or being able to communicate face-to-face with each other. He felt videoconferencing could be just as secure and much more effective than telephonic. Greenberg said that having been involved in communications and videoconferencing since 1995, she agreed there are many formats besides Zoom that are very secure. Luckham said he is involved in other government operations that meet by videoconferencing, in most cases Zoom, and he agrees it is much more effective than a telephonic meeting and is far more likely to get public participation. Herrerias asked Cassingham to let the Committee know if she sees opportunities to move forward with Zoom technology.

G. Other Informational Items

Reite asked if the next meeting can be moved to November instead of December. Cassingham said she can poll the members for other dates, but will consult with the Finance Director and the Auditors to confirm availability of financials. Herrerias agreed because there are a few important items coming up – the financials review, the construction schedule, and the impact on the budget. Herrerias said they don't need to have the audited financials, but it should not delay the Committee from reviewing other Next Gen matters. Luckham said the important thing is to have updated and reliable financials to review. Greenberg was open to having October, November, or December meetings if necessary, whatever works best for the Committee. Herrerias suggested one more meeting in between now and December 16.

Levinson requested to add to a future agenda a discussion with Jeffries regarding any changes that may be brewing in the external environment, either technology wise or in response to the seasonal fire disasters that may require a major change in the thinking of emergency radio. He would like Jeffries' opinion about whether the vision of five years ago is still in play or if there are changes brewing that might indirectly make some of this Next Gen obsolete by the time it is ready. Cassingham said any potential changes in System Design could pose a substantial setback for the entire Project. Luckham said technology moves at a different speed than government operations and it should be no surprise that a Project of this size could end up being almost if not actually obsolete by the time it becomes operational.

H. Open Time for Items Not on Agenda

None.

I. Adjournment

The meeting was adjourned at 5:34 p.m.

Respectfully submitted by:

Maureen Cassingham
MERA Executive Officer
and Secretary