



MINUTES

BOARD OF DIRECTORS MEETING

REGULAR MEETING – DECEMBER 7, 2007



1. **CLOSED SESSION:** *None*
2. **CALL TO ORDER/ROLL CALL** (Regular Session):
A regular meeting of the East Bay Regional Communications System Authority Board of Directors was held on Friday, December 7, 2007, in the Assembly Room at the Alameda County Office of Homeland Security and Emergency Services, 4985 Broder Boulevard, Dublin, California. The meeting was called to order at 10:05 a.m. by Chair Shinn.

PRESENT:

County Representatives: Boardmembers Ahern, Bonilla, Haggerty, Lawrence (Alternate for Bm. Rupf), Nakao (Alternate for Bm. Muranishi, who arrived at 10:26 a.m., at which time Alternate Nakao stepped down), and Whittington (Alternate for Bm. Cullen)

City Representatives: Boardmembers Arner, Barton, Calabrigo, Catalano, Cheeves, Hosterman, Jermanis, Lockhart, McNeil, Shinn and Wilson (arrived at 10:55 a.m.)

Public Safety Representatives: Boardmembers Kirkland and Bowen (Alternate for Bm. Richter)

Special District Representative: Boardmember Anderson

ABSENT: Boardmembers Attarian (Public Safety Rep), Cody (Public Safety Rep), and Johnson (City Rep)

Staff Present:

Interim Executive Director Bill McCammon, Authority Counsel Robin Donoghue, and Authority Secretary Fawn Holman

3. REPORT ON CLOSED SESSION: *None*

4. PRESENTATIONS: *None*

5. COMMENTS FROM THE PUBLIC

No comments were made by any member of the public at this time.

6. CONSENT CALENDAR

Chair Shinn noted that the adjournment time shown on the October 24, 2007 draft meeting minutes would be corrected from 12:15 p.m. to 3:15 p.m.

On motion of Bm. Calabrigo, seconded by Bm. Bonilla, and by unanimous vote, the Board took the following action(s):

Approved (6.1) Minutes of Inaugural Meeting of October 24, 2007.

7. WRITTEN COMMUNICATIONS: *None*

8. PUBLIC HEARINGS: *None*

9. ACTION ITEMS:

9.1 Adoption of Bylaws for the East Bay Regional Communications System Authority and Selection of Operational and Finance Committee Representatives

Interim Executive Director McCammon presented the staff report and discussed the proposed changes and additions to the draft bylaws, including committee structure as recommended by the ad-hoc committee. Once the Board approved the bylaws, the Board would be asked to appoint representatives to the Operations and Finance Committees.

Bm. Bonilla made a motion to approve the resolution adopting the proposed bylaws, which was seconded by Bm. Haggerty.

Bm. Arner recommended that the bylaws reflect that the Executive Director also be responsible for grant applications and acquisitions, meeting notices, financial administration and recordkeeping.

Bms. Bonilla and Haggerty accepted the recommendation and amended their motion to include the additional Executive Director responsibilities.

On motion of Bm. Bonilla, seconded by Bm. Haggerty and by unanimous vote, the Board adopted Resolution No. 07-5 adopting bylaws for the Authority, as modified per Board direction.

The Board discussed the make-up of the Operations Committee as defined by the adopted bylaws.

On motion of Bm. Lockhart, seconded by Bm. Hosterman and by unanimous vote, the Board appointed the following Boardmembers to the Operations Committee: Bm. Ahern as Chair, with Bms. Attarian, Cody, Kirkland, Richter, Roderick and Rupf.

The Board discussed the make-up of the Finance Committee as defined by the adopted bylaws.

On motion of Bm. Hosterman, seconded by Bm. Bonilla and by unanimous vote, the Board appointed the following Boardmembers to the Finance Committee: Bm. Shinn as Chair, with Bms. Anderson, Arner, Cullen, Haggerty, Jermanis, Lockhart, and Wilson.

9.2 Establish the Date, Hour, Frequency and Location of the Board of Directors, and Committee Meetings for 2008

Interim Executive Director McCammon presented the staff report and advised that the Board had previously agreed that the entire Board should meet on a monthly basis during the first year of operations. He recommended that the Operations and Finance Committees meet during the first week of each month, and the Board meet during the third week of each month.

On motion of Bm. Haggerty, seconded by Bm. Hosterman and by unanimous vote, the Board directed the Operations Committee to meet on the first Friday of each month at 10:00 a.m., the Finance Committee to meet on the first Friday of each month at 1:00 p.m., and the Board of Directors to meet on the third Friday of each month at 10:00 a.m.

The Board discussed previously scheduled calendar issues in January 2008 and, by consensus, agreed that no Committee or Board meetings would be held in January 2008. The Board would commence with regularly scheduled meetings in February 2008.

The Board discussed various Board of Directors meeting location options and, by consensus, agreed to hold all Board of Directors meetings in the Assembly Room at the Alameda County Office of Homeland Security and Emergency Services, located at 4985 Broder Boulevard, Dublin, CA.

Note: Bm. Muranishi entered the meeting at 10:26 a.m., and Alternate Nakao relinquished his meeting responsibilities at that time.

9.3 Adopt Resolution Approving Agreement with Meyers Nave to Provide Legal Services Support to the East Bay Regional Communications System

Interim Executive Director McCammon presented the staff report and advised that Ms. Robin Donoghue would be the primary attorney assigned by Meyers Nave to work with the Authority. It would be advantageous to the Authority to have an independent firm such as Meyers Nave, with numerous attorneys with experience in a large variety of specialties, on contract to provide expert and impartial service.

Bm. Lawrence asked if there was a potential conflict of interest by not using County Counsel for legal service.

Mr. McCammon advised that there was no conflict, as the East Bay Regional Communications System Authority was a separate government entity.

On motion of Bm. Haggerty, seconded by Bm. Lockhart and by unanimous vote, the Board adopted Resolution No. 07-6 authorizing the Interim Executive Director to enter into an agreement (Contract No. 2007-1) with Meyers Nave to provide legal services to the EBRCSA.

- 9.4 Adopt Resolution Approving Agreement with Fawn Holman to Provide Administrative Support to the East Bay Regional Communications System

On motion of Bm. Arner, seconded by Bm. Lockhart and by unanimous vote, the Board adopted Resolution No. 07-7 approving an agreement (Contract No. 2007-2) with Fawn Holman to provide administrative support to the East Bay Regional Communications System Authority.

- 9.5 Adopt Resolution Adopting Local Claims Procedures

Authority Counsel Donoghue presented the staff report and outlined the proposed claims procedure, which would provide important benefits to the EBRCSA including prompt notice of claims to ensure their timely investigation and resolution.

On motion of Bm. Hosterman, seconded by Bm. Calabrigo and by unanimous vote, the Board adopted Resolution No. 07-8 approving the claims procedure pursuant to Government Code Section 935.

10. REPORTS

- 10.1 Verbal Update on Issuance of a Request for Proposal (RFP) for a Design Verbal Consultant for the East Bay Regional Communications System

Interim Executive Director McCammon advised that the RFP was distributed and vendor meetings were held on November 26th and 27th. A list of vendors who attended the meeting was distributed to those present. Mr. McCammon advised that an RFP addendum would go out Friday, and proposals were due in January 4, 2008.

The Board briefly discussed the RFP and the addendum. The RFP was already posted on the website (www.ebrcs.org), and the

addendum, which included the list of those who attended the vendor meetings, would also be posted on the website.

10.2 Update on Public Safety Interoperable Communications (PSIC) and Community Oriented Policing Services (COPS) Grant Programs

Interim Executive Director McCammon outlined the PSIC grant program, which would provide funding to the Bay Area Super Urban Area Security Initiative (SUASI) region, which currently included the East, South and West Bays. The City of Oakland, however, was proposing their own system outside the EBRCS that might later somehow connect with the EBRCS system. However, being within the EBRCS jurisdiction, a P25 communications system that would cover the City of Oakland was already being installed by the EBRCS.

The Board and Staff discussed the need for PSIC grant funding and the importance of building a cohesive interoperable system. Oakland could potentially submit their own PSIC application for grant funding, thereby cutting into the EBRCS funding.

By consensus, the Board directed Interim Executive Director McCammon to write a letter, for Chair Shinn's signature, to the City of Oakland to include the following: 1) express the EBRCSA's Board of Directors' concerns about the manner in which the City Oakland asked SUASI to fund Oakland in order to build their own system; 2) suggest that Oakland not receive any of that funding until the EBRCS's priorities were met and its infrastructure was built; 3) indicate that Oakland had and still has the opportunity to join the EBRCS JPA; and 4) point out that it is not in the public's best interest to be redundant in expenditures, since the system is already being installed by the EBRCS. The letter should be written to Oakland's Mayor and copied to the SUASI Board.

Interim Executive Director McCammon provided an update of the COPS grant program. The City of San Francisco was successful in getting a \$6 million grant. San Francisco kept \$3 million for the West Bay, gave \$1 million to the City of Oakland, and gave \$2 million to the EBRCS. Part of the monies would be used to upgrade the microwave system and to add an additional site in West Contra Costa County, as well as the provide the addition of a high performance data capability to the EBRCS.

The Board discussed the grants programs and monies received and/or anticipated and directed the Interim Executive Director to prepare a spreadsheet of grants status with grant name acronyms to provide to the Finance Committee at their February 2008 meeting.

Interim Executive Director McCammon advised that Senator Feinstein sent letters to the Mayors urging them to only submit requests for federal funds for projects of regional scope. A letter was drafted by Alameda Deputy City Manager Lisa Goldman for the Mayors to send thanking Senator Feinstein and offering support for the EBRCS.

The Board discussed the letters of support and directed the Interim Executive Director to write a letter of support to Senator Feinstein to be included in the lobbyists' package.

*Note: Bm. Haggerty left the meeting at 10:42 a.m.
Bm. Wilson entered the meeting at 10:55 a.m.*

10.3 Verbal Update on Next Action Steps from the October 24, 2007 Board Meeting

Interim Executive Director McCammon introduced Steve Manning and Ken Kerkhoff, with the County Controller's Office, and advised that a Federal Tax ID for the EBRCA had been obtained. Mr. Manning and Mr. Kerkhoff were also looking for the best way to obtain insurance, as well as researching independent auditing firms.

11. BOARD COMMENTS

Bm. Cheeves advised that Union City was dedicating a memorial to the heroes of Flight 93 on Saturday, December 8, 2008, at 11:00 a.m. and invited all to attend.

Bm. Muranishi noted that, at the October meeting, a decision was made to retain Mr. McCammon as Interim Executive for a 6 month period, during which time the recruitment for Executive Director would occur. At that meeting, a concern was raised about Mr. McCammon's current employment status as a consultant for Alameda County. She asked about the transition

between that contract and an agreement the EBRCSA, and if work would need to be done before the next Board meeting.

Mr. McCammon advised that he was working with the Alameda County Auditor Controller to craft an agreement and job description that was consistent with the grant funding. The agreement would be ready for Board consideration at the February 2008 meeting.

12. NEXT ACTION STEPS: *None*

13. ADJOURNMENT

The meeting was adjourned at 11:03 a.m. The next regular Board meeting will be held on February 15, 2008, at 10:00 a.m., in the Assembly Room at the Alameda County Office of Homeland Security and Emergency Services, 4985 Broder Boulevard, Dublin, CA 94568. Per Board direction, no regular Board or Committee meetings will be held in January 2008.

APPROVED BY A MOTION OF THE EAST BAY REGIONAL COMMUNICATIONS SYSTEM AUTHORITY THIS 15th DAY OF FEBRUARY, 2008.

Respectfully submitted,



Fawn Holman
Authority Secretary