

East Bay Regional Communications System Authority



Participating agencies include Alameda and Contra Costa Counties and the following cities and special districts: Alameda, Albany, Antioch, Berkeley, Brentwood, Clayton, Concord, Danville, Dublin, El Cerrito, Emeryville, Fremont, Hayward, Hercules, Lafayette, Livermore, Martinez, Moraga, Newark, Oakland, Oakley, Piedmont, Pinole, Pittsburg, Pleasant Hill, Pleasanton, Richmond, San Leandro, San Pablo, San Ramon, Union City, Walnut Creek, East Bay Regional Park District, Kensington Police Community Services District, Livermore Amador Valley Transit Authority, Moraga-Orinda Fire District, Rodeo-Hercules Fire District, San Ramon Valley Fire District, California Department of Transportation, Ohlone Community College District, Contra Costa Community College District, Dublin-San Ramon Services District and University of California, Berkeley

BOARD OF DIRECTORS MEETING

NOTICE OF REGULAR MEETING

DATE: May 30, 2025

TIME: 10:00 a.m.

PLACE: Alameda County Sheriff's Office of Emergency Services
4985 Broder Blvd.
Dublin, CA 94568

AGENDA

1. **Call to Order/Roll Call** (Regular Session) **Time: 10:00 a.m.**

2. **Introductions and Recognition**

2.1 New Board Members

3. **Public Comments (Meeting Open to the Public):**

At this time, the public is permitted to address the Board on items within the Board's subject matter jurisdiction that do not appear on the agenda. Please step to the podium and clearly state your name for the record. In accordance with State Law, no action or discussion may take place on any item not appearing on the posted agenda. If the item requires action, it will be referred to staff and/or placed on the next agenda. In order that all interested parties have an opportunity to speak, please limit comments to a maximum of three (3) minutes. If you wish to comment on an item that is on the agenda, please wait until the item is read for consideration, and then make your way to the podium. Please limit comments to a maximum of three (3) minutes.

4. **Consent Calendar**

Consent Calendar items are typically non-controversial in nature and are considered for approval by the East Bay Regional Communications System Authority Board with one single action. Members of the public, staff or the Board of Directors who would like an item removed from the Consent Calendar for purposes of public input may request the Board Chair to remove the item.

4.1 Approval of Minutes from the Board Meeting of February 28, 2025

4.2 Receive Status Report on System Operations

4.3 Approve the Write-Off or Revision of Certain Invoices

5. **Written Communications** None

6. **Public Hearings** None

7. **Action Items**

7.1 Consider Adoption of the Fiscal Year 2025/26 Operating and Capital Budget

- 7.2 Consider Adoption of a Resolution to Approve the Revised By-Laws of the East Bay Regional Communications System Authority
- 7.3 Consider Adoption of a Resolution of a Comprehensive Fiscal Policy for the East Bay Regional Communications System Authority
- 7.4 Consider Adoption of a Resolution of a Radio Encryption Policy for the East Bay Regional Communications System Authority
- 7.5 Consider Adoption of a Resolution to Increase the Hourly Rate of the Secretary to the Board to \$107.00

8. Committee Updates

- 8.1 Receive Informational Report on Recent Finance Committee Activities
- 8.2 Receive Informational Report on Recent Operations Committee Activities

9. Reports:

- 9.1 Request interested parties for Finance Committee
- 9.2 Receive Informational Report on Walton Radio Site
- 9.3 Receive Informational Report on Pearl Radio Site Shelter
- 9.4 Receive Informational Report on Meeting with Motorola for Extension of Support
- 9.5 Receive Informational Report on Tracy PD/EBRCSA

10. Agenda Items for Next Meeting

11. Board Comments and Recognitions

12. Adjournment

This AGENDA is posted in accordance with Government Code Section 54954.2(a) If requested, pursuant to Government Code Section 54953.2, this agenda shall be made available in appropriate alternative formats to persons with a disability, as required by Section 202 of the Americans with Disabilities Act of 1990 (42 U.S.C. Section 12132), and the federal rules and regulations adopted in implementation thereof. To make a request for disability-related modification or accommodation, please contact the EBRCSA at (925) 803-7802 at least 48 hours in advance of the meeting.

I hereby certify that the attached agenda was posted 72 hours before the noted meeting.



David L. Swing
Executive Director
Dated: 05/27/25

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East Bay Regional Communications System Authority



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AGENDA ITEM NO. 4.1

AGENDA STATEMENT BOARD OF DIRECTORS MEETING MEETING DATE: MAY 30, 2025

TO: Board of Directors
East Bay Regional Communications System Authority (EBRCSA)

FROM: David L. Swing, Executive Director
East Bay Regional Communications System Authority

A handwritten signature in black ink, appearing to read "David L. Swing".

SUBJECT: Approval of Minutes of the February 28, 2025 Board of Directors Meeting

RECOMMENDATIONS:

Approve the minutes of the February 28, 2025 Board of Directors Meeting.

SUMMARY/DISCUSSION:

The Board of Directors will consider approval of the minutes of the February 28, 2025 Board of Directors Meeting.

RECOMMENDED ACTION:

It is recommended that the Board of Directors approve the minutes of the February 28, 2025 Board of Directors Meeting.

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East Bay Regional Communications System Authority



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BOARD OF DIRECTORS MEETING

NOTICE OF REGULAR MEETING

DATE: February 28, 2025

TIME: 10:00 a.m.

PLACE: Alameda County Sheriff's Office of Emergency Services and Homeland Security
4985 Broder Blvd.
Dublin, CA 94568

DRAFT MINUTES

1. Call to Order/Roll Call

Chair King called the meeting to order at 10:01 a.m.

Present: J. Aguiar, A. Averiett, G. Beaudin, J. Beltran, J. Calabrigo, D. Covington, J. Diaz*, J. Ezell, R. Filice, J. Johnson, J. King, M. Salinas, S. Shaw, M. Shorr, C. Silva, K. Stepper, P. Stokes, M. Toms*

*Non-voting alternate

Bm. Johnson arrived at 10:18 a.m. (item 7.2).

Bm. Aguiar arrived at 10:27 a.m. (item 7.4).

2. Introductions and Recognition

2.1 New Board Members

Shannon Shaw was introduced as the newest member to the Board.

3. Public Comments – None.

4. Consent Calendar

On motion of Bm. Stepper, seconded by Bm. Silva, and by unanimous vote, the Board approved the items on the consent calendar as recommended.

4.1 Approval of Minutes from the Board Meeting of December 6, 2024

Recommendation: Approve the minutes of December 6, 2024.

4.2 Receive Status Report on System Operations

Recommendation: Receive the report.

4.3 Receive Mid-Year Budget Report

Recommendation: Receive update on mid-year budget status report.

4.4 Receive Mid-Year Accounts Receivable Report

Recommendation: Receive the summary of the Accounts Receivable aging report.

5. **Written Communications:** None

6. **Public Hearings:** None

7. **Action Items:**

7.1 Consider Adoption of a Resolution Authorizing the Board Chair to Sign a Letter of Support for a Federal Community Project Funding Application to Acquire Two Radio Sites on Wheels

Recommendation: Consider Adoption of Resolution No. 25-01 authorizing the Board Chair to sign a letter of support for a federal community project funding application to acquire two sites on wheels for resilient radio communications

Executive Director Swing reported the funding is generally for \$1M to \$2M for a site on wheels (SOW). The request would be for two SOWs, to allow one for each county, submitted as a single regional application. An additional funding source will need to be identified in the amount of \$440,000 which is approximately 20% of the total estimated cost of the award of the grant. The Contra Costa County Board of Supervisors has reviewed the framework of the application and will be submitting the application if approved by the EBRCSA Board of Directors. It is anticipated that the application will be due in April.

The Board requested talking points be provided to the members of the board who are elected officials and will be in Washington DC to speak with legislators. Executive Director Swing will provide the fact sheet.

On motion of Bm. Stepper, seconded by Bm. Shorr, and by unanimous vote, the Board approved the item as recommended with additional direction to fund the ongoing sustainability of the radio sites on wheels.

7.2 Consider Formation of an Ad-Hoc Working Group to Update the Authority By-laws

Executive Director Swing reported that the Operations and Finance Committees recommended formation of a working group comprised of two members from each committee to update the EBRCSA By-laws. The Board Chair and Executive Director proposed the following members:

- Cindy Silva, Board Member (Finance Committee – Elected Official, Contra Costa County)
- Joe Calabrigo, Board Member (Finance Committee – City Manager, Contra Costa County)
- Jon King, Board Chair (Operations Committee – Law Enforcement, Contra Costa County)
- Matthew Nichelini, Alternate Board Member (Operations Committee – Fire, Alameda County)
- Staffed by David Swing, Executive Director (EBRCSA)

Bm. Shorr moved, seconded by Bm. Shaw, that the Board approve the formation of an ad-hoc working group to update the Authority By-laws with a modification to add a fifth member to the working group representing Contra Costa County Administrator's Office.

Bm. Silva requested an amendment to the motion to modify the working group membership to include two additional members representing Alameda and Contra Costa County's Administrator's Offices.

On amended motion by Bm. Shorr, seconded by Bm. Shaw, and by unanimous vote, the Board approved the formation of an ad-hoc working group to update the Authority By-laws with a modification to add two members representing Alameda and Contra Costa County's Administrator's Offices to the working group.

7.3 Consider Adoption of a Resolution Authorizing the Board Chair to Sign a Letter Requesting the Extension of Technical Support for Critical Radio Infrastructure to Motorola Solutions Incorporated

Recommendation: Adopt Resolution No. 25-02 authorizing the Board Chair to sign a letter requesting the extension of technical support for critical radio infrastructure to Motorola Solutions Incorporated

Executive Director Swing reported that the item is requested to help ensure that support from Motorola remains ongoing during the equipment replacement process in the six to eight years after the planned end of support. EBRCSA will continue paying for the existing maintenance agreement for support with Motorola.

On motion of Bm. Stepper, seconded by Bm. Covington, and by unanimous vote, the Board approved the item as recommended.

7.4 Consider Adoption of a Resolution to Authorize the Board Chair to Sign and the Executive Director to Implement a Land Lease for a Radio Tower on Walton Lane with the City of Antioch

Recommendation: Adopt Resolution No. 25-03 authorizing the Board Chair to sign, and the Executive Director to implement, a land lease for a radio tower on Walton Lane with the City of Antioch

Executive Director Swing reported that any action by the Board will be brought back to the Antioch City Council for approval. There are two amendments proposed for the Board to consider from the City of Antioch. The City of Antioch is agreeable to the duration of a 20 year lease and is proposing the following changes:

1. \$1.00 annually recurring lease for up to 20 years.
2. The Authority may not rent space on the tower without written permission of the City of Antioch.

On motion of Bm. Calabrigo, seconded by Bm. Stepper, and by unanimous vote, the Board approved the item with additional modification to the terms of the lease agreement to be presented to the Antioch City Council for approval as follows:

1. Extend the lease for an initial term of 20 years with two 10-year extensions for a total term of 40 years
2. EBRCSA will be permitted install equipment for other public safety partners on the tower without the approval of the City of Antioch.

The Board further directed that the Executive Director implement the terms of the lease aligned with the intent of the Board of Directors as provided in the motion.

8. Committee Updates:

8.1 Receive Informational Report on Recent Finance Committee Activities

Bm. Salinas reported on updates.

8.2 Receive Informational Report on Recent Operations Committee Activities

Bm. King reported on updates.

9. Reports:

9.1 Receive Informational Report on Radio Purchase Agreement

Executive Director Swing reported that the Contra Costa County Board of Supervisors approved the radio purchase agreement that provides a 38.95% discount on retail purchasing price of radios. A letter will be sent out to member agencies next week to advise members of ability to begin purchasing the radios.

9.2 Receive Informational Report on Pearl Radio Site Shelter

Executive Director Swing reported that the contract for new radio shelter purchase and approval is anticipated to be brought to the Board in May pending advancement with EBMUD.

10. Agenda Items for Next Meeting:

10.1 Walton Lane Radio Site Plan and Contracts

Bm. Ezell requested an item to discuss encryption with agreement by Bm. Beltran for a status update.

Executive Swing provided a brief overview that in 2020 the Department of Justice (DOJ) required agencies to protect personally identifying information including on radio channels. The DOJ's standard is 256 AES level of encryption, previously at 128 ADP. Most agencies use open non-

encrypted channels. The Authority communicated to its membership about purchasing encryption keys. The Authority's plan is to provide options to agencies to have radio programming at 256 AES encryption. The radio shops are on track to have an encryption effective date in August 2025. Encryption is included in the radios that are offered in the radio purchase agreement at the discounted rate. Executive Director Swing can provide a future report with more information.

Bm. Silva inquired if a budget approval item would be forthcoming. Executive Director confirmed it will be brought to the Board.

11. **Board Comments** – None.

12. **Adjournment**

There being no further business, the meeting was adjourned at 10:52 a.m.



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AGENDA ITEM NO. 4.2

AGENDA STATEMENT BOARD OF DIRECTORS MEETING DATE: MAY 30, 2025

TO: Board of Directors
East Bay Regional Communications System Authority (EBRCSA)

FROM: David Swing, Executive Director 
East Bay Regional Communications System Authority

SUBJECT: System Usage Report

RECOMMENDATION:

Receive report on system usage

SUMMARY/DISCUSSION:

The following report updates the Board of Directors on relevant incidents during the past three months as well as overall system usage. In the past three months the system experienced one unexpected event that impacted system reliability. The incident was the result of microwave failure in the Emeryville area. The radio shop had a replacement part and was able to repair the issue in a timely manner.

The Cirrus Central (CC) program continues to show usage in the low 20% range. The most recent report is included with the board agenda packet. Staff learned the radio system in Los Angeles experienced a 45% increase in system usage at the peak of the firestorms earlier this year. A spike of 45% while managing two simultaneous high-demand events indicates the current system design has sufficient capacity.

The Operations Committee received this report at its May 9, 2025 meeting and recommended it to the Board of Directors. At the same meeting, the Operations Committee asked the Executive Director to evaluate the ability to expand primary police radio dispatch from local cell coverage to system-wide. This request was made realizing the capacity of the system to support more radio traffic. The Executive Director will return at the August, 15, 2025 Operations Committee meeting with a report and recommendation.

**Alameda County Office of Homeland Security and Emergency Services
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System Utilization for CA East Bay RCS

Generated at: 04/20/2025 01:29 GMT-05:00

The report provides the average site resource utilization by call type. You can explore the data by site to help determine if you may need to modify your resources: add a new channel, provision the system differently, etc.

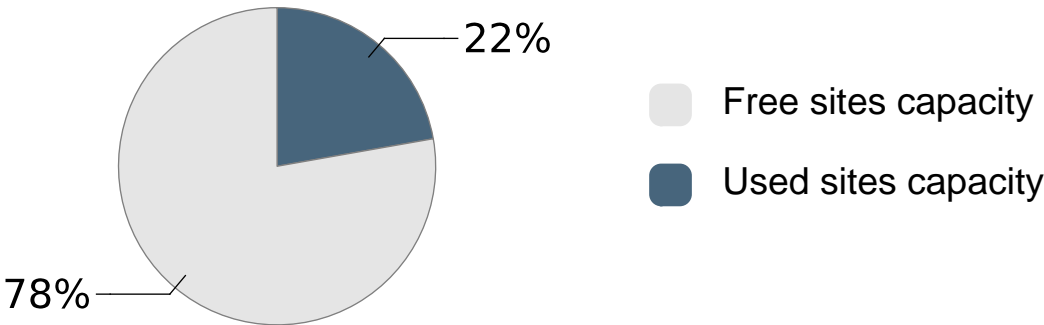
Time range

Context

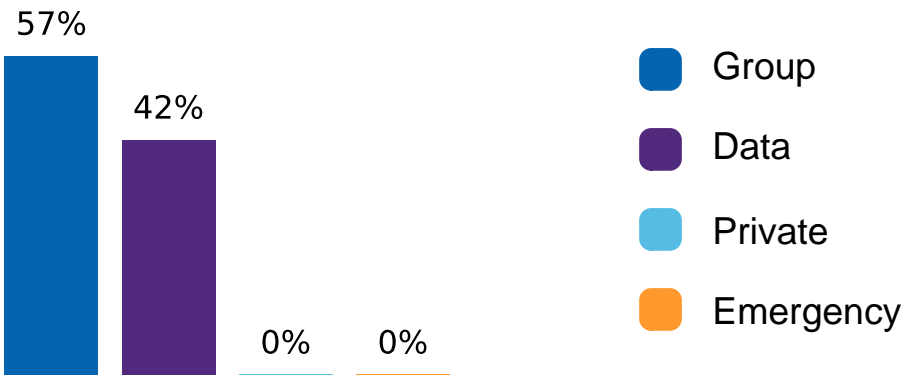
04/13/2025 00:00 GMT-05:00
- 04/19/2025 23:59 GMT-05:00

System

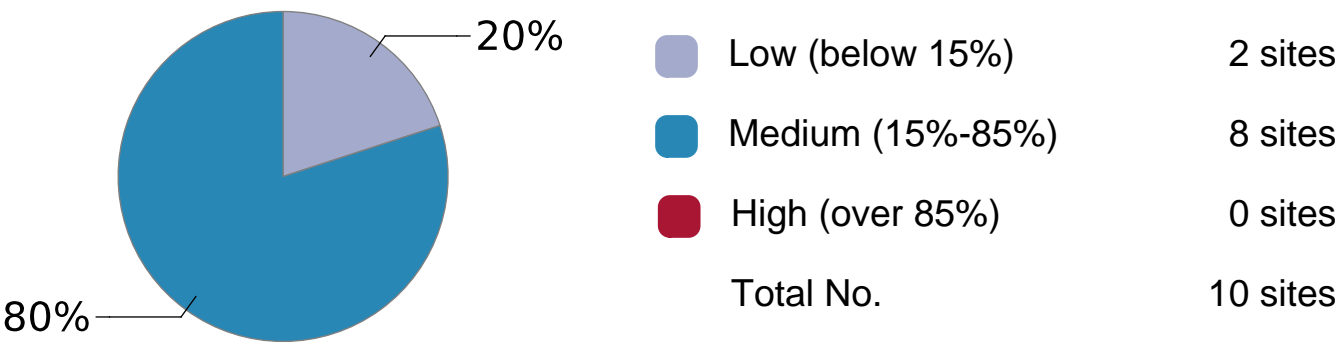
Total utilization



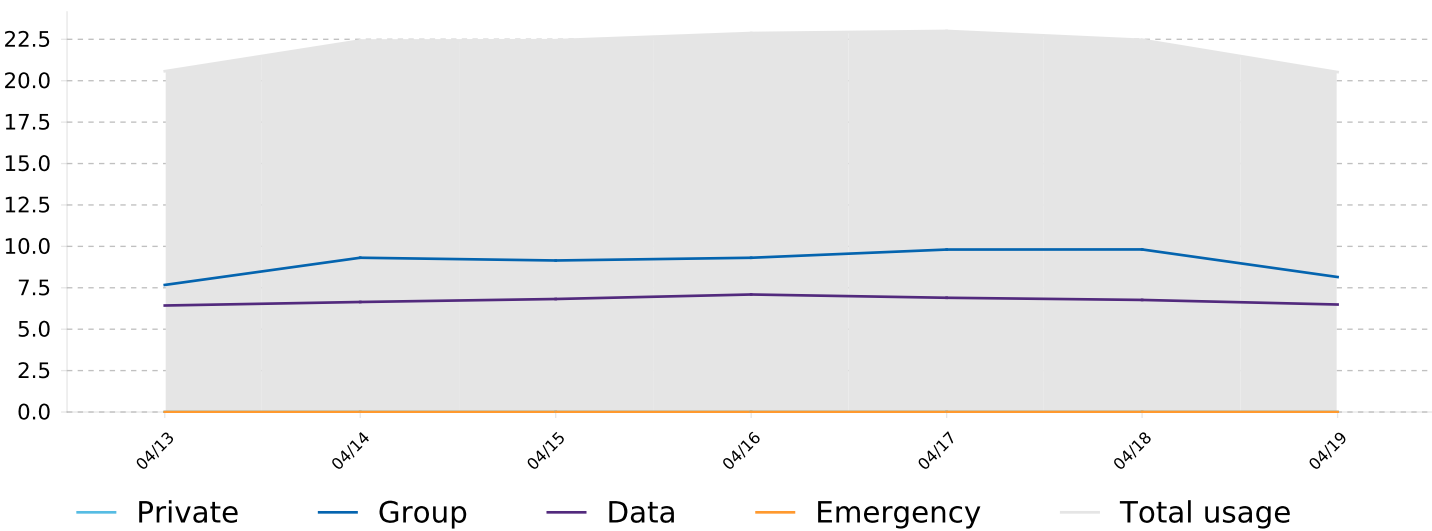
Utilization by call



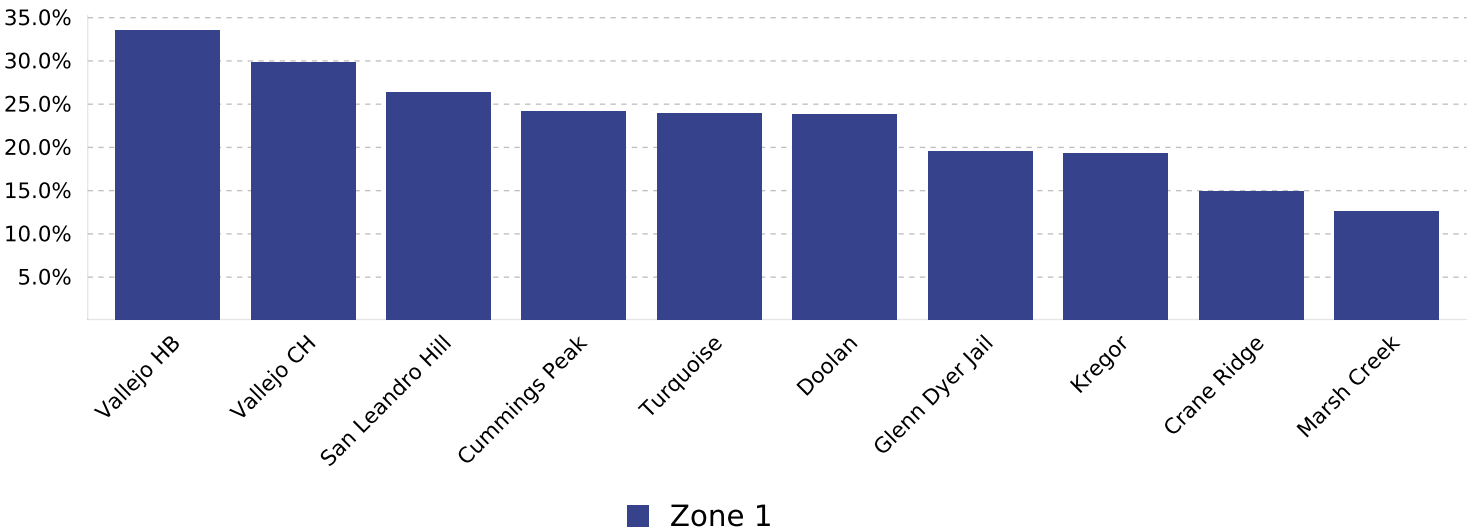
Site utilization level



System utilization over time



Highest utilization by site



System utilization by site

Site ID	Site alias	Zone ID	Available slots	Avg utilized slots	Total utilization %	by:	group calls	private calls	data calls	emergency calls
8	Marsh Creek	1	9	1.1	13 %		1.3	0	0.17	0
7	Crane Ridge	1	11	1.6	15 %		5.1	0	0.74	0
6	Kregor	1	19	3.7	19 %		5.8	0	8.2	0.01
4	Glenn Dyer	1	35	6.8	20 %		11	0	5.7	0.01
2	Doolan	1	23	5.5	24 %		11	0	8.4	0.01
3	Turquoise	1	19	4.6	24 %		6.7	0	8.4	0.01
5	Cummings	1	23	5.6	24 %		11	0	8.6	0.01
1	San Leandro	1	23	6.1	26 %		14	0	8.4	0.01
9	Vallejo CH	1	5	1.5	30 %		2.6	0	7.3	0.01
10	Vallejo HB	1	3	1	34 %		0.24	0	0.02	0



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AGENDA ITEM NO. 4.3

**AGENDA STATEMENT
BOARD OF DIRECTORS
MEETING DATE: MAY 30, 2025**

TO: Board of Directors
East Bay Regional Communications System Authority (EBRCSA)

FROM: David Swing, Executive Director 
East Bay Regional Communications System Authority

SUBJECT: Recommend Write-Off or Revision of Certain Invoices

RECOMMENDATION:

Recommend write-off or revision of certain invoices to Board of Directors

SUMMARY/DISCUSSION:

A review of the Accounts Receivable Aging found several invoices that should be revised or written off. Under Policy 24-02 the Executive Director has directed staff to write off the invoices in Table 1 and is notifying the Board of Directors of the action.

Table 1

Organization	Invoice	Date	Amount
CA Department of Corrections	20230108	07/01/22	\$240.00
Lawrence Livermore Lab	20220170	07/1/21	\$780.00
Livermore Pleasanton Fire Dept	20220171	07/15/21	\$900.00
Lawrence Berkeley National Lab	20190133	12/03/18	\$372.00
CoCo Community College District	201900127	12/03/18	\$30.00
City of Union City	201700032	10/26/16	\$600.00
City of Pleasanton	201700027	10/26/16	\$2,200.00
		Total	\$5,122.00

Additionally, invoice modifications for the City of El Cerrito and Lawrence Berkeley National Lab require the approval of the Board of Directors.

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The City of El Cerrito has two outstanding invoices that total \$218,264 from 2017 and 2018. The Executive Director advised El Cerrito of the outstanding invoices in May 2024. El Cerrito was unaware of the outstanding invoices and researched their radio usage to determine the accuracy of the radio count. El Cerrito has requested a lower radio count of 154 aligned with their 2022 radio count. Staff recommends revising the invoices to reflect a radio count of 179 radios. 179 was the radio count in 2020 that more accurately reflects El Cerrito's radio usage at that time.

Table 2 reflects the outstanding invoices for radio counts and recommended adjustments.

Table 2 – El Cerrito Radio Counts

Year	Radio count	Invoice	Adjusted Count	New Invoice
2017	200	\$112,200	179	\$85,920
2018	204	\$106,064	179	\$92,364

Not included in Table 2 is a \$10,080 credit owed to El Cerrito for an overcharge on the FY2016 invoice. The invoice reflects different numbers for Operating payments and Service payments. The total reduction in the invoiced amount is \$50,060 which requires the approval of the Board of Directors. The Executive Director recommends the revised invoice amounts in the interest of charging for the more accurate number of radios used. El Cerrito intends to pay the revised invoice in July 2025.

The Lawrence Berkeley National Laboratory (LBNL) currently has an outstanding balance of \$9,180 for 17 radios from invoice 20230247. A review of the active radios found that only six radios are active on the system aligned with the maximum contract award of \$3,240.00. Staff recommends revising the invoice amount by \$5,940. This action requires Board approval since it exceeds the 50% threshold.

The Finance Committee recommended the adjustments to the Board of Directors at its May 9, 2025 meeting. The revision of outstanding invoices for the City of El Cerrito and the Lawrence Berkeley National Laboratory are valued at \$56,000. The total revenue off-set for all actions described in this report is \$61,122.



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AGENDA ITEM NO. 7.1

**AGENDA STATEMENT
BOARD OF DIRECTORS
MEETING DATE: MAY 30, 2025**

TO: Board of Directors
East Bay Regional Communications System Authority (EBRCSA)

FROM: David Swing, Executive Director 
East Bay Regional Communications System Authority

SUBJECT: Adoption of FY2025/2026 Operating and Capital Budget

RECOMMENDATION:

Consider Adoption of the Fiscal Year 2025/2026 Operating and Capital Budget

SUMMARY/DISCUSSION:

The Alameda County Auditor's Office prepared the proposed EBRCSA FY2025/26 Operating and Capital budget. The Finance Committee reviewed the budget at its May 9, 2025 meeting and recommended its approval to the Board of Directors. The proposed operating budget is \$234,000 lower than FY2024/2025 based on a review of historical spending and anticipated spending for the coming year. The Executive Director is confident that the proposed budget has sufficient funds to cover normal operating expenses.

RECOMMENDATION:

It is recommended that the Board of Directors adopt the FY2025/2026 Operating and Capital Budget.

Attachments:

1. Proposed Fiscal Year 2025/2026 Budget
2. 10 Year Cash Flow Projection

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HIGHLIGHTS:

REVENUES - \$10.14M

- \$813,000 increase in revenues
 - Rates increased from \$31 per radio per month to \$34 per radio per month for members who do not pay service dues
 - No significant changes in membership or radio counts

EXPENSES - \$11.08M

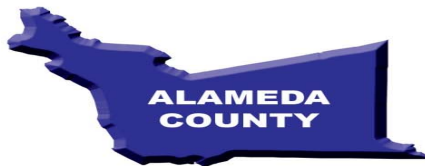
- \$234,000 decrease in operating expenses
 - \$117,000 net decrease in Motorola contract expenses
 - \$65,000 decrease in microwave maintenance to align with Aviat contract
- \$4.06M in capital outlay
 - \$1.87M for the TDMA and Microwave upgrades
 - \$1.75M for Walton Lane simulcast site
 - \$400,000 for Pearl radio shelter
 - \$45,000 for DC power upgrades
- \$650,000 in debt service

CHANGE IN NET POSITION – decrease of \$940,000

- Projected savings of \$4.59 million in net position when comparing FY24-25 budget to actual revenues and expenses
- Use of net position in FY25-26 decreases capital reserves by \$1.15 million

PROJECTED RESERVES

- Operating - \$1.59M
- Debt - \$1.00M
- Capital - \$12.66M
- Total - \$15.25M



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BUDGET **FISCAL YEAR 2025-26**

Operating revenues

Operating dues	\$ 8,266,000
Service dues	1,512,000
Total operating revenues	<u>9,778,000</u>

Operating expenses

Administration	327,000
Audit fees	26,000
Contingency	100,000
Insurance	95,000
Lease	81,000
Legal	33,000
Licenses and permits	10,000
Membership fees	5,000
Maintenance	5,350,000
Security	39,000
Utilities	293,000
Website hosting	6,000
Total operating expenses	<u>6,365,000</u>

Operating income	3,413,000
Interest income	360,000
Capital outlay	(4,063,000)
Debt service	(650,000)
Change in net position	<u>\$ (940,000)</u>

Assumption:	Operating payments	12,600 radio count at \$34 per month per radio
		8,400 radio count at \$31 per month per radio
	Service payments	8,400 radio count at \$15 per month per radio

EAST BAY REGIONAL COMMUNICATIONS SYSTEM AUTHORITY
EXPENDITURE DETAIL
FISCAL YEAR 2025-2026

	FY22-23	FY23-24	FY24-25	FY24-25	FY25-26
	Actuals	Actuals	Budget	Projected	Proposed
OPERATING EXPENSES					
Administration					
Executive director	\$ 256,305	\$ 274,958	\$ 263,000	\$ 257,000	\$ 270,000
Administrative assistant	14,847	26,263	40,000	9,000	20,000
Training	-	-	30,000	-	20,000
Planning	-	-	-	-	-
Travel	300	-	7,000	-	7,000
Miscellaneous	34,936	2,718	13,000	4,000	10,000
Audit fees	17,820	19,305	26,000	20,000	26,000
Contingency	-	-	100,000	-	100,000
Insurance	72,168	83,699	108,000	87,000	95,000
Lease	69,050	71,644	81,000	74,000	81,000
Legal	14,694	76,242	33,000	14,000	33,000
Licenses and permits	-	1,752	20,000	2,000	10,000
Membership fees	9,194	9,025	13,000	2,000	5,000
Maintenance					
Astro maintenance	-	1,468,243	1,540,000	1,521,000	1,601,000
Astro SUA	-	1,358,657	1,410,000	1,386,000	1,436,000
MPLS	-	96,267	102,000	99,000	106,000
NICE SUA & Maintenance	-	320,560	310,000	283,000	310,000
MDR	-	288,099	305,000	299,000	315,000
Cirrus Central	-	-	-	-	62,000
Service agreement	1,098,062	-	-	-	-
Software maintenance (SUA II)	978,249	163,209	-	-	-
Network administration	266,380	-	280,000	-	-
HVAC maintenance	35,192	12,734	75,000	46,000	75,000
Generator maintenance	18,078	5,813	69,000	49,000	50,000
ALCO general maintenance	600,000	600,000	600,000	600,000	600,000
COCO general maintenance	251,133	495,498	345,000	266,000	345,000
CSI telecommunications	19,913	81,790	260,000	146,000	260,000
Microwave maintenance	33,245	63,511	215,000	85,000	150,000
Miscellaneous	4,086	7,467	20,000	18,000	40,000
Security	21,144	38,507	35,000	34,000	39,000
Utilities	181,381	210,581	293,000	235,000	293,000
Website hosting	3,400	3,400	6,000	3,000	6,000
Total operating expenses	3,999,577	5,779,942	6,599,000	5,539,000	6,365,000
CAPITAL OUTLAY					
Encryption Upgrade	1,395,783	149,600	-	-	-
Security	29,946	-	-	-	-
Control Station	27,531	-	-	-	-
Microwave Network Upgrade	865,690	96,188	866,000	-	-
Walton Lane Simulcast Site	-	-	1,746,000	-	1,746,000
TDMA/Microwave Upgrade	1,663,030	1,871,240	1,872,000	1,871,000	1,872,000
DC Power Upgrade	91,697	3,030	250,000	71,000	45,000
Dispatch Consoles	-	9,759	25,000	-	-
Pearl Radio Shelter	-	-	-	-	400,000
Total capital outlay	4,073,677	2,129,817	4,759,000	1,942,000	4,063,000
DEBT SERVICE					
Principal	532,000	553,000	585,000	577,000	600,000
Interest	115,006	93,390	65,000	73,000	50,000
Total debt service	\$ 647,006	\$ 646,390	\$ 650,000	\$ 650,000	\$ 650,000

1. TDMA Upgrade is the annual payment for the Change Order approved by the Board of Directors
2. DC Power Upgrade is an annual amount to replace the batteries in various locations

EAST BAY REGIONAL COMMUNICATIONS SYSTEM AUTHORITY

PROJECTED CASH RESERVE BALANCES

FISCAL YEAR 2025-2026

	FY24-25 Final Budget	FY24-25 Projected	FY25-26 Budget
Operating Reserve			
Beginning balance	\$ 1,445,000	\$ 1,445,000	\$ 1,384,750
Operating dues	7,453,000	7,751,000	8,266,000
Interest	360,000	566,000	360,000
Operating expenses	(6,599,000)	(5,539,000)	(6,365,000)
Transfer to Capital Reserve	(1,009,250)	(2,838,250)	(2,054,500)
Ending Balance	1,649,750	1,384,750	1,591,250
Debt Service Reserve			
Beginning balance	1,000,000	1,000,000	1,000,000
Service dues	1,512,000	1,719,000	1,512,000
Debt service	(650,000)	(650,000)	(650,000)
Transfer to Capital Reserve	(862,000)	(1,069,000)	(862,000)
Ending Balance	1,000,000	1,000,000	1,000,000
Capital Reserve			
Beginning balance	11,843,000	11,843,000	13,808,250
Transfer from other reserves	1,871,250	3,907,250	2,916,500
Capital outlay	(4,759,000)	(1,942,000)	(4,063,000)
Ending Balance	8,955,250	13,808,250	12,661,750
Total Reserve Balance	\$ 11,605,000	\$ 16,193,000	\$ 15,253,000

1. Operating Reserve Balance is equal to 25% of operating expenses
2. Debt Reserve Balance is set to equal \$1,000,000 every fiscal year
3. Capital Reserve Balance is the projected remaining cash after the Operating and Debt Reserve requirements have been met

EAST BAY REGIONAL COMMUNICATIONS SYSTEM AUTHORITY
10 YEAR CASH FLOW PROJECTION

Operating Dues Rate (no service dues)	31	34	37	40	43	46	46	46	46	46	46
Operating Dues Rate (service dues)	31	31	31	46	46	46	46	46	46	46	46

	FY 2024-25 Projected	FY 2025-26 Budget	FY 2026-27 Forecast	FY 2027-28 Forecast	FY 2028-29 Forecast	FY 2029-30 Forecast	FY 2030-31 Forecast	FY 2031-32 Forecast	FY 2032-33 Forecast	FY 2033-34 Forecast	FY 2034-35 Forecast
Operating Reserve											
Balance - beginning	1,445,000	1,384,750	1,591,250	1,651,970	1,733,629	1,777,594	1,838,146	1,899,803	1,963,430	2,029,436	2,097,906
Receipts from members	8,317,000	8,626,000	9,079,000	11,045,000	11,498,000	11,952,000	11,952,000	11,952,000	11,952,000	11,952,000	11,952,000
Payments to suppliers	(5,539,000)	(6,365,000)	(6,607,880)	(6,934,516)	(7,110,376)	(7,352,583)	(7,599,211)	(7,853,719)	(8,117,744)	(8,391,626)	(8,674,359)
Transfer to Capital Reserve	(2,838,250)	(2,054,500)	(2,410,400)	(4,028,825)	(4,343,659)	(4,538,865)	(4,291,132)	(4,034,654)	(3,768,250)	(3,491,904)	(3,206,957)
Balance - ending	1,384,750	1,591,250	1,651,970	1,733,629	1,777,594	1,838,146	1,899,803	1,963,430	2,029,436	2,097,906	2,168,590

Debt Service Reserve

Balance - beginning	1,000,000	1,000,000	1,000,000	1,000,000	-	-	-	-	-	-	-
Service dues	1,719,000	1,512,000	1,512,000	-	-	-	-	-	-	-	-
Principal	(577,000)	(600,000)	(623,000)	-	-	-	-	-	-	-	-
Interest	(73,000)	(50,000)	(27,000)	-	-	-	-	-	-	-	-
Transfer to Capital Reserve	(1,069,000)	(862,000)	(862,000)	(1,000,000)	-	-	-	-	-	-	-
Balance - ending	1,000,000	1,000,000	1,000,000	-	-	-	-	-	-	-	-

Capital Reserve

Balance - beginning	11,843,000	13,808,250	12,661,750	13,947,150	16,988,975	21,257,634	25,736,499	23,252,831	20,512,685	17,494,135	14,199,239
Transfer from other reserves	3,907,250	2,916,500	3,272,400	5,028,825	4,343,659	4,538,865	4,291,132	4,034,654	3,768,250	3,491,904	3,206,957
Capital	(1,942,000)	(4,063,000)	(1,987,000)	(1,987,000)	(75,000)	(60,000)	(6,774,800)	(6,774,800)	(6,786,800)	(6,786,800)	(6,786,800)
Balance - ending	13,808,250	12,661,750	13,947,150	16,988,975	21,257,634	25,736,499	23,252,831	20,512,685	17,494,135	14,199,239	10,619,396

TOTAL RESERVE BALANCE

16,193,000	15,253,000	16,599,120	18,722,604	23,035,228	27,574,645	25,152,634	22,476,115	19,523,571	16,297,145	12,787,986
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SUPPLEMENTARY SCHEDULE FOR PAYMENTS TO SUPPLIERS

Administration	(270,000)	(327,000)	(340,080)	(353,683)	(367,830)	(382,543)	(397,845)	(413,759)	(430,309)	(447,521)	(465,422)
Audit fees	(20,000)	(26,000)	(27,040)	(28,122)	(29,247)	(30,417)	(31,634)	(32,899)	(34,215)	(35,584)	(37,007)
Contingency	-	(100,000)	(100,000)	(100,000)	(100,000)	(100,000)	(100,000)	(100,000)	(100,000)	(100,000)	(100,000)
Insurance	(87,000)	(95,000)	(98,800)	(102,752)	(106,862)	(111,136)	(115,581)	(120,204)	(125,012)	(130,012)	(135,212)
Legal	(14,000)	(33,000)	(34,320)	(35,693)	(37,121)	(38,606)	(40,150)	(41,756)	(43,426)	(45,163)	(46,970)
Lease	(74,000)	(81,000)	(84,240)	(87,610)	(91,114)	(94,759)	(98,549)	(102,491)	(106,591)	(110,855)	(115,289)
Licenses and permits	(2,000)	(10,000)	(10,400)	(10,816)	(11,249)	(11,699)	(12,167)	(12,654)	(13,160)	(13,686)	(14,233)
Membership fees	(2,000)	(5,000)	(5,200)	(5,408)	(5,624)	(5,849)	(6,083)	(6,326)	(6,579)	(6,842)	(7,116)
Maintenance											
Astro Maintenance	(1,521,000)	(1,601,000)	(1,677,000)	(1,731,000)	(1,801,000)	(1,855,030)	(1,910,681)	(1,968,001)	(2,027,041)	(2,087,852)	(2,150,488)
Astro SUA	(1,386,000)	(1,436,000)	(1,480,000)	(1,510,000)	(1,550,000)	(1,596,500)	(1,644,395)	(1,693,727)	(1,744,539)	(1,796,875)	(1,850,781)
MPLS	(99,000)	(106,000)	(110,000)	(115,000)	(130,000)	(133,900)	(137,917)	(142,055)	(146,317)	(150,707)	(155,228)
NICE SUA & Maintenance	(283,000)	(310,000)	(330,000)	(355,000)	(380,000)	(391,400)	(403,142)	(415,236)	(427,693)	(440,524)	(453,740)
MDR	(299,000)	(315,000)	(330,000)	(345,000)	(360,000)	(370,800)	(381,924)	(393,382)	(405,183)	(417,338)	(429,858)
Cirrus Central	-	(62,000)	(64,480)	(67,059)	(69,741)	(72,531)	(75,432)	(78,449)	(81,587)	(84,850)	(88,244)
HVAC	(46,000)	(75,000)	(78,000)	(81,120)	(84,365)	(87,740)	(91,250)	(94,900)	(98,696)	(102,644)	(106,750)
Generators	(49,000)	(50,000)	(52,000)	(54,080)	(55,563)	(57,786)	(60,097)	(61,821)	(64,294)	(67,546)	(70,248)
ALCO maintenance	(600,000)	(600,000)	(624,000)	(648,960)	(674,918)	(701,915)	(729,992)	(759,192)	(789,560)	(821,142)	(853,988)
COCO maintenance	(266,000)	(345,000)	(358,800)	(373,152)	(388,078)	(403,601)	(419,745)	(436,535)	(453,996)	(472,156)	(491,042)
CSI telecommunications	(146,000)	(260,000)	(270,400)	(281,216)	(292,465)	(304,164)	(316,331)	(328,984)	(342,143)	(355,829)	(370,062)
Microwave maintenance	(85,000)	(150,000)	(140,000)	(240,000)	(150,000)	(160,000)	(166,400)	(173,056)	(179,978)	(187,177)	(194,664)
Miscellaneous	(18,000)	(40,000)	(41,600)	(43,264)	(44,995)	(46,795)	(48,667)	(50,614)	(52,639)	(54,745)	(56,935)
Security	(34,000)	(39,000)	(40,560)	(42,182)	(43,869)	(45,624)	(47,449)	(49,347)	(51,321)	(53,374)	(55,509)
Utilities	(235,000)	(293,000)	(304,720)	(316,909)	(329,585)	(342,768)	(356,479)	(370,738)	(385,568)	(400,991)	(417,031)
Web site hosting	(3,000)	(6,000)	(6,240)	(6,490)	(6,750)	(7,020)	(7,301)	(7,593)	(7,897)	(8,213)	(8,542)
Payments to suppliers	(5,539,000)	(6,365,000)	(6,607,880)	(6,934,516)	(7,110,376)	(7,352,583)	(7,599,211)	(7,853,719)	(8,117,744)	(8,391,626)	(8,674,359)

EAST BAY REGIONAL COMMUNICATIONS SYSTEM AUTHORITY
10 YEAR CAPITAL CASH FLOW PROJECTION

	FY 2024-25 Projected	FY 2025-26 Budget	FY 2026-27 Forecast	FY 2027-28 Forecast	FY 2028-29 Forecast	FY 2029-30 Forecast	FY 2030-31 Forecast	FY 2031-32 Forecast	FY 2032-33 Forecast	FY 2033-34 Forecast	FY 2034-35 Forecast
Capital Reserve											
Balance - beginning	11,843,000	13,808,250	12,661,750	13,947,150	16,988,975	21,257,634	25,736,499	23,252,831	20,512,685	17,494,135	14,199,239
Transfer from other reserves	3,907,250	2,916,500	3,272,400	5,028,825	4,343,659	4,538,865	4,291,132	4,034,654	3,768,250	3,491,904	3,206,957
Capital projects:											
Walton Lane Simulcast Site	-	(1,746,000)	-	-	-	-	-	-	-	-	-
TDMA/Microwave Upgrade	(1,871,000)	(1,872,000)	(1,872,000)	(1,872,000)	-	-	-	-	-	-	-
DC Power Upgrade	(71,000)	(45,000)	-	-	-	-	-	-	-	-	-
Pearl Radio Shelter	-	(400,000)	-	-	-	-	-	-	-	-	-
Repeater Replacement Equipment	-	-	-	-	-	-	(3,000,000)	(3,000,000)	(3,000,000)	(3,000,000)	(3,000,000)
Console Replacement Equipment	-	-	-	-	-	-	(1,800,000)	(1,800,000)	(1,800,000)	(1,800,000)	(1,800,000)
Prime Site Controller Replacement Equipment	-	-	-	-	-	-	(300,000)	(300,000)	(300,000)	(300,000)	(300,000)
Motorola implement Costs for "Platform Migrations	-	-	-	-	-	-	(1,432,800)	(1,432,800)	(1,432,800)	(1,432,800)	(1,432,800)
County/Other Labor for Motorola "Platform Migrations"	-	-	-	-	-	-	(90,000)	(90,000)	(90,000)	(90,000)	(90,000)
Shelter Repairs and Improvements	-	-	(10,000)	(10,000)	(10,000)	(10,000)	(10,000)	(10,000)	(10,000)	(10,000)	(10,000)
Generator Replacements	-	-	(40,000)	(40,000)	-	-	(80,000)	(80,000)	(80,000)	(80,000)	(80,000)
Dehydrator Replacements	-	-	(18,000)	(18,000)	(18,000)	(18,000)	(18,000)	(18,000)	(18,000)	(18,000)	(18,000)
Coaxial and WG Replacements Allowment	-	-	(4,000)	(4,000)	(4,000)	(4,000)	(4,000)	(4,000)	(4,000)	(4,000)	(4,000)
Antenna Replacement Allowment	-	-	(3,000)	(3,000)	(3,000)	(3,000)	(3,000)	(3,000)	(3,000)	(3,000)	(3,000)
DC Rectifier Replacements	-	-	(20,000)	(20,000)	(20,000)	(5,000)	(5,000)	(5,000)	(5,000)	(5,000)	(5,000)
Battery Replacements	-	-	-	-	-	-	(12,000)	(12,000)	(24,000)	(24,000)	(24,000)
Allowance for miscellaneous replacements	-	-	(20,000)	(20,000)	(20,000)	(20,000)	(20,000)	(20,000)	(20,000)	(20,000)	(20,000)
Balance - ending	13,808,250	12,661,750	13,947,150	16,988,975	21,257,634	25,736,499	23,252,831	20,512,685	17,494,135	14,199,239	10,619,396



East Bay Regional Communications System Authority




Participating agencies include Alameda and Contra Costa Counties and the following cities and special districts: Alameda, Albany, Antioch, Berkeley, Brentwood, Clayton, Concord, Danville, Dublin, El Cerrito, Emeryville, Fremont, Hayward, Hercules, Lafayette, Livermore, Martinez, Moraga, Newark, Oakley, Pinole, Pittsburg, Pleasant Hill, Pleasanton, Richmond, San Leandro, San Pablo, San Ramon, Union City, Walnut Creek, East Bay Regional Park District, Kensington Police Community Services District, Moraga-Orinda Fire District, Rodeo-Hercules Fire District, San Ramon Valley Fire District, University of California, Berkeley and California Department of Transportation

AGENDA ITEM NO. 7.2

AGENDA STATEMENT BOARD OF DIRECTORS MEETING DATE: MAY 30, 2025

TO: Board of Directors
East Bay Regional Communications System Authority (EBRCSA)

FROM: David Swing, Executive Director 
East Bay Regional Communications System Authority

SUBJECT: Consider Adoption of a Resolution to Approve the Revised By-Laws of the East Bay Regional Communications System Authority

RECOMMENDATIONS:

Consider Adoption of a Resolution to Approve the Revised By-Laws of the East Bay Regional Communications System Authority

SUMMARY/DISCUSSION:

At the December 6, 2024 Board of Directors meeting, the Board asked the Executive Director to evaluate the sufficiency of the Executive Director's spending authority. The spending authority was established in the EBRCSA by-laws requiring a by-law revision to change the spending authority. Since the by-laws were last amended in 2011, the Finance and Operations Committees recommended a comprehensive by-law review.

At the February 28, 2025 Board of Directors meeting, the Board voted to establish a working committee to review the by-laws and return with recommended revisions. The working committee consisted of members of the Operations and Finance Committees. The working committee reviewed the current by-laws, the EBRCSA Joint Powers Agreement (JPA) and other relevant documents.

After discussing the recommended changes, the EBRCSA General Counsel reviewed the recommendations and provided additional input. The proposed changes from the working committee and General Counsel are included in the attachments. The Operations and Finance

**Alameda County Office of Homeland Security and Emergency Services
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East Bay Regional Communications System Authority



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Committees reviewed the proposed changes, reached consensus on the recommended revisions and recommended the revised by-laws to the Board of Directors for approval.

The current and revised by-laws are included as Attachments 1-3.

In addition to technical changes throughout the document, some of the substantive recommended changes include:

- Removed references to the JPA Agreement and incorporated language from the JPA Agreement into the by-laws. The JPA Agreement is a separate document.
- Amended introductory paragraphs to delete unnecessary text and include historical changes.
- Article I: Defined Member, Subscriber and Mutual Aid Partner
- Article I: Defined Represented Organization
- Article III: Removed "Notices" as not needed, replaced with Membership Section which expands definitions of Members, Subscribers and Mutual Aid Partners
- Article IV: Added Board composition to the by-laws – taken from JPA Agreement
- Article IV: Defined the roles of Director and Alternates
- Article V: Reordered the text and defined roles of Officers
- Article VI: Moved Committees of the Board from Article VIII to Article VI
- Article VI: Removed the position of Board Chair and Vice-Chair from Committees, moved Special District seat from Finance to Operations and added an at-large member to Finance Committee.
- Article VI: Added designee for most committee position titles and required designees to be members of the governing body
- Article VI: Removed language related to assignment of alternates for the Committees
- Article VI: Clarified language for committee voting and composition
- Article VI: Removed \$25,000 spending authority of Operations Committee
- Article VI: Removed \$25,000 spending authority of Finance Committee
- Article VI: Removed Technical Advisory Committee (TAC) language and constituted the TAC elsewhere to ensure Brown Act compliance
- Article VII: Clarified meeting procedures and voting requirements
- Article VII: Added language to set expectations of attendance
- Article XIII: Memorialized the intent of the Board of Directors that the Executive Director, Secretary to the Board and General Counsel have a consultant relationship – not a direct employment relationship
- Article XIII: Added the ability to form ad-hoc working group to the authority of the Executive Director

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East Bay Regional Communications System Authority



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- Article XIII: Replaced 8.2 with defined role of the Secretary to the Board
- Article XIII: Replaced 8.3 with defined role of the General Counsel
- Article XIII: Removed 8.4 – spending authority of Executive Director
- Article IX: Clarified the role of the Auditor and relationship to the Board
- Article IX: Moved language related to budget revision to the Fiscal Policy
- Article IX: Clarified purchasing rules follow the EBRCSA fiscal policy
- Article X: Moved legal notices from Article VII to Article X

Attachments:

1. Current EBRCSA by-laws
2. Proposed revised by-laws
3. Side by side comparison of by-law changes
4. Resolution

East Bay Regional Communications System Authority	1
Adopted Bylaws	
Amended by Reso No 08-14, 11/21/08	
Amended by Reso No 09-03, 02/20/09	
Amended by Reso No 10-08, 06/18/10	
Amended by Reso No 11-19, 10/21/11	

BYLAWS

EAST BAY REGIONAL COMMUNICATIONS SYSTEM AUTHORITY

The East Bay Regional Communications System Authority (hereafter the "Authority") is a cooperative agency voluntarily established by its members pursuant to the Joint Exercise of Powers Act of the Government Code of the State of California, for the purpose of acquiring, planning, designing, constructing, operating and maintaining a P25 compliant or equivalent communications system serving Alameda and Contra Costa Counties and their individual political jurisdictions.

Pursuant to Section 11 of the Joint Exercise of Powers Agreement for the Authority (hereafter the "Agreement") dated September 11, 2007, by and between the following members:

Alameda County, Contra Costa County, Alameda, Albany, Dublin, Emeryville, Fremont, Hayward, Livermore, Newark, Pleasanton, San Leandro, Union City, Brentwood, Clayton, Concord, Danville, El Cerrito, Hercules, Martinez, Moraga, Oakley, Pittsburg, Pinole, Pleasant Hill, Richmond, San Pablo, San Ramon, Walnut Creek, Kensington Police Community Services District, San Ramon Valley Fire Protection District, Rodeo-Hercules Fire Protection District, East Bay Regional Parks District

These By-Laws were adopted by the Board of Directors for the Authority by:
Resolution No. 07-5 adopted on December 7, 2007

Article I: Definitions

- A. **"Agreement"** shall mean the Joint Powers Authority agreement
- B. **"Board"** shall mean the 23 member Board of Directors
- C. **"Operations Committee"** shall mean the Operations Committee identified in Section 8.1 of the Bylaws
- D. **"Finance Committee"** shall mean the Finance Committee identified in Section 8.1 of the Bylaws
- E. **"Quorum"** shall mean a majority of the Board Members (12)
- F. **"Technical Advisory Committee"** shall mean the Technical Advisory Committee identified in Article VIII, Section 8.1 of the Bylaws

Article II: Principal Office

Section 2.1. The principal office for the transaction of business of the Authority is hereby fixed and located at:

Alameda County Office of Homeland Security and Emergency Services
4985 Broder Blvd.
Dublin CA. 94568

Article III: Notice

Section 3.1. Notice from one member agency to another shall be given as provided in Section 16 of the Agreement. Member agencies may change the address to which notices shall be sent by giving notice of such change to all other member agencies at least thirty (30) days prior to the effective date of such change.

Article IV: Board of Directors

Section 4.1. The Authority shall be governed by a Board of Directors (hereafter the "Board") consisting of twenty-three (23) Directors. Each Director shall have an alternate that will be appointed by their representative organization. Alternates, once selected, can serve to fill any vacancy of a Director for their represented organization/county. Directors and their alternates shall, at the time of their appointment and for the duration of their service on the Board, be employees or officers of their member agencies. Alternates shall serve as Directors in the absence of their respective Directors and shall exercise all duties and responsibilities thereof. Each Director and each alternate shall serve at the pleasure of the appointing entity and may be removed by the appointing entity at any time without notice.

Section 4.2. The Directors shall represent the entities and be appointed as set forth in Section 6a of the Agreement.

Section 4.3. A resignation of a Director or alternate shall be in writing and filed with the East Bay Regional Communications System Executive Director.

Section 4.4. The alternate may not participate and/or vote at a meeting attended by the appointed Board member.

Section 4.5. Directors and alternates are the only ones eligible to represent their Board position including participation and voting at the Board of Directors meetings.

Section 4.6. Director and alternate vacancies shall be timely filled by the applicable appointing entity, and officer vacancies shall be timely filled by the applicable electing or appointing entity.

Article V: Presiding Officers

Section 5.1. The officers shall be a Chair, and Vice-Chair. The duties, and term, as applicable, are as set forth in Section 6 Administration c. Procedures (*Procedures.*(1) *The Board shall elect annually a Chair from among its membership to preside at meetings and shall select a Secretary who may, but need not, be a Director. The Board may, from time to time, elect such other officers as the Board shall deem necessary or convenient to conduct the affairs of the Authority.*) of the Agreement. In the absence of the Chair, the Board shall be presided over by the Vice-Chair, who shall be elected annually from among the Board's membership. The election of the Chair and Vice Chair will be accomplished pursuant to the process outlined in Section 5.3 of the Bylaws. The Board will appoint a Secretary as set forth 6.c of the Agreement to provide minutes of the meetings, as outlined in Section 6. Administration b. Meetings (4) (*(4) Minutes. The Secretary of the Authority shall cause minutes of all meetings of the Board to be kept and shall, as soon as possible after each meeting, cause a copy of the minutes to be forwarded to each Director, the Members, and other parties upon request.*) of the Agreement. The Secretary will not be a Board member.

Section 5.2. The positions of Chair and Vice Chair will be filled by a representative from each county. If the Chair is from Alameda County, the Vice Chair will be from Contra Costa. If the Chair is from Contra Costa, the Vice Chair will be from Alameda.

Section 5.3 The Board of Directors will receive nominations from sitting members of the Board to fill the positions of Chair and Vice Chair at a meeting of the Board. The Board will vote on the nominations for Chair and Vice Chair following Robert's Rules of Order. The newly elected Chair and Vice Chair will assume their positions at the conclusion of the meeting, and will continue in the positions for one year.

Article VI: Meetings

Section 6.1. The procedures for Board meetings shall be as set forth in Section 6 Administration b. Meetings

b. Meetings.

(1) *Regular Meetings. The Board shall by resolution establish the number of regular meetings to be held each year and the date, hour and location at which such regular meetings shall be held; provided, that the Board shall meet at least once every year.*

(2) *Special Meetings. Special meetings of the Board may be called in accordance with the provisions of the Ralph M. Brown Act (Government Code Section 54950 et seq.).*

(3) *Conduct of Meetings. All meetings of the Board shall be held in accordance with the Ralph M. Brown Act (Government Code Section 54950 et seq.).*

(4) *Minutes. The Secretary of the Authority shall cause minutes of all meetings of the Board to be kept and shall, as soon as possible after each meeting, cause a copy of the minutes to be forwarded to each Director, the Members, and other parties upon*

request.

(5) Quorum. Twelve (12) Directors of the Board shall constitute a quorum for the transaction of business. Except as provided in Section 7 below, actions of the Board shall require the affirmative vote of a majority of the entire Board (i.e., twelve (12) affirmative votes). of the Agreement.

Section 6.2. Committee meetings will be posted on the web site and meeting notices will be sent to Board members and alternates by email.

Section 6.3. Agendas and Minutes of all meetings will be posted on the web site.

Article VII: Legal Notices

Section 7.1. All legal notices required by the Government Code shall be published in one or more newspapers of general circulation or posted according to state law.

Article VIII: Authority Organization

Section 8.1. In Section 5. Duties (f) *(f. To establish within six (6) months of the execution of this Agreement ad hoc operational and technical committees as necessary to consider and recommend to the Board of Directors system implementation issues.)* the Board is directed to form committees as necessary to provide recommendations and direction on issues relating to the EBRCS. In order to provide recommendations to the full Board of Directors on operational and financing issues, and provide day to day oversight, standing Operational and Finance committees will be formed as standing committees of the Board, and the committees will be required to follow the Brown Act. Agendas and minutes of the committee meetings will be made available on the web site. The committees will be made up of Board members and/or alternates, with representation and authority as listed below.

In the event that neither a Board member nor his or her designated alternate can attend a committee meeting, alternates to the Finance and Operations Committees will be selected first by discipline from Board members or alternate Board members from the appropriate county. If the Executive Director receives notice of the absence of a committee member, the Executive Director will contact Board members or alternates from the appropriate discipline or county. If no one from the discipline is able to attend, the Executive Director will contact Board members and/or alternates from the appropriate county until a replacement can be found.

Operations Committee: The Operations Committee will have 7 members and be responsible for review of system operational and technical issues including but not

limited to the review of existing technology, system upgrades, implementation of new technology, and provide support for the existing system implementation. The operations committee can appoint ad hoc committees when it needs to bring in additional expertise to address issues. The operations committee will also be able to approve expenditures up to \$25,000 without approval of the full Board of Directors. They will make recommendations to the Board through the Executive Director.

Operations Committee Representation:

Board Chair or Vice Chair
 2 Police Chiefs (one from each county)
 2 Fire Chiefs (one from each county)
 2 Sheriff's (one from each county)

Finance Committee: The Finance Committee will have 8 members and be responsible for the development of a budget, and review of financing options in order to develop a financing plan. The committee will also develop recommendations for subscriber unit pricing to account for the ongoing operations, upgrades and replacement. The Finance Committee will also be able to approve expenditures up to \$25,000 without approval of the full Board of Directors. They will make recommendations to the Board on finance issues through the Executive Director.

Finance Committee Representation:

Board Chair or Vice Chair
 2 City Managers (one from each county)
 2 Elected Officials (one from each county)
 2 County (one from each county)
 1 Special District

Technical Advisory Committee: The Technical Advisory Committee will have 10 to 20 members, consisting of Fire Protection, Law Enforcement and Radio Technicians constituting balanced representation of Alameda County and Contra Costa County, and the EBRCSA Executive Director, for the purpose of providing technical expertise and advice to the Operations Committee and/or the EBRCSA Board on operational decisions to be made in connection with implementation of the EBRCSA P-25 compliant or equivalent communications system.

Article IX: Staff

Section 9.1. There will be an Executive Director of the EBRCS who will be responsible for the general management, administration, direction and development of the Authority's operations and procedures on a daily basis, including grant applications, acquisitions of equipment, financial administration, meeting administration, recordkeeping, all facilities, employees, consultants, and their respective uses.

Section 9.2. The Executive Director will be appointed by a majority of the Board of Directors and may be removed by a majority of the Board of Directors.

Section 9.3. The Executive Director working through designated member agencies shall be responsible for employment practices, and the administration of all approved policies regarding employee compensation, leave, and other personnel matters. The Executive Director will bring to the Board a resolution adopting the personnel practices of one of the member agencies.

Section 9.4. The Executive Director, upon the approval of the Board Chair or Vice Chair, will be able to approve certain expenditures up to \$25,000 without approval of the full Board of Directors, the Operations Committee, or the Finance Committee. Any such expenditure will be reviewed at the next regularly scheduled meeting of the Finance Committee.

Article X: Board Reimbursement and Compensation

Section 10.1. Directors and alternates representing the authority shall receive reimbursement for any actual expenses incurred for travel directly related to the business of the authority. There will be no per diem or travel reimbursement for attending Board of Directors or committee meetings. The Board will adopt the reimbursement policies of Alameda County.

Article XI: Finances

Section 11.1. The financial system of the Authority shall be kept under the provisions as specified in California Government Code Sections 6505 and 6505.5.

Section 11.2. The budget shall be adopted as set forth in Section 6. Administration d.Fiscal Matters (4) Budget ((4) Budget. *The Board shall adopt a budget no later than one hundred twenty (120) days after the first meeting of the Board and no later than June 30th of each year thereafter.*) of the Agreement.

Section 11.3. Expenditures by the Authority may not exceed the final budget without a budgetary revision approved by a 2/3 vote of the Board.

Section 11.4. Purchasing for the Authority shall be administered by the Executive Director, pursuant to the purchasing procedures of a charter county (Alameda County) as listed in State statute and shall be authorized by the Authority's Auditor, within budgetary amounts.

Article XII: Amendments

Section 12.1. These Bylaws may be amended from time to time by resolution of the Board. Amendments shall be ratified by a 2/3 majority of the Board of Directors.

Article XIII: Indemnification

The Joint Powers Agreement addresses indemnification in Section 9. *Indemnification 9. Indemnification. The Authority shall acquire such insurance protection as is necessary to protect the interest of the Authority and its Members. The Authority shall assume the defense of and indemnify and save harmless the Members and their governing bodies, officers, agents, and employees from all claims, losses, damages, costs, injury, and liability of every kind, nature, and description directly or indirectly arising from the performance of any of the activities of the Authority or the activities undertaken pursuant to this Agreement.*

BYLAWS

EAST BAY REGIONAL COMMUNICATIONS SYSTEM AUTHORITY

The East Bay Regional Communications System Authority (hereafter the "Authority") is a cooperative agency voluntarily established by its members pursuant to the Joint Exercise of Powers Act of the Government Code of the State of California, for the purpose of acquiring, financing, planning, designing, constructing, operating and maintaining a reliable P25 compliant or equivalent communications system (hereafter the East Bay Regional Communications System or "EBRCS") serving Alameda and Contra Costa counties, their individual political jurisdictions, and their affiliated entities.

These Bylaws were adopted initially on December 7, 2007 by the Board of Directors of the Authority by Resolution No. 07-5 and pursuant to Section 11 of the Joint Exercise of Powers Agreement of the Authority (hereafter the "Agreement"), dated September 11, 2007. These Bylaws were amended by the Board of Directors of the Authority in 2008 by Resolution No. 08-14, in 2009 by Resolution No. 09-03, in 2010 by Resolution No. 10-08, and in 2011 by Resolution No. 11-19.

Article I: Definitions

- A. **"Agreement"** shall mean the Joint Powers Authority agreement.
- B. **"Board"** shall mean the twenty-three (23) member Board of Directors;
- C. **"Operations Committee"** shall mean the Operations Committee identified in Section 6.2 of the Bylaws.
- D. **"Finance Committee"** shall mean the Finance Committee identified in Section 6.3 of the Bylaws.
- E. **"Quorum"** shall mean a majority of the Board Members, which is twelve (12) Board Members.
- F. **"Member"** shall mean the public agencies of Alameda and Contra Costa Counties that are signatories.
- G. **"Represented Organization"** shall mean Alameda County's and Contra Costa County's respective Police Chiefs Association, Fire Chiefs Association, Public Managers Association, County Mayors Association, and Special District Association.
- H. **"Subscriber"** shall mean any public agency or non-governmental entity that is not eligible to become a Member but uses the Authority's interoperable communications services as their primary source of radio communications, and is approved by the Board.

- I. **“Mutual Aid Partner”** shall mean any entity that supports a member agency in pre-planned or dynamic incidents that has permission to use the EBRCS to aid a member or subscriber agency (e.g., the California Highway Patrol (CHP) and Bay Area Rapid Transit District (BART) are mutual aid partners).

Article II: Principal Office

Section 2.1. The principal office for the transaction of business of the Authority is located at:

Alameda County Office of Emergency Services
4985 Broder Blvd.
Dublin, CA 94568

Article III: Membership

Section 3.1. Members

The counties of Alameda and Contra Costa and the incorporated cities and towns and special districts within the two counties are eligible for membership in the Authority.

All public agencies eligible for membership become Members upon execution of all agreements and certifications required by State law and the Authority and payment of the initial assessment and annual fee. All Members shall pay an annual fee to maintain their participation.

Any Member is eligible to have a representative serve on the Board of Directors of the Authority as a representative of one of the groups identified in Section 4.1.

Elected or appointed officials and employees of Members may attend meetings of the Board of Directors as members of the public but, other than a Member’s representative on the Board of Directors, shall not be entitled to vote or participate in discussion.

Section 3.2. Subscribers

Subject to the approval of the Board of Directors, any public agency or non-governmental entity that is not eligible to become a Member but uses the EBRCS as their primary source of radio communications may participate in the Authority as a Subscriber. Subscribers must execute all agreements and certifications required by State law and the Authority and pay the initial assessment and annual fee. All Subscribers shall pay an annual fee to maintain their participation.

Subscribers may attend meetings of the Board of Directors as members of the public but shall not be entitled to vote or participate in discussion.

Section 3.3. Mutual Aid Partners

Mutual Aid Partners are other entities that occasionally use the Authority's system in support of a member or subscriber agency. Mutual Aid partners include, but are not limited to, the CHP, BART, Cal Fire, and other neighboring governmental entities. A Mutual Aid Partner is one that does not use the Authority's system as their primary source for radio communications and may attend meetings of the Board of Directors as members of the public but shall not be entitled to vote or participate in discussion.

Article IV: Board of Directors

Section 4.1. The Authority shall be governed by a Board of Directors (hereafter the "Board") comprising twenty-three (23) Directors.

Board composition shall be as follows:

- A. One (1) Director from each county representing each of the following (total 10 Directors)
 - Board of Supervisors
 - Police Chiefs Association (selected by the Association)
 - Fire Chiefs Association (selected by the Association)
 - County Administrator (or designee)
 - County Sheriff (or designee)
- B. Three (3) Directors from each county representing each of the following (total 12 Directors)
 - City Managers (selected by Public Managers Association)
 - City Elected Officials (selected by County Mayors Conference)
- C. One (1) Director representing a Special District (selected by Association)

Each Director shall serve at the pleasure of the appointing entity and may be removed by the appointing entity at any time without notice.

Section 4.2 Each Director position shall have an Alternate, who will serve in the absence of their respective Director and exercise all duties and responsibilities thereof. For represented bodies with three Director positions (e.g., City Managers), Alternates are not designated to a specific Director and may serve in the absence of any of the three Directors. For the term of their service, Directors and Alternates must be employees or elected officials of a Member.

Section 4.3 Only Directors and Alternates are eligible to represent their respective organizations. An Alternate may only participate in discussions or vote at a meeting when a Director is absent or the Director position is vacant. Each Director and Alternate shall serve at the pleasure of the represented organization and may be removed by the represented organization at any time without notice. An Alternate may not participate and/or vote at a meeting attended by the appointed Director.

Section 4.4. The Directors shall represent the Members' legislative bodies (as defined by the Brown Act) and be appointed as set forth in Section 4.1.

Section 4.5. A resignation or termination of a Director or Alternate shall be in writing and filed with the Authority's Executive Director.

Section 4.6. Director and Alternate vacancies shall be timely filled by the applicable appointing body, and officer vacancies shall be timely filled by the applicable electing or appointing body.

Section 4.7. Directors and Alternates on the Board shall receive no compensation or reimbursement for expenses from the Authority.

Article V: Officers

Section 5.1. The officers of the Authority shall be the Chair and Vice Chair of the Board. During their term of service, the Chair and Vice Chair must be representatives from different counties (i.e., one from Alameda and the other from Contra Costa).

Section 5.2. The Chair and Vice Chair must be Directors. They have the following responsibilities and duties:

- a) Preside over the meetings of the Board;
- b) Appoint the members of each Board standing committee;
- c) Regularly consult with the Executive Director on operational and financial matters on behalf of the Board;
- d) Appoint members to Board ad hoc committees;
- e) Review and approve the agendas for Board and standing committee meetings.

In the absence of the Chair, the Vice Chair presides at Board meetings.

Section 5.3. The Chair and Vice Chair shall be elected (or re-elected) annually by the Board from among its membership. The annual election occurs at the December Board meeting, during which Board members may nominate candidates for the two seats. The newly elected Chair and Vice Chair assume office at the end of the meeting.

Section 5.4 The Board may elect other officers as deemed necessary to conduct the Authority's affairs.

Article VI: Committees of the Board

Section 6.1. To efficiently manage the Authority's operations and financial matters, the Board of Directors has established two standing committees: Operations Committee and Finance Committee. In addition, the Board may establish new standing committees and/or ad hoc committees or working groups.

The standing committees meet prior to each regular Board meeting and work closely with the Executive Director to review and assess operational, technical and financial issues and make recommendations to the Board. The committee meetings for the calendar year are set by the Board at the December Board meeting.

Committee membership comprises Directors who have relevant knowledge and/or experience in public safety operations, public safety radio technologies and practices, or government finance. Ideally, committee membership also reflects the diverse geographies of the two counties and the Member agencies. Committee members are appointed by the Board Chair. Committee Alternates should be Directors when feasible. Designees of represented groups must be Board Directors or Alternates.

Section 6.2. Operations Committee: The Operations Committee will have seven (7) members and be responsible for review of system operational and technical issues including but not limited to the review and support of the existing technology, system upgrades, and implementation of new technology. As needed, the Operations Committee can seek the input of technical experts and may form ad hoc working groups to support its work. The Operations Committee provides recommendations to the Board.

Operations Committee Representation:

- 2 Police Chiefs or designee (one from each county)
- 2 Fire Chiefs or designee (one from each county)
- 2 Sheriffs or designee (one from each county)
- 1 Special District or designee

Section 6.3. Finance Committee: The Finance Committee will have seven (7) members and be responsible for the development of a budget, and review of financing options in order to develop a financing plan. The committee will also develop recommendations for subscriber unit pricing to account for the ongoing operations, upgrades and replacement. The Finance Committee provides recommendations to the Board.

Finance Committee Representation:

- 2 City Managers or designee (one from each county)
- 2 Elected Officials or designee (one from each county)
- 2 County Administrators or designee (one from each county)
- 1 At-Large Member from the Board

Article VII: Meetings

Section 7.1. The procedures for Board meetings will follow the Ralph M. Brown Act (Government Code 5490 et seq.) and Roberts Rules of Order and shall be as follows:

- a) Regular Meetings. The Board shall by resolution establish the number of regular meetings to be held each year and the date, hour and location at which such regular meetings shall be held. The Board shall meet sufficiently to adopt the annual budget and elect its officers.
- b) Special Meetings. Special meetings of the Board may be called in accordance with the Brown Act's noticing and meeting requirements.
- c) Minutes. The Secretary to the Board shall cause minutes of all meetings of the Board to be kept and shall, as soon as possible after each meeting, cause a copy of the minutes to be forwarded to each Director, the Members, and other parties upon request.
- d) A majority of the Board shall constitute a quorum for the transaction of business. Except as provided in Article XIII below, actions of the Board shall require the affirmative vote of a majority of the members present.
- e) Standing committee meetings shall comply with the Brown Act, and as such are open to the public, meeting agendas are to be publicly noticed, and a quorum of committee members must be present at a meeting for the committee to meet and take action.

Section 7.2. Board and Committee meetings will be posted on the web site and meeting notices will be sent to Board and Committee members and Alternates by email.

Section 7.3 Attendance at Board and Committee meetings is expected by members. If a group is not represented for two concurrent meetings the Executive Director shall contact the members to confirm their interest in continuing to serve on the Authority governing body.

Article XIII: Administration

Section 8.1. The EBRCSA uses a consultant and vendor model to facilitate the operations of the Authority. Consultants consist of the Executive Director, Secretary to the Board and General Counsel who are compensated based on the terms of their contract and have no direct or inferred employee rights.

Section 8.2. Executive Director: The day-to-day management and administration of the Authority is handled by the Executive Director, who is an independent consultant or specialized vendor appointed by the Board.

The Executive Director's responsibilities include the acquisition of equipment and financing opportunities, general and financial administration of the Authority, Board and Committee meetings administration, recordkeeping, facility operations, and administration of other contract consultants.

The Executive Director is authorized by the Board of Directors to convene technical advisors to inform and educate the Executive Director, the Committees and the Board on all matters concerning the EBRCS and the Authority. The Executive Director will be appointed by a majority of the Board and may be removed in accordance with their contract.

Section 8.3. Secretary to the Board: The Secretary to the Board is interviewed and recommended for Board approval by the Executive Director. The Board approves the Secretary to the Board's contract. The Secretary to the Board is managed by the Executive Director. The Secretary to the Board's responsibilities are:

- a) Produce and distribute/post the minutes of Board and Committee meetings in compliance with the Ralph M. Brown Act and Board-adopted procedures.
- b) Manage roll call during Board meetings and verify quorum for the Chair or Vice-Chair.
- c) Maintain the roster of Board members.
- d) Maintain the records for the annual filing requirements for Board Directors, Alternates, and the Executive Director, as required by the Political Reform Act of 1974.
- e) Maintain updated content on the Authority website.

Section 8.4. The General Counsel of the Authority reports to and contracts directly with the Board. The General Counsel provides legal advice to the Executive Director and Board on matters related to the operations, governance, and management of the Authority. The General Counsel will be appointed by a majority of the Board and may be removed in accordance with their contract.

Article IX: Finances

The Authority uses the Alameda County Auditor-Controller as its fiduciary. The Alameda County Auditor-Controller provides reports to the Board and advises the Executive Director and Board on matters related to the fiscal management of the Authority.

Section 9.1. The financial system of the Authority shall be kept as specified in California Government Code Sections 6505 and 6505.5.

Section 9.2. The Board shall adopt an annual budget no later than June 30th of each year.

Section 9.3. Purchasing for the Authority shall be administered in accordance with the current Authority's fiscal policy adopted on May 30, 2025 and any subsequent revisions.

Article X: Legal Notices

All legal notices required by the Government Code shall be published in accordance with the policies of Alameda County.

Article XI: Amendments

These Bylaws may be amended from time to time by a resolution of the Board. Amendments shall be ratified by a 2/3 majority (15 votes in the affirmative) of the Board.

Article XII: Indemnification

The Authority shall acquire such insurance protection as is necessary to protect the interest of the Authority and its Members. The Authority shall assume the defense of and indemnify and save harmless the Members and their governing bodies, officers, agents, and employees from all claims, losses, damages, costs, injury, and liability of every kind, nature, and description directly or indirectly arising from the performance of any of the activities of the Authority or the activities undertaken.

EBRCSA Proposed Bylaw Changes

Unedited 2011 Version	Proposed Changes
<p>The East Bay Regional Communications System Authority (hereafter the "Authority") is a cooperative agency voluntarily established by its members pursuant to the Joint Exercise of Powers Act of the Government Code of the State of California, for the purpose of acquiring, planning, designing, constructing, operating and maintaining a P25 compliant or equivalent communications system serving Alameda and Contra Costa Counties and their individual political jurisdictions.</p>	<p>The East Bay Regional Communications System Authority (hereafter the "Authority") is a cooperative agency voluntarily established by its members pursuant to the Joint Exercise of Powers Act of the Government Code of the State of California, for the purpose of acquiring, financing, planning, designing, constructing, operating and maintaining a reliable P25-compliant or equivalent communications system serving Alameda and Contra Costa counties, their individual political jurisdictions and other affiliated entities.</p>
<p>Pursuant to Section 11 of the Joint Exercise of Powers Agreement for the Authority (hereafter the "Agreement") dated September 11, 2007, by and between the following members:</p> <p>Alameda County, Contra Costa County, Alameda, Albany, Dublin, Emeryville, Fremont, Hayward, Livermore, Newark, Pleasanton, San Leandro, Union City, Brentwood, Clayton, Concord, Danville, El Cerrito, Hercules, Martinez, Moraga, Oakley, Pittsburg, Pinole, Pleasant Hill, Richmond, San Pablo, San Ramon, Walnut Creek, Kensington Police Community Services District, San Ramon Valley Fire Protection District, Rodeo- Hercules Fire Protection District, East Bay Regional Parks District</p> <p>These By-Laws were adopted by the Board of Directors for the Authority by Resolution No. 07-5 adopted on December 7, 2007</p>	<p>These Bylaws were adopted initially on December 7, 2007 by the Board of Directors of the Authority by Resolution No. 07-5 and pursuant to Section 11 of the Joint Exercise of Powers Agreement of the Authority (hereafter the "Agreement"), dated September 11, 2007. These Bylaws were amended by the Board of Directors of the Authority in 2008 by Resolution No. 08-14, in 2009 by Resolution No. 09-03, in 2010 by Resolution No. 10-08, and in 2011 by Resolution No. 11-19.</p>

Unedited 2011 Version	Proposed Changes
<p>Article I: Definitions</p> <ul style="list-style-type: none"> A. "Agreement" shall mean the Joint Powers Authority agreement B. "Board" shall mean the 23 member Board of Directors C. "Operations Committee" shall mean the Operations Committee identified in Section 8.1 of the Bylaws D. "Finance Committee" shall mean the Finance Committee identified in Section 8.1 of the Bylaws E. "Quorum" shall mean a majority of the Board Members (12) F. "Technical Advisory Committee" shall mean the Technical Advisory Committee identified in Article VIII, Section 8.1 of the Bylaws 	<p>Article I: Definitions</p> <ul style="list-style-type: none"> A. "Agreement" shall mean the Joint Powers Authority agreement B. "Board" shall mean the 23-member Board of Directors C. "Operations Committee" shall mean the Operations Committee identified in Section 8.X of the Bylaws D. "Finance Committee" shall mean the Finance Committee identified in Section 8.X of the Bylaws E. "Quorum" shall mean a majority of the Board Members (12) or Committee F. "Member" shall mean the public agencies of Alameda and Contra Costa Counties that are signatories. G. "Subscriber" Subject to the approval of the Board of Directors, any public agency or non-governmental entity that is not eligible to become a Member but uses the Authority's interoperable communications services as their primary source of radio communications may participate in the Authority as a Subscriber. Subscribers must pay the initial assessment and annual subscriber fees. H. "Mutual Aid Partner" shall mean any entity that supports a member agency in pre-planned or dynamic incidents that has permission to use the EBRCS to aid a member or subscriber agency (e.g. The California Highway Patrol (CHP) and Bay Area Rapid Transit District (BART) are mutual aid partners).
<p>Article II: Principal Office</p> <p><u>Section 2.1.</u> The principal office for the transaction of business of the Authority is hereby fixed and located at: Alameda County Office of Homeland Security and Emergency Services 4985 Broder Blvd. Dublin CA. 94568</p>	<p>Article II: Principal Office</p> <p><u>Section 2.1.</u> The principal office for the transaction of business of the Authority is: Alameda County Office of Emergency Services 4985 Broder Blvd. Dublin, CA 94568</p>
<p>Article III: Notice</p> <p><u>Section 3.1.</u> Notice from one member agency to another shall be given as provided in Section I of the Agreement. Member agencies may change the address to which notices shall be sent by giving notice of such change to all other member agencies at least thirty (30) days prior to the effective date of such change.</p>	<p><u>Section 3.1.</u> Deleted</p>

Unedited 2011 Version	Proposed Changes
	<p>Article III: Membership (New Section)</p> <p><u>Section 3.1 Members</u></p> <p>The counties of Alameda and Contra Costa and the incorporated cities and towns and special districts within the two counties are eligible for membership in the Authority.</p> <p>All public agencies eligible for membership become Members upon execution of the Project Operating Agreement and payment of the initial and annual fees.</p> <p>Any Member is eligible to have a representative serve on the Board of Directors of the Authority as a representative on one of the groups identified in Section 4.1.</p> <p>Members may attend meetings of the Board of Directors as a member of the public but shall not be entitled to vote or participate in discussion.</p> <p>Section 3.2. Subscribers</p> <p>Subject to the approval of the Board of Directors, any public agency or non-governmental entity that is not eligible to become a Member but uses the Authority's interoperable communications services as their primary source of radio communications may participate in the Authority as a Subscriber. Subscribers must pay the initial assessment and annual subscriber fees.</p> <p>Subscribers may attend meetings of the Board of Directors as members of the public but shall not be entitled to vote or participate in discussion.</p> <p>Section 3.3. Mutual Aid Partners</p> <p>Mutual Aid Partners are other entities that occasionally use the EBRCS system in support of a member or subscriber agency. Mutual Aid partners include, but are not limited to, the CHP, BART, Cal Fire, and other neighboring governmental entities. A mutual aid partner does not use the EBRCSA system as their primary source for radio communications and may attend meetings of the Board of Directors as members of the public but shall not be entitled to vote or participate in discussion.</p>

Unedited 2011 Version	Proposed Changes
<p>Article IV: Board of Directors</p> <p><u>Section 4.1.</u> The Authority shall be governed by a Board of Directors (hereafter the "Board") consisting of twenty-three (23) Directors. Each Director shall have an alternate that will be appointed by their representative organization. Alternates, once selected, can serve to fill any vacancy of a Director for their represented organization/county.</p> <p>Directors and their alternates shall, at the time of their appointment and for the duration of their service on the Board, be employees or officers of their member agencies.</p> <p>Alternates shall serve as Directors in the absence of their respective Directors and shall exercise all duties and responsibilities thereof. Each Director and each alternate shall serve at the pleasure of the appointing entity and may be removed by the appointing entity at any time without notice.</p> <p><u>Section 4.2.</u> The Directors shall represent the entities and be appointed as set forth in Section <u>6a</u> of the Agreement.</p> <p><u>Section 4.3.</u> A resignation of a Director or alternate shall be in writing and filed with the East Bay Regional Communications System Executive Director.</p> <p><u>Section 4.4.</u> The alternate may not participate and/or vote at a meeting attended by the appointed Board member.</p> <p><u>Section 4.5.</u> Directors and alternates are the only ones eligible to represent their Board position including participation and voting at the Board of Directors meetings.</p> <p><u>Section 4.6.</u> Director and alternate vacancies shall be timely filled by the applicable appointing entity, and officer vacancies shall be timely filled by the applicable electing or appointing entity.</p> <p><u>Section 10.1.</u> Directors and alternates representing the authority shall receive reimbursement for any actual expenses incurred for travel directly related to the business of the authority. There will be no per diem or travel reimbursement for attending Board of Directors or committee meetings. The Board will adopt the reimbursement policies of Alameda County.</p>	<p>Article IV: Board of Directors</p> <p><u>Section 4.1.</u> The Authority shall be governed by a Board of Directors (hereafter the "Board") consisting of twenty-three (23) Directors. Each Director shall have an alternate that will be appointed by their representative organization. Once selected, Alternates, can serve to fill any vacancy of a Director for their represented organization/county. Only Directors and Alternates are eligible to represent their Board position including participation and voting at the Board of Directors meetings.</p> <p>Per Section 6a of the Agreement, Board composition shall be as follows:</p> <ul style="list-style-type: none"> • One (1) Director from each county representing each of the following (total 10 Directors) <ul style="list-style-type: none"> ○ Board of Supervisors ○ Police Chiefs Association (selected by the Association) ○ Fire Chiefs Association (selected by the Association) ○ County Administrator (or designee) ○ County Sheriff (or designee) • Three (3) Directors from each county representing each of the following (total 12 Directors) <ul style="list-style-type: none"> ○ City Managers (selected by Public Managers Association) ○ City Elected Officials (selected by County Mayors Conference) • One (1) Director representing a Special District (selected by Association) <p><u>Section 4.2.</u> Each Director position shall have an Alternate, who will serve in the absence of their respective Director and exercise all duties and responsibilities thereof. For represented bodies with three Director positions (e.g., City Managers), Alternates are not designated to a specific Director and may serve in the absence of any of the three Directors. For the term of their service, Directors and Alternates must be employees or elected officials of a member agency.</p> <p><u>Section 4.3.</u> Only Directors and Alternates are eligible to represent their respective organizations. An Alternate may only participate in discussions or vote at a meeting when a Director is absent. Each Director and Alternate shall serve at the pleasure of the represented organization and may be removed by the organization at any time without notice.</p> <p><u>Section 4.4.</u> Directors and alternate vacancies shall be timely filled by the applicable appointing body. A resignation or termination of a Director or alternate shall be in writing and filed with the Executive Director.</p> <p><u>Section 4.5.</u> Directors and alternates representing the authority shall receive no compensation or reimbursement</p>

Unedited 2011 Version	Proposed Changes
<p>Article V: Presiding Officers</p> <p><u>Section 5.1.</u> The officers shall be a Chair, and Vice-Chair. The duties, and term, as applicable, are as set forth in Section 6 Administration c. Procedures (<i>Procedures.</i>(1) <i>The Board shall elect annually a Chair from among its membership to preside at meetings and shall select a Secretary who may, but need not, be a Director. The Board may, from time to time, elect such other officers as the Board shall deem necessary or convenient to conduct the affairs of the Authority.</i>) of the Agreement. In the absence of the Chair, the Board shall be presided over by the Vice-Chair, who shall be elected annually from among the Board's membership. The election of the Chair and Vice Chair will be accomplished pursuant to the process outlined in Section 5.3 of the Bylaws. The Board will appoint a Secretary as set forth 6.c of the Agreement to provide minutes of the meetings, as outlined in Section 6. Administration b. Meetings (4) (<i>4) Minutes. The Secretary of the Authority shall cause minutes of all meetings of the Board to be kept and shall, as soon as possible after each meeting, cause a copy of the minutes to be forwarded to each Director, the Members, and other parties upon request.</i>) of the Agreement. The Secretary will not be a Board member.</p> <p><u>Section 5.2.</u> The positions of Chair and Vice Chair will be filled by a representative from each county. If the Chair is from Alameda County, the Vice Chair will be from Contra Costa. If the Chair is from Contra Costa, the Vice Chair will be from Alameda.</p> <p><u>Section 5.3</u> The Board of Directors will receive nominations from sitting members of the Board to fill the positions of Chair and Vice Chair at a meeting of the Board. The Board will vote on the nominations for Chair and Vice Chair following Robert's Rules of Order. The newly elected Chair and Vice Chair will assume their positions at the conclusion of the meeting, and will continue in the positions for one year.</p>	<p>Article V: Officers</p> <p><u>Section 5.1.</u> The officers of the Authority shall be the Chair and Vice Chair of the Board of Directors. During their term of service, the Chair and Vice Chair must be representatives from different counties (i.e., one from Alameda and the other from Contra Costa).</p> <p><u>Section 5.2</u> The Chair and Vice Chair must be Directors. They have the following responsibilities and duties:</p> <ul style="list-style-type: none"> a) Preside over the meetings of the Board b) Appoint the members of standing Board committees c) Regularly consult with the Executive Director on operational and financial matters on behalf of the Board d) Review and approve the agendas for Board and standing committee meetings <p>In the absence of the Chair, the Vice Chair presides at Board meetings.</p> <p><u>Section 5.3.</u> The Chair and Vice Chair shall be elected (or re-elected) annually by the Board from among its membership. The annual election occurs at the December Board meeting, during which Board members may nominate candidates for the two seats. The election is conducted following the procedures established in Robert's Rules of Order. The newly elected Chair and Vice Chair assume office at the end of the meeting.</p> <p><u>Section 5.4.</u> The Board may elect other officers as deemed necessary to conduct the Authority's affairs.</p>

Unedited 2011 Version	Proposed Changes
<p>Article VI: Meetings</p> <p><u>Section 6.1.</u> The procedures for Board meetings shall be as set forth in Section 6 Administration b. Meetings.</p> <p><i>b. Meetings.</i></p> <ol style="list-style-type: none"> (1) <i>Regular Meetings. The Board shall by resolution establish the number of regular meetings to be held each year and the date, hour and location at which such regular meetings shall be held; provided, that the Board shall meet at least once every year.</i> (2) <i>Special Meetings. Special meetings of the Board may be called in accordance with the provisions of the Ralph M. Brown Act (Government Code Section 54950 et seq.).</i> (3) <i>Conduct of Meetings. All meetings of the Board shall be held in accordance with the Ralph M. Brown Act (Government Code Section 54950 et seq.).</i> (4) <i>Minutes. The Secretary of the Authority shall cause minutes of all meetings of the Board to be kept and shall, as soon as possible after each meeting, cause a copy of the minutes to be forwarded to each Director, the Members, and other parties upon request.</i> (5) <i>Quorum. Twelve (12) Directors of the Board shall constitute a quorum for the transaction of business. Except as provided in Section 7 below, actions of the Board shall require the affirmative vote of a majority of the entire Board (i.e., twelve (12) affirmative votes).</i> <p><u>Section 6.2.</u> Committee meetings will be posted on the web site and meeting notices will be sent to Board members and alternates by email.</p> <p><u>Section 6.3.</u> Agendas and Minutes of all meetings will be posted on the web site.</p>	<p>Article VI: Meetings – changed to Article VII</p> <p><u>Section 7.1.</u> The procedures for Board meetings and Committees will follow the Ralph M. Brown Act (Government Code 5490 et seq.) and Robert’s Rules of Order and shall be as follows:</p> <ol style="list-style-type: none"> a) Regular Meetings. The Board shall by resolution establish the number of regular meetings to be held each year and the date, hour and location at which such regular meetings shall be held. The Board shall meet sufficiently to adopt the annual budget and elect its officers. b) Special Meetings. Special meetings of the Board may be called in accordance with the Brown Act’s noticing and meeting requirements. c) Minutes. The Secretary to the Board shall cause minutes of all meetings of the Board to be kept and shall, as soon as possible after each meeting, cause a copy of the minutes to be forwarded to each Director, the Members, and other parties upon request. d) A majority of the Board shall constitute a quorum for the transaction of business. Except as provided in Article XIII below, actions of the Board shall require the affirmative vote of a majority of the members present. e) Standing committee meetings shall comply with the Brown Act, and as such are open to the public, meeting agendas are to be publicly noticed, and a quorum of committee members must be present at a meeting for the committee to meet and take action. <p><u>Section 7.2.</u> Board and Committee meeting notices, agendas and minutes will be posted on the web site and sent to Board and Committee members and alternates by email.</p> <p><u>Section 7.3</u> Attendance at Board and Committee meetings is expected by members. If a group is not represented for two concurrent meetings the Executive Director shall contact the members to confirm their interest in continuing to serve on the Authority governing body.</p>

Unedited 2011 Version	Proposed Changes
<p>Article VII: Legal Notices</p> <p><u>Section 7.1.</u> All legal notices required by the Government Code shall be published in one or more newspapers of general circulation or posted according to state law.</p>	<p>Article VII: Legal Notices – changed to Section XI</p> <p>All legal notices required by the Government Code shall be published in accordance with the policies of the County of Alameda.</p>
<p>Article VIII: Authority Organization</p> <p><u>Section 8.1.</u> In Section 5. Duties (f) <i>(f. To establish within six (6) months of the execution of this Agreement ad hoc operational and technical committees as necessary to consider and recommend to the Board of Directors system implementation issues.)</i> the Board is directed to form committees as necessary to provide recommendations and direction on issues relating to the EBRCS. In order to provide recommendations to the full Board of Directors on operational and financing issues, and provide day to day oversight, standing Operational and Finance committees will be formed as standing committees of the Board, and the committees will be required to follow the Brown Act. Agendas and minutes of the committee meetings will be made available on the web site. The committees will be made up of Board members and/or alternates, with representation and authority as listed below.</p> <p>In the event that neither a Board member nor his or her designated alternate can attend a committee meeting, alternates to the Finance and Operations Committees will be selected first by discipline from Board members or alternate Board members from the appropriate county. If the Executive Director receives notice of the absence of a committee member, the Executive Director will contact Board members or alternates from the appropriate discipline or county. If no one from the discipline is able to attend, the Executive Director will contact Board members and/or alternates from the appropriate county until a replacement can be found.</p>	<p>Article VIII: Committees of the Board – changed to Article VI</p> <p><u>Section 6.1.</u> To efficiently manage the Authority’s operations and financial matters, the Board of Directors has established two standing committees: Operations Committee and Finance Committee. In addition, the Board may establish new standing committees and/or ad hoc committees or working groups.</p> <p>The standing committees meet prior to each regular Board meeting and work closely with the Executive Director to review and assess operational, technical and financial issues and make recommendations to the Board. The committee meetings for the calendar year are set by the Board at the December Board meeting.</p> <p>Standing committee meetings are open to the public, meeting agendas are to be publicly noticed, and a quorum of committee members must be present at a meeting for the committee to take action.</p> <p>Committee membership comprises Directors and Alternates who have relevant knowledge and/or experience in public safety operations, public safety radio technologies and practices, or government finance. Ideally, committee membership also reflects the diverse geographies of the two counties and the Member agencies. Committee members are appointed by the Board Chair. Committee alternates should be primary members of the Board when feasible. Designees of represented groups must be Board Directors or Alternates.</p>

Unedited 2011 Version	Proposed Changes
<p>Operations Committee: The Operations Committee will have 7 members and be responsible for review of system operational and technical issues including but not limited to the review of existing technology, system upgrades, implementation of new technology, and provide support for the existing system implementation. The operations committee can appoint ad hoc committees when it needs to bring in additional expertise to address issues. The operations committee will also be able to approve expenditures up to \$25,000 without approval of the full Board of Directors. They will make recommendations to the Board through the Executive Director.</p> <p>Operations Committee Representation: Board Chair or Vice Chair 2 Police Chiefs (one from each county) 2 Fire Chiefs (one from each county) 2 Sheriff's (one from each county)</p>	<p><u>Section 6.2.</u> Operations Committee: Comprising seven (7) members, the Operations Committee is responsible for the review of system operational and technical issues, including system upgrades, system capacity, new technology opportunities, and regulatory requirements. As needed, the Operations Committee can seek the input of technical experts and may form ad hoc working groups to support its work. The Operations Committee provides recommendations to the Board.</p> <p>Operations Committee Representation:</p> <ul style="list-style-type: none"> • 2 Police Chiefs or designee (1 from each county) • 2 Fire Chiefs or designee (1 from each county) • 2 Sheriffs or designee (1 from each county) • 1 Special District or designee
<p>Finance Committee: The Finance Committee will have 8 members and be responsible for the development of a budget, and review of financing options in order to develop a financing plan. The committee will also develop recommendations for subscriber unit pricing to account for the ongoing operations, upgrades and replacement. The Finance Committee will also be able to approve expenditures up to \$25,000 without approval of the full Board of Directors. They will make recommendations to the Board on finance issues through the Executive Director.</p> <p>Finance Committee Representation: Board Chair or Vice Chair 2 City Managers (one from each county) 2 Elected Officials (one from each county) 2 County (one from each county) 1 Special District</p>	<p><u>Section 6.3.</u> Finance Committee: The Finance Committee will have seven (7) members and be responsible for the development of a budget, and review of financing options in order to develop a financing plan. The committee will also develop recommendations for subscriber unit pricing to account for the ongoing operations, upgrades and replacement. They will make recommendations to the Board.</p> <p>Finance Committee Representation:</p> <ul style="list-style-type: none"> • 2 City Managers or designee (1 from each county) • 2 Elected City Officials (1 from each county) • 2 County Administrators or designee (1 from each county) • 1 At-large representative of the Board of Directors
<p>Technical Advisory Committee: The Technical Advisory Committee will have 10 to 20 members, consisting of Fire Protection, Law Enforcement and Radio Technicians constituting balanced representation of Alameda County and Contra Costa County, and the EBRCSA Executive Director, for the purpose of providing technical expertise and advice to the Operations Committee and/or the EBRCSA Board on operational decisions to be made in connection with implementation of the EBRCSA P-25 compliant or equivalent communications system.</p>	<p>Folded into Executive Director on the advice of Counsel</p>

Unedited 2011 Version	Proposed Changes
<p>Article IX: Staff</p> <p><u>Section 9.1.</u> There will be an Executive Director of the EBRCS who will be responsible for the general management, administration, direction and development of the Authority's operations and procedures on a daily basis, including grant applications, acquisitions of equipment, financial administration, meeting administration, recordkeeping, all facilities, employees, consultants, and their respective uses.</p> <p><u>Section 9.2.</u> The Executive Director will be appointed by a majority of the Board of Directors and may be removed by a majority of the Board of Directors.</p> <p><u>Section 9.3.</u> The Executive Director working through designated member agencies shall be responsible for employment practices, and the administration of all approved policies regarding employee compensation, leave, and other personnel matters. The Executive Director will bring to the Board a resolution adopting the personnel practices of one of the member agencies.</p> <p><u>Section 9.4.</u> The Executive Director, upon the approval of the Board Chair or Vice Chair, will be able to approve certain expenditures up to \$25,000 without approval of the full Board of Directors, the Operations Committee, or the Finance Committee. Any such expenditure will be reviewed at the next regularly scheduled meeting of the Finance Committee</p>	<p>Article IX: Administration – changed to Article VIII</p> <p><u>Section 8.1.</u> The EBRCSA uses a consultant and vendor model to facilitate the operations of the Authority. Consultants consist of the Executive Director, Secretary to the Board and General Counsel who are compensated based on the terms of their contract and have no direct or inferred employee rights.</p> <p><u>Section 8.2.</u> Executive Director: The day-to-day management and administration of the Authority is handled by the Executive Director, who is an independent consultant or specialized vendor appointed by the Board.</p> <p>The Executive Director's responsibilities include the acquisition of equipment and financing opportunities, general and financial administration of the Authority, Board and Committee meetings administration, recordkeeping, facility operations, and administration of other contract consultants.</p> <p>The Executive Director is authorized by the Board of Directors to convene technical advisors to inform and educate the Executive Director, the Committees and the Board on all matters concerning the EBRCS and the Authority. The Executive Director will be appointed by a majority of the Board and may be removed in accordance with their contract.</p> <p><u>Section 8.3.</u> Secretary to the Board: The Secretary to the Board is interviewed and recommended for Board approval by the Executive Director. The Board approves the Secretary to the Board's contract. The Secretary to the Board is managed by the Executive Director. The Secretary to the Board's responsibilities are:</p> <ol style="list-style-type: none"> Produce and distribute/post the minutes of Board and Committee meetings in compliance with the Ralph M. Brown Act and Board-adopted procedures. Manage roll call during Board meetings and verify quorum for the Chair or Vice-Chair. Maintain the roster of Board members. Maintain the records for the annual filing requirements for Board Directors, Alternates, and the Executive Director, as required by the Political Reform Act of 1974. Maintain updated content on the Authority website. <p><u>Section 8.4.</u> The General Counsel of the Authority reports to and contracts directly with the Board. The General Counsel provides legal advice to the Executive Director and Board on matters related to the operations, governance, and management of the Authority. The General Counsel will be appointed by a majority of the Board and may be removed in accordance with their contract.</p>

Unedited 2011 Version	Proposed Changes
<p>Article XI: Finances</p> <p><u>Section 11.1.</u> The financial system of the Authority shall be kept under the provisions as specified in California Government Code Sections 6505 and 6505.5.</p> <p><u>Section 11.2.</u> The budget shall be adopted as set forth in Section 6. Administration d.Fiscal Matters (4) Budget ((4) Budget. <i>The Board shall adopt a budget no later than one hundred twenty (120) days after the first meeting of the Board and no later than June 30th of each year thereafter.</i>) of the Agreement.</p> <p><u>Section 11.3.</u> Expenditures by the Authority may not exceed the final budget without a budgetary revision approved by a 2/3 vote of the Board.</p> <p><u>Section 11.4.</u> Purchasing for the Authority shall be administered by the Executive Director, pursuant to the purchasing procedures of a charter county (Alameda County) as listed in State statute and shall be authorized by the Authority's Auditor, within budgetary amounts.</p>	<p>Article XI: Finances – changed to IX</p> <p>The Authority uses the Alameda County Auditor-Controller as its fiduciary. The Alameda County Auditor-Controller provides reports to the Board and advises the Executive Director and Board on matters related to the fiscal management of the Authority.</p> <p><u>Section 9.1.</u> The financial system of the Authority shall be kept under the provisions as specified in California Government Code Sections 6505 and 6505.5.</p> <p><u>Section 9.2.</u> The Board shall adopt a budget no later than June 30th of each year</p> <p><u>Section 9.3.</u> Purchasing for the Authority shall be administered in accordance with the current Authority's fiscal policy adopted on May 30, 2025 and any subsequent revisions.</p>
<p>Article XII: Amendments</p> <p><u>Section 12.1.</u> These Bylaws may be amended from time to time by resolution of the Board. Amendments shall be ratified by a 2/3 majority of the Board of Directors.</p>	<p>Article XII: Amendments – changed to XI</p> <p>These Bylaws may be amended from time to time by resolution of the Board. Amendments shall be ratified by a 2/3 majority of voting members present at a duly noticed regular meeting.</p>
<p>Article XIII: Indemnification</p> <p>The Joint Powers Agreement addresses indemnification in Section 9. Indemnification</p> <p><i>9. Indemnification. The Authority shall acquire such insurance protection as is necessary to protect the interest of the Authority and its Members. The Authority shall assume the defense of and indemnify and save harmless the Members and their governing bodies, officers, agents, and employees from all claims, losses, damages, costs, injury, and liability of every kind, nature, and description directly or indirectly arising from the performance of any of the activities of the Authority or the activities undertaken pursuant to this Agreement.</i></p>	<p>Article XIII: Indemnification – changed to XII</p> <p>The Authority must maintain such insurance protection as necessary to protect the interest of the Authority and its Members. The Authority shall assume the defense of and indemnify and save harmless the Members and their governing bodies, officers, agents, and employees from all claims, losses, damages, costs, injury, and liability of every kind, nature, and description directly or indirectly arising from the performance of any of the activities of the Authority or the activities undertaken.</p>

RESOLUTION NO. 25-xx

**A RESOLUTION OF THE
EAST BAY REGIONAL COMMUNICATIONS SYSTEM AUTHORITY**

* * * * *

**ADOPT A RESOLUTION AUTHORIZING THE EXECUTIVE DIRECTOR TO
EXECUTE AND IMPLEMENT THE REVISED BY-LAWS FOR THE EAST BAY
REGIONAL COMMUNICATIONS SYSTEM AUTHORITY**

WHEREAS, the East Bay Regional Communications System Authority (“EBRCSA”) P-25 compliant communications system serves Alameda and Contra Costa counties and individual political jurisdictions therein (the “System”); and

WHEREAS, the EBRCSA uses by-laws to govern the Joint Powers Authority; and

WHEREAS, the EBRCSA by-laws were last updated in 2011; and

WHEREAS, the revised by-laws make substantive changes outlined in the attached agenda report and by-laws revisions; and

WHEREAS, the EBRCSA Counsel has reviewed the proposed by-law changes for compliance with applicable joint power authority governance; and

WHEREAS, the EBRCSA Finance Committee and Operations Committee recommended the revised by-laws to the Board of Directors.

NOW, THEREFORE, the Board of Directors of the East Bay Regional Communications System Authority does **RESOLVE** that it adopts the revised by-laws to the accompanying Agenda Report and authorizes the Executive Director to implement the by-laws aligned with the intent of the Board of Directors.

On motion of xx, seconded by xx, the foregoing Resolution was passed and adopted this 30th day of May 2025 by the following votes:

AYES:

NOES: .

ABSTENTIONS:

ABSENT:

ATTEST:

Jocelyn Kwong, Secretary



**East Bay Regional
Communications
System Authority**




Participating agencies include Alameda and Contra Costa Counties and the following cities and special districts: Alameda, Albany, Antioch, Berkeley, Brentwood, Clayton, Concord, Danville, Dublin, El Cerrito, Emeryville, Fremont, Hayward, Hercules, Lafayette, Livermore, Martinez, Moraga, Newark, Oakley, Pinole, Pittsburg, Pleasant Hill, Pleasanton, Richmond, San Leandro, San Pablo, San Ramon, Union City, Walnut Creek, East Bay Regional Park District, Kensington Police Community Services District, Moraga-Orinda Fire District, Rodeo-Hercules Fire District, San Ramon Valley Fire District, University of California, Berkeley and California Department of Transportation

AGENDA ITEM NO. 7.3

**AGENDA STATEMENT
BOARD OF DIRECTORS
MEETING DATE: MAY 9, 2025**

TO: Board of Directors
East Bay Regional Communications System Authority (EBRCSA)

FROM: David Swing, Executive Director 
East Bay Regional Communications System Authority

SUBJECT: Adoption of a Comprehensive Fiscal Policy

RECOMMENDATION:

Consider Adoption of a Resolution of a Comprehensive Fiscal Policy for the East Bay Regional Communications System Authority

SUMMARY/DISCUSSION:

At their February 28, 2025 meeting the Board of Directors directed the formation of an ad-hoc working committee to revise the by-laws. The current by-laws provide the authority for the expenditure of funds and states that the Operations Committee, Finance Committee or Executive Director may approve an expenditure up to \$25,000 without approval of the Board of Directors. During this review, the working committee recommended that the spending authority reside in a separate policy instead of the by-laws – creating a fifth fiscal management policy.

After consulting with the Auditor's Office, the Executive Director recommended a single policy that incorporated the existing fiscal policies and spending authority into one policy. The Finance Committee recommends the Executive Director have spending authority up to \$25,000 and spending authority up to \$50,000 with concurrence of the Board Chair or Vice-Chair within the limitations of the adopted budget. The Board Chair and Vice-Chair may also authorize purchases up to \$100,00 in situations requiring emergency spending.

Separately, during the development of the FY2025/26 budget, the Executive Director consulted with the Auditor's Office to evaluate the practices used to manage the budget. The Auditor's

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Participating agencies include Alameda and Contra Costa Counties and the following cities and special districts: Alameda, Albany, Antioch, Berkeley, Brentwood, Clayton, Concord, Danville, Dublin, El Cerrito, Emeryville, Fremont, Hayward, Hercules, Lafayette, Livermore, Martinez, Moraga, Newark, Oakley, Pinole, Pittsburg, Pleasant Hill, Pleasanton, Richmond, San Leandro, San Pablo, San Ramon, Union City, Walnut Creek, East Bay Regional Park District, Kensington Police Community Services District, Moraga-Orinda Fire District, Rodeo-Hercules Fire District, San Ramon Valley Fire District, University of California, Berkeley and California Department of Transportation

Office recommended the Fiscal Policy provide direction on the methodology used to manage the budget. One method requires a budget amendment for exceeding the budget in any line-item or object code. Whereas, another method allows for similar expenses to be grouped together and only requires a budget amendment if spending exceeds the group of items. Finally, a third method allows for wider discretion and only requires a budget amendment if expenses exceed the entire adopted budget. The risk associated to budget management is reduced with organizations such as EBRCSA since the majority of the Authority's expenses are set in previously approved contracts. The reduced risk allows for wider discretion when managing the budget. Additionally, the mid-year reports to the Finance Committee and Board provide another level of over-site and monitoring. The proposed policy allows for budget management at the fund level where amendments are only required if the total of the adopted budget is exceeded.

The Finance Committee reviewed the proposed policy and provided direction on the spending authority of the Executive Director. While the Finance Committee recommended the attached policy to the Board of Directors at their May 9, 2025 meeting, the Committee was not asked to provide a recommendation on the methodology used to manage the budget. The Executive Director will ask for that recommendation at the Board of Directors meeting.

The proposed policy and existing policies are attached to this report as Attachments 1-5.

Attachments:

1. Draft Comprehensive Fiscal Policy
2. 24-01 – Audited Financial Statements
3. 24-02 – Accounts Receivable
4. 24-03- Operating and Capital Reserve
5. 24-04 – Annual Bill for Services
6. Resolution

EAST BAY REGIONAL COMMUNICATIONS SYSTEM AUTHORITY

POLICIES AND PROCEDURES	NUMBER: 25-01	Page 1 of 4
	REVISION N/A	SUPERSEDES 24-01, 24-02, 24-03, 24-04
SUBJECT: COMPREHENSIVE FISCAL POLICY	APPROVED BY	EFFECTIVE DATE July 1, 2025

PURPOSE

To establish a comprehensive policy for all financial aspects of the East Bay Regional Communications System Authority ("EBRCSA"). This policy incorporates and supersedes prior EBRCSA policies: Billings for Services, Accounts Receivable, Financial Audits, and Reserve Fund Balance. This comprehensive policy provides direction in the areas of budget management, financial reporting, fund balance requirements, accounts receivable management, and spending authority.

POLICY

The EBRCSA Board of Directors shall ensure the fiscal security and health of the EBRCSA through the development of and adherence to contemporary fiscal policies.

PROCEDURES**I. Budget Preparation**

- 1) The Board of Directors adopts an annual budget by June 30 of each year that aligns with its strategic goals and ensures fiscal sustainability.
- 2) Each annual operating budget will ensure the minimum Operating and Capital Reserve levels comply with the Reserve Fund Balance policy.
- 3) Rates are set to collect revenues sufficient to cover operating and capital costs budgeted. Available fund balance can also be used to determine coverage of costs.

II. Budget Management

- 1) The Board of Directors adopts the budget annually at the object level. To facilitate efficient management of the budget, the Executive Director shall have the authority to exceed individual line-item budget amounts (sub-object) within the overall adopted budget without requiring a budget amendment.
- 2) A budget amendment approved by the Board of Directors is required if expenses exceed the adopted overall budget.

III. Financial Reporting

1) Mid-Year Budget Report:

- a. The Auditor's Office will prepare a mid-year budget report to provide an update on the financial status of the EBRCSA, including actual revenues and expenditures compared to the budget.

2) Annual Audit:

- a. The Board of Directors, by and through the Finance Committee, is responsible for the annual preparation and reporting to each EBCRSA member of the EBRCSA audited financial statements
- b. The Executive Director shall ensure that the financial statements are audited by an independent outside auditor that was vetted and recommended for selection to the Board of Directors by the Finance Committee. In coordination with the independent outside auditor, the Executive Director shall ensure that the financial statements are audited annually and the annual audit is reported to the Finance Committee and Board of Directors.
- c. The Finance Committee will assign two members as a working group to liaison with the outside auditor and Executive Director.
- d. The working group will ensure the audited financial statements are presented to the Finance Committee at the first committee meeting after the report is issued.
- e. The Executive Director will ensure the audited financial statements are presented to the Board of Directors at the December meeting for the year in which the report was issued.

IV. Reserve Fund Balance

1) Operating Reserve:

- a. The EBRCSA will maintain an Operating Reserve equal to 25% (twenty-five percent) of the EBRCSA's annual operating expenses.
- b. Each year's operating budget will ensure the minimum Operating Reserve level complies with this policy.
- c. The Auditor's Office will transfer any amount in excess of the Operating Reserve to the Capital Reserve.

2) Capital Reserve:

- a. The EBRCSA will maintain a Capital Reserve to fund future capital expenditures.
- b. Capital Reserve funds may be used for projects or equipment that are greater than \$5,000 and have a service life greater than one year.
- c. The EBRCSA will maintain a minimum Capital Reserve balance of \$5,000,000.

3) Fund Balance Thresholds:

- a. Should the Operating or Capital Reserve balances drop below the prescribed threshold, the Executive Director shall notify the Board of Directors at the next Board of Directors meeting and present a plan to return the fund to its prescribed floor within two years.

V. Accounts Receivable

1) Billing:

- a. The Auditor's Office shall invoice annually for the cost of operating the system based on the number of mobile and portable radios assigned to each participating agency.
- b. Members are responsible for ensuring that the Executive Director is aware of any radios added or deleted from the system.
- c. The Executive Director will utilize annual reports that will determine if the number of mobile and portable radios each agency is operating on the system has changed.
- d. The Executive Director will provide the Auditor's Office the information used in the preparation of the annual invoice.
- e. The Auditor's Office will invoice each member agency for its respective operating and debt payment by July 1 of each year.
- f. The bill will be issued to the attention of each member agency's designee.
- g. Members will have 30 days from the receipt of the bill to challenge the number of mobiles or portables on the bill.
- h. Rates for Operating and Service Payments are set by the Board of Directors.
- i. Any deviation from the standard pricing requires approval of the Board of Directors.

2) Collections:

- a. The Executive Director shall ensure that invoices are paid in a timely manner through the proactive collection of monies owed for services provided.
- b. Fees are due and payable on receipt with a two-month grace period.
- c. All unpaid accounts as of September 1, of the year which the bill was issued, will be billed a 10% (ten percent) late fee.
- d. Members are responsible for the payment of fees associated with using additional resources. Examples include, but are not limited to, fees for legal or collection services.
- e. The Executive Director will present the Accounts Receivable Aging to the Finance Committee by December of the year the annual invoices are issued.
- f. The report will include the number of and total amount of delinquent accounts.
- g. The Executive Director shall have the authority to write-off uncollectable accounts and report to the Board of Directors at the December meeting in the following situations:
 - The member is a private business that ceased as a going concern prior to paying the invoice.
 - The amount owed is due to a radio count dispute and a partial payment was made.
 - The amount owed is due to a billing error.
 - The amount owned is \$25,000 or less.

VI. Procurement

1) Spending Authority:

- The Executive Director may approve expenditures for the EBRCSA up to \$25,000 within the limitations of the adopted budget.
- The Executive Director, upon approval of the Board Chair or Vice-Chair, may approve expenditures up to \$50,000 without approval of the Board of Directors within the limitations of the adopted budget.
- The Executive Director shall inform the Finance Committee and the Board of Directors of expenditures in excess of \$25,000 at the next scheduled meeting.

2) Emergency Spending:

- The Executive Director, upon approval of the Board Chair or Vice-Chair, may approve emergency expenditures up to \$100,000 without approval of the Board of Directors within the limitations of the adopted budget.
- The Executive Director shall inform the Finance Committee and the Board of Directors of emergency expenditures at the next scheduled meetings.

VII. Policy Review and Amendments

- 1) This fiscal policy shall be reviewed periodically to ensure its effectiveness and relevance.
- 2) Amendments to this policy must be approved by the Board of Directors.

This fiscal policy is intended to provide a framework for the financial management of the East Bay Regional Communications System Authority. It is essential that all staff and stakeholders adhere to these policies to ensure the financial integrity and sustainability of the EBRCSA.

EAST BAY REGIONAL COMMUNICATIONS SYSTEM AUTHORITY

POLICIES AND PROCEDURES	NUMBER: 24-01	Page 1 of 1
	REVISION 09/13/24	SUPERCEDES N/A
SUBJECT: AUDITED FINANCIAL STATEMENTS	APPROVED BY Board of Directors	EFFECTIVE DATE 09/13/24

PURPOSE

To establish a policy for the development and reporting of the audited financial statements of the East Bay Regional Communications System Authority ("EBRCSA").

POLICY

The EBRCSA shall ensure that the audited annual financial statements are annually reported to the Finance Committee and Board of Directors.

PROCEDURE

Annual Reporting of Audited Financial Statements

- 1) The Finance Committee will ensure the annual reporting of the audited financial statements.
 - The Finance Committee will assign two members as a working group to liaison with the outside auditor and Executive Director.
 - The working group will ensure the audited financial statements are presented to the Finance Committee at the first committee meeting after the report is issued.
 - The Executive Director will ensure the Audited Financial Statements are presented to the Board of Directors at the December meeting for the year in which the report was issued.

EAST BAY REGIONAL COMMUNICATIONS SYSTEM AUTHORITY

POLICIES AND PROCEDURES	NUMBER: 24/02	Page 1 of 1
	REVISION	SUPERCEDES
	N/A	N/A
SUBJECT: ACCOUNTS RECEIVABLE POLICY	APPROVED BY Board of Directors	EFFECTIVE DATE 09/13/24

PURPOSE

To establish a policy for annual billing of the services provided by East Bay Regional Communications System Authority ("EBRCSA").

POLICY

The EBRCSA shall ensure that invoices are paid in a timely manner through the proactive collection of monies owed for services provided.

PROCEDURE

Payment of invoices

- 1) The Authority will bill each member agency for its respective operating and debt payment by July 1 of each year.
 - The bill will be issued to the attention of each member agency's executive or designee;
 - Fees are due and payable on receipt with a two-month grace period;
 - All unpaid accounts as of September 1, of the year which the bill was issued, will be billed a 10 (ten) percent late fee.
 - Delinquent accounts will be referred to collections six months after the date of issuance of the invoice.
 - Members are responsible for the payment of fees associated with using additional resources. Examples include, but are not limited to, fees and costs for legal or collection services.
- 2) The Executive Director will present the Accounts Receivable Aging to the Finance Committee prior to the December Board of Directors meeting to review the number of and value of accounts with outstanding balances.
- 3) The Executive Director shall have the authority to write-off uncollectable accounts and report to the Board of Directors at the December meeting in the following situations:
 - The member is a private business that ceased operation prior to paying the invoice;
 - The amount owed is due to a radio count dispute and a partial payment was made;
 - The amount owed is due to a billing error;
 - The amount owned is \$25,000 or 50% of the invoiced amount, whichever is less.

EAST BAY REGIONAL COMMUNICATIONS SYSTEM AUTHORITY

POLICIES AND PROCEDURES	NUMBER 24/03	Page 1 of 1
	REVISION N/A	SUPERCEDES N/A
SUBJECT: OPERATING AND CAPITAL RESERVE	APPROVED BY Board of Directors	EFFECTIVE DATE 12/06/24

PURPOSE

The East Bay Regional Communications System Authority (“EBRCSA”) fiscal policies serve as the policy framework to provide guidance concerning fiscal matters.

POLICY

The EBRCSA’s Reserve Policy documents the EBRCSA’s approach to provide fiscal sustainability while considering user fees. The policy is intended to:

- Identify EBRCSA operations and functions for the use of reserve funds
- Establish minimum reserve levels;
- Establish criteria for the use of reserves and process to replenish reserves.

PROCEDURE

Operating Reserves:

- The Authority will maintain an Operating Reserve equal to 25 (twenty-five) percent of the Authority’s annual operating expenses;
- Each year’s operating budget will ensure the minimum Operating Reserve level complies with this policy;
- The Auditor’s Office will transfer any payments received in excess during the annual budget adoption process

Capital Reserves:

- The Authority will create and maintain a Capital Reserve to fund future capital expenditures.
- Capital Reserve funds may be used for projects or equipment that is greater than \$5,000 and have a service life greater than one year.
- The Authority will maintain a minimum Capital Reserve balance of 5 million dollars

Should the Operating or Capital Reserve Fund balances drop below the prescribed threshold, the Executive Director shall notify the Board of Directors at the next Board of Directors meeting and present a plan to return the fund to its prescribed limit within two years.

EAST BAY REGIONAL COMMUNICATIONS SYSTEM AUTHORITY

POLICIES AND PROCEDURES	NUMBER: 24-04	Page 1 of 1
	REVISION 12/06/24	SUPERCEDES 10/03/2015 09/13/2024
SUBJECT: ANNUAL BILL FOR SERVICES	APPROVED BY EBRCSA Board of Directors	EFFECTIVE DATE 09/13/2024

PURPOSE

To establish a policy for annual billing of the services provided by East Bay Regional Communications System Authority ("EBRCSA").

POLICY

The EBRCSA shall invoice annually for the cost of operating the system based on the number of mobile and portable radios.

PROCEDURE

Billing for Annual Operating and Debt Payments

- 1) Members are responsible for ensuring that the EBRCSA Executive Director is aware of any radios added or deleted from the system.
 - The Executive Director will utilize biannual reports that will determine if the number of mobile and portable radios each agency is operating on the system has increased;
 - The Auditor will be provided the information which will be used in the preparation of the annual bill
- 2) The Authority will bill each member agency for its respective operating and debt payment by July 1 of each year.
 - The bill will be issued to the attention of each member agency's designee;
 - Members will have 30 days from the receipt of the bill to challenge the bill as to the number of mobiles or portables which they are being billed for;
 - Fees are due and payable on receipt with a two-month grace period;
 - All unpaid accounts as of September 1, of the year which the bill was issued, will be billed a 10 (ten) percent late fee.
- 3) Rates for Operating and Service Payments are set by the Board of Directors. Any deviation from the standard pricing requires approval of the Board of Directors.

RESOLUTION NO. 25-xx

**A RESOLUTION OF THE
EAST BAY REGIONAL COMMUNICATIONS SYSTEM AUTHORITY**

* * * * *

**ADOPT A RESOLUTION AUTHORIZING THE BOARD CHAIR TO EXECUTE AND
THE EXECUTIVE DIRECTOR TO IMPLEMENT THE NEW COMPREHENSIVE
FISCAL POLICY**

WHEREAS, the East Bay Regional Communications System Authority (“EBRCSA”) P-25 compliant communications system serves Alameda and Contra Costa counties and individual political jurisdictions therein (the “System”); and

WHEREAS, the EBRCSA uses policies to guide its management and operations; and

WHEREAS, the EBRCSA needs to update its policy for budget management, consolidate current fiscal policies and establish rules for the spending authority of the Executive Director; and

WHEREAS, the policy expressly allows the Executive Director to execute purchases up to \$25,000, and up to \$50,000 with concurrence of the Board Chair or Vice-Chair, and up to \$100,000 for emergency situations; and

WHEREAS, the Executive Director shall report out to the Board of Directors at the next regularly scheduled meeting on purchases made in excess of \$25,000, and for emergency purchases in accordance with this policy; and

WHEREAS, staff has revised the proposed policy; and

WHEREAS, the Finance Committee recommends the policy to the Board of Directors.

NOW, THEREFORE, the Board of Directors of the East Bay Regional Communications System Authority does **RESOLVE** that it adopts the revised Comprehensive Fiscal policy (25-XX) to the accompanying Agenda Report and authorizes the Executive Director to implement the policy aligned with the intent of the Board of Directors.

On motion of xx, seconded by xx, the foregoing Resolution was passed and adopted this 30th day of May 2025 by the following votes:

AYES:

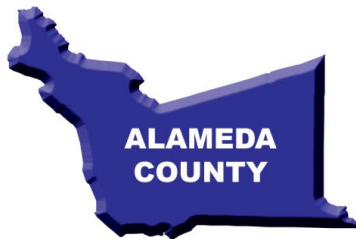
NOES: .

ABSTENTIONS:

ABSENT:

ATTEST:

Jocelyn Kwong, Secretary



East Bay Regional Communications System Authority




Participating agencies include Alameda and Contra Costa Counties and the following cities and special districts: Alameda, Albany, Antioch, Berkeley, Brentwood, Clayton, Concord, Danville, Dublin, El Cerrito, Emeryville, Fremont, Hayward, Hercules, Lafayette, Livermore, Martinez, Moraga, Newark, Oakland, Oakley, Piedmont, Pinole, Pittsburg, Pleasant Hill, Pleasanton, Richmond, San Leandro, San Pablo, San Ramon, Union City, Walnut Creek, East Bay Regional Park District, Kensington Police Community Services District, Livermore Amador Valley Transit Authority, Moraga-Orinda Fire District, Rodeo-Hercules Fire District, San Ramon Valley Fire District, California Department of Transportation, Ohlone Community College District, Contra Costa Community College District, Dublin-San Ramon Services District and University of California, Berkeley

AGENDA ITEM NO. 7.4

AGENDA STATEMENT BOARD OF DIRECTORS MEETING DATE: MAY 30, 2025

TO: Board of Directors
East Bay Regional Communications System Authority (EBRCSA)

FROM: David Swing, Executive Director 
East Bay Regional Communications System Authority

SUBJECT: Consider Adoption of a Resolution for a Radio Encryption Policy for the East Bay Regional Communications System Authority

RECOMMENDATION:

Consider Adoption of a Resolution for a Radio Encryption Policy for the East Bay Regional Communications System Authority

SUMMARY/DISCUSSION:

On October 12, 2020, the California Department of Justice (CA DOJ) notified California law enforcement agencies that any radio communications containing confidential Criminal Justice Information (CJI) or Personal Identifying Information (PII) must be protected. Several methods exist to protect CJI and PII with radio encryption as the most common. Radio encryption with interoperability occurs through an encryption key. The encryption key allows other users with that key to transmit and receive on the encrypted talk group. The CA DOJ requires any encryption key be at a minimum 128-bit length with a strong preference for 256 bits. The EBRCSA informed member agencies of this requirement and purchased 256 AES encryption keys for the radio consoles in 2020.

Some agencies immediately purchased the encryption keys for their subscriber units; however, many agencies delayed their purchases for various reasons to include cost of the purchase and timing with radio replacement. The timing of encrypting primary radio channels was further complicated by proposed legislation that would have prevented agencies from using encrypted primary dispatch channels. The proposed legislation subsequently failed.

**Alameda County Office of Homeland Security and Emergency Services
4985 Broder Blvd, Dublin CA 94568 • (925) 803-7802 • www.ebrcsa.org**



East Bay Regional Communications System Authority



Participating agencies include Alameda and Contra Costa Counties and the following cities and special districts: Alameda, Albany, Antioch, Berkeley, Brentwood, Clayton, Concord, Danville, Dublin, El Cerrito, Emeryville, Fremont, Hayward, Hercules, Lafayette, Livermore, Martinez, Moraga, Newark, Oakland, Oakley, Piedmont, Pinole, Pittsburg, Pleasant Hill, Pleasanton, Richmond, San Leandro, San Pablo, San Ramon, Union City, Walnut Creek, East Bay Regional Park District, Kensington Police Community Services District, Livermore Amador Valley Transit Authority, Moraga-Orinda Fire District, Rodeo-Hercules Fire District, San Ramon Valley Fire District, California Department of Transportation, Ohlone Community College District, Contra Costa Community College District, Dublin-San Ramon Services District and University of California, Berkeley

The radio shops installed the encryption keys on the consoles in early 2024 and anticipate completing the installation of the encryption keys on the subscriber units in August 2025. Once the encryption keys are installed, the EBRCSA will activate encryption system-wide and those without an authorized key will no longer be able to hear radio traffic on the newly encrypted channels. Staff anticipates that all law enforcement agencies will have purchased encryption keys by July 2025 allowing system-wide encryption to occur in August or September 2025.

The radio shops will test the encrypted talk groups prior to implementation and will develop a training plan in partnership with the technical advisory workgroup and law enforcement agencies. The training will demonstrate how to access the encrypted channels and how to troubleshoot any related issues.

Understandably, the loss of publicly broadcasted radio traffic will be a cause for concern for some community members including the media, radio scanner aficionados, amongst others. Encrypted radio traffic not only complies with CA DOJ requirement by providing security of CJI and PII, it also provides for security of law enforcement operations and enhances the safety of field personnel. Fire Department radio traffic will not be encrypted at this time.

The proposed radio encryption policy (Attachment 1) addresses the CA DOJ mandate by:

- Requiring the use of the 256-bit AES for all encrypted radio transmissions.
- Establishing guidelines for secure encryption key management.
- Outlining the responsibilities of EBRCSA member agencies in implementing encryption.
- Providing a framework for agencies that wish to maintain unencrypted channels under controlled circumstances.
- Addressing the need for both security and transparency.

EBRCSA acknowledges the competing interests between the need to protect sensitive information through encryption and the public's desire for access to information about law enforcement activities. The proposed policy seeks to balance these interests by:

- Providing security of CJI and PII through encryption
- Recommending that agencies develop policies for releasing information to the public and media in a timely manner that does not compromise officer safety or investigations

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East Bay Regional Communications System Authority



Participating agencies include Alameda and Contra Costa Counties and the following cities and special districts: Alameda, Albany, Antioch, Berkeley, Brentwood, Clayton, Concord, Danville, Dublin, El Cerrito, Emeryville, Fremont, Hayward, Hercules, Lafayette, Livermore, Martinez, Moraga, Newark, Oakland, Oakley, Piedmont, Pinole, Pittsburg, Pleasant Hill, Pleasanton, Richmond, San Leandro, San Pablo, San Ramon, Union City, Walnut Creek, East Bay Regional Park District, Kensington Police Community Services District, Livermore Amador Valley Transit Authority, Moraga-Orinda Fire District, Rodeo-Hercules Fire District, San Ramon Valley Fire District, California Department of Transportation, Ohlone Community College District, Contra Costa Community College District, Dublin-San Ramon Services District and University of California, Berkeley

The adoption of the proposed radio encryption policy is crucial for ensuring EBRCSA compliance with CA DOJ requirements and protecting sensitive information. The recommended implementation timeline is achievable, and the policy provides a framework for balancing security and transparency. The Operations Committee discussed the proposed policy at its May 9, 2025 meeting and recommended it to the Board of Directors with the addition of ensuring the policy provides guidance that requests for agency-specific information is referred to the participating or member agency.

Attachments:

1. Encryption Policy
2. Resolution

EAST BAY REGIONAL COMMUNICATIONS SYSTEM AUTHORITY ADMINISTRATIVE POLICIES

CONFIGURATION MANAGEMENT	NUMBER	Page 1 of 1
	25-02	
	REVISION	SUPERSEDES 5.04.04
SUBJECT ENCRYPTION POLICY	APPROVED BY Board of Directors	EFFECTIVE DATE 06/01/25

Preamble:

This policy is the East Bay Regional Communications System Authority's (EBRCSA) position on the encryption of radio communications for its participating agencies, with specific consideration for the California Department of Justice (CA DOJ) requirement to protect Criminal Justice Information (CJI) and Personally Identifiable Information (PII). EBRCSA is committed to providing a secure and interoperable communications platform for public safety agencies while balancing the need for operational effectiveness, officer safety, and transparency, when appropriate.

1. Purpose:

This policy:

- Ensures compliance with CA DOJ requirements and federal regulations regarding the confidentiality and security of CJI and PII transmitted via radio.
- Provides guidelines for EBRCSA participating agencies in implementing radio encryption.
- Promotes interoperability among agencies while maintaining necessary security.
- Addresses the balance between secure communications and the public's interest in law enforcement activities.

2. Scope:

This policy applies to all EBRCSA participating agencies that utilize the EBRCSA radio system for voice and data communications. It covers all radio transmissions, including dispatch, tactical operations, and inter-agency communications.

3. Definitions:

- **Criminal Justice Information (CJI):** As defined by the FBI CJIS Security Policy, CJI is all data required for law enforcement agencies to perform their mission and to provide services.
- **Personally Identifiable Information (PII):** Information that can be used to distinguish or trace an individual's identity, such as name, address, Social Security number, etc.
- **Encryption:** Using information technology, the process of encoding communications to prevent unauthorized access.
- **EBRCSA:** East Bay Regional Communications System Authority
- **CA DOJ:** California Department of Justice
- **AES:** Advanced Encryption Standard

4. CA DOJ Requirements:

EBRCSA acknowledges and incorporates the CA DOJ's mandate that law enforcement agencies protect CJI and PII. The CA DOJ requires agencies to either:

- Encrypt all radio traffic, or
- Implement policies and procedures that adequately protect CJI/PII without encryption.

5. Encryption Standard:

EBRCSA mandates that all participating agencies utilizing encryption on the EBRCSA system adhere to the following:

- **Algorithm:** Encryption must use the Advanced Encryption Standard (AES).
- **Key Length:** A minimum key length of 256-bit AES encryption is required.
- **Key Management:** Encryption keys must be securely generated, stored, distributed, and managed in accordance with industry best practices and legal requirements. County radio shops and agencies that maintain their own radios must have a documented encryption key management policy.
- **Equipment:** Participating agencies are responsible for ensuring that all radio equipment used for encrypted communications is compatible with the specified AES standard and key length.

6. Implementation:

- **Agency Responsibility:** Each participating agency is responsible for the timely and effective implementation of radio encryption in accordance with this policy and the CA DOJ mandate.
- **Risk Assessment:** Participating agencies must conduct a risk assessment to determine the extent to which their radio communications transmit CJI and PII.
- **Encryption Plan:** Participating agencies must develop a detailed encryption implementation plan. The plan should include:
 - A timeline for implementation
 - Identification of resources required (equipment, personnel, training)
 - Specific channels or talk groups to be encrypted
 - Procedures for handling encrypted and unencrypted communications
 - Plan for interoperability
- **Training:** All personnel who use radio equipment must receive comprehensive training on the proper use of encryption, the importance of protecting CJI and PII, and agency-specific procedures.
- **Interoperability:** EBRCSA recognizes the importance of interoperability. Participating agencies shall maintain the ability to communicate with other participating agencies and non-participating agencies during mutual aid or joint operations. Participating agencies should use interoperability channels with common encryption keys or other compatible solutions.
- **Oversight:** EBRCSA will provide technical assistance and oversight to participating agencies during the implementation process to ensure compliance and system-wide interoperability.

7. Policy for Unencrypted Communications:

EBRCSA recognizes that some agencies may have a need for unencrypted communications for certain operational purposes. However, given the CA DOJ mandate, strict controls are required.

- **Mitigation Plan:** All participating agencies must develop a comprehensive plan to prevent the transmission of CJI and PII on unencrypted channels. This plan must include:
 - Specific policies and procedures for handling CJI/PII.

- Alternative methods for transmitting sensitive information (e.g., mobile data terminals, secure phone lines).

8. Transparency and Public Access:

While ensuring the security of communications, EBRCSA acknowledges the importance of transparency and public access to information. EBRCSA recommends that participating agencies:

- Develop a communications plan related to encryption prior to August 2025 to inform the community of the change from open to encrypted radio communications
- Develop policies for the release of information to the public and media, including:
 - Timely release of information after incidents, consistent with investigative needs and privacy laws.
 - Designated media channels or briefings.
 - Use of online platforms to disseminate information.

EBRCSA shall refer requests for agency specific information to the appropriate participating agency.

9. Auditing and Compliance:

- Participating agencies are responsible for maintaining records of training, and policy compliance.
- Participating agencies' radio shops are responsible for maintaining records of encryption key management compliance.

10. Policy Review:

This policy will be reviewed and updated periodically to reflect changes in technology, laws, and best practices.

RESOLUTION NO. 25-xx

**A RESOLUTION OF THE
EAST BAY REGIONAL COMMUNICATIONS SYSTEM AUTHORITY**

* * * * *

**ADOPT A RESOLUTION AUTHORIZING THE BOARD CHAIR TO EXECUTE AND
THE EXECUTIVE DIRECTOR TO IMPLEMENT THE NEW RADIO ENCRYPTION
POLICY**

WHEREAS, the East Bay Regional Communications System Authority (“EBRCSA”) P-25 compliant communications system serves Alameda and Contra Costa counties and individual political jurisdictions therein (the “System”); and

WHEREAS, the EBRCSA uses policies to guide its management and operations; and

WHEREAS, the EBRCSA has an increased need for a policy to establish standards to protect personal identifying information (PII) and criminal justice information (CJI) on the radio system; and

WHEREAS, the EBRCSA requires member agencies using encryption to have an encryption key and algorithm compatible with the 256 AES standard; and

WHEREAS, the member agencies shall work with their respective radio technicians to identify encrypted talk groups and ensure mobile and portable radios are programmed prior to the implementation date; and

WHEREAS, staff has revised the proposed policy; and

WHEREAS, the Operations Committee recommends the policy.

NOW, THEREFORE, the Board of Directors of the East Bay Regional Communications System Authority does **RESOLVE** that it adopts the revised Radio Encryption policy (25-XX) to the accompanying Agenda Report and authorizes the Executive Director to implement the policy aligned with the intent of the Board of Directors.

On motion of xx, seconded by xx, the foregoing Resolution was passed and adopted this 30th day of May 2025 by the following votes:

AYES:

NOES: .

ABSTENTIONS:

ABSENT:

ATTEST:

Jocelyn Kwong, Secretary



East Bay Regional Communications System Authority



Participating agencies include Alameda and Contra Costa Counties and the following cities and special districts: Alameda, Albany, Antioch, Berkeley, Brentwood, Clayton, Concord, Danville, Dublin, El Cerrito, Emeryville, Fremont, Hayward, Hercules, Lafayette, Livermore, Martinez, Moraga, Newark, Oakley, Pinole, Pittsburg, Pleasant Hill, Pleasanton, Richmond, San Leandro, San Pablo, San Ramon, Union City, Walnut Creek, East Bay Regional Park District, Kensington Police Community Services District, Livermore Amador Valley Transit Authority, Moraga-Orinda Fire District, Rodeo-Hercules Fire District, San Ramon Valley Fire District, California Department of Transportation, Ohlone Community College District, Contra Costa Community College District, Dublin-San Ramon Services District and University of California, Berkeley

AGENDA ITEM NO. 7.5

AGENDA STATEMENT BOARD OF DIRECTORS MEETING DATE: MAY 30, 2025

TO: Board of Directors
East Bay Regional Communications System Authority (EBRCSA)

FROM: David Swing, Executive Director 
East Bay Regional Communications System Authority

SUBJECT: First Amendment to the Services Agreement with Secretary to the Board Kwong

RECOMMENDATION:

Adopt a Resolution approving the First Amendment to the Agreement with Jocelyn Kwong for Secretary to the Board services with the East Bay Regional Communications System Authority.

SUMMARY/DISCUSSION:

On June 1, 2024, East Bay Regional Communications System Authority (EBRCSA), entered an Agreement with Jocelyn Kwong for Secretary to the Board services ("Agreement"). During the past year, Ms. Kwong has performed the work of her predecessor in fewer hours and has accomplished additional tasks to include updating the content of the website, ensured agenda packets are published the weekend prior to a meeting, and enhanced the functionality of the packet through improved organization. In recognition of her superior work, the Executive Director recommended on May 9, 2025 to the Finance Committee an increase in Ms. Kwong's hourly rate of pay. The Finance Committee recommend to the Board that it authorize a First Amendment to the Agreement to increase the hourly rate of compensation.

In particular, the Executive Director proposes an increase from \$97.00 per hour to \$107.00 to take effect on June 1, 2025. The hourly rate for the position has not increased since October 30, 2022 while CPI has increased 7.3%. The annual fiscal impact is anticipated to be \$700.00. Sufficient funds exist in the current budget to absorb this increase.

January – December CPI - % Increase

		<i>Beginning</i>	<i>Adjusted</i>
<u>Year</u>	<u>% Increase</u>	<u>Hourly</u>	<u>Hourly</u>
2022	8.80%	\$89.00	\$97.00
2023	4.10%	\$97.00	\$101.00
2024	3.20%	\$101.00	\$104.00
2025	3.20%	\$104.00	\$108.00

Attachments:

1. Standard Services Agreement with Jocelyn Kwong
2. Proposed First Amendment to the Services Agreement with Jocelyn Kwong
3. Resolution

**EAST BAY REGIONAL COMMUNICATIONS SYSTEM AUTHORITY
STANDARD SERVICES AGREEMENT**

This Agreement, dated as of June 1, 2024 is by and between the East Bay Regional Communications System Authority (EBRCSA), hereinafter referred to as the “EBRCSA”, and Jocelyn Kwong, herein after referred to as the “Contractor”.

WITNESSETH

Whereas, EBRCSA desires to obtain administrative support services which are more fully described in Exhibit A hereto “Scope of Services”

Whereas, Contractor is professionally qualified to provide such services and is willing to provide same to EBRCSA; and

Now, therefore it is agreed that EBRCSA does hereby retain Contractor to provide Administrative Support Services, and Contractor accepts such engagement, on the General Terms and Conditions hereinafter specified in this Agreement, the Additional Provisions attached hereto, and the following described exhibits, all of which are incorporated into this Agreement by this reference:

Exhibit A	Definition of Services
Exhibit B	Payment Terms

IN WITNESS WHEREOF, the parties hereto have executed this Agreement as of the day and year first above written.

EAST BAY REGIONAL
COMMUNICATIONS SYSTEM
AUTHORITY

JOCELYN KWONG

By:  _____
DocuSigned by:
D965B2BC80854B3...
Signature

By:  _____
DocuSigned by:
28F1A9520C3146B...
Signature

Name: David L. Swing _____
(Printed)

Name: Jocelyn Kwong _____
(Printed)

Title: Executive Director _____

Title: Board Secretary _____

Date: 6/6/2024 _____

By signing above, signatory warrants and represents that he/she executed this Agreement in his/her authorized capacity and that by his/her signature on this Agreement, he/she or the entity upon behalf of which he/she acted, executed this Agreement

GENERAL TERMS AND CONDITIONS

1. **INDEPENDENT CONTRACTOR:** No relationship of employer and employee is created by this Agreement; it being understood and agreed that Contractor is an independent contractor. Contractor is not the agent or employee of the East Bay Regional Communications System Authority (EBRCSA) in any capacity whatsoever and EBRCSA shall not be liable for any acts or omissions by Contractor nor for any obligations or liabilities incurred by Contractor.

Contractor shall have no claim under this Agreement or otherwise, for seniority, vacation time, vacation pay, sick leave, personal time off, overtime, health insurance medical care, hospital care, retirement benefits, social security, disability, Workers' Compensation, or unemployment insurance benefits, civil service protection, or employee benefits of any kind.

Contractor shall be solely liable for and obligated to pay directly all applicable payroll taxes (including federal and state income taxes) or contributions for unemployment insurance or old age pensions or annuities which are imposed by any governmental entity in connection with the labor used or which are measured by wages, salaries or other remuneration paid to its officers, agents or employees and agrees to indemnify and hold EBRCSA harmless from any and all liability which EBRCSA may incur because of Contractor's failure to pay such amounts.

In carrying out the work contemplated herein, Contractor shall comply with all applicable federal and state workers' compensation and liability laws and regulations with respect to the officers, agents and/or employees conducting and participating in the work; and agrees that such officers, agents, and/or employees will be considered as independent contractors and shall not be treated or considered in any way as officers, agents and/or employees of EBRCSA.

Contractor does, by this Agreement, agree to perform his/her said work and functions at all times in strict accordance with currently approved methods and practices in his/her field and that the sole interest of EBRCSA is to insure that said service shall be performed and rendered in a competent, efficient, timely and satisfactory manner and in accordance with the standards required by EBRCSA.

Notwithstanding the foregoing, if EBRCSA determines that pursuant to state and federal law Contractor is an employee for purposes of income tax withholding, EBRCSA may upon two weeks' notice to Contractor, withhold from payments to Contractor hereunder federal and state income taxes and pay said sums to the federal and state governments

2. **INDEMNIFICATION:** To the fullest extent permitted by law, Contractor shall hold harmless, defend and indemnify the East Bay Regional Communications System Authority, its Board of Directors, employees and agents from and against any and all claims, losses, damages, liabilities and expenses, including but not limited to attorneys' fees, arising out of or resulting from the performance of services under this Agreement, provided that any such claim, loss, damage, liability or expense is attributable to bodily injury, sickness, disease, death or to injury to or destruction of property, including the loss therefrom, or to any violation of federal, state or municipal law or regulation, which arises out of or is any way connected with the performance of this agreement (collectively "Liabilities") except where such Liabilities are caused solely by the negligence or willful misconduct of any indemnitee. The EBRCSA may participate in the defense of any such claim without relieving Contractor of any obligation hereunder.
3. **CONFORMITY WITH LAW AND SAFETY:**
 - a. In performing services under this Agreement, Contractor shall observe and comply with all applicable laws, ordinances, codes and regulations of governmental agencies, including federal, state, municipal, and local governing bodies, having jurisdiction over the scope of services.
4. **PAYMENT:** For services performed in accordance with this Agreement, payment shall be made to Contractor as provided in Exhibit B hereto.
5. **TRAVEL EXPENSES:** Contractor shall not be reimbursed or paid travel expenses unless set forth in this Agreement.
6. **TAXES:** Payment of all applicable federal, state, and local taxes shall be the sole responsibility of the Contractor.
7. **OWNERSHIP OF DOCUMENTS:** Contractor hereby assigns to EBRCSA and its assignees all copyright and other use rights in any and all proposals, plans, specifications, designs, drawings, sketches, renderings, models, reports and related documents (including computerized or electronic copies) respecting in any way the subject matter or performance of this Agreement, whether prepared by EBRCSA, the Contractor, the Contractor's sub-Contractors or third parties at the request of the Contractor (collectively, "Documents and Materials"). This explicitly includes the electronic copies of all above stated documentation.

Contractor also hereby assigns to EBRCSA and its assignees all copyright and other use rights in any Documents and Materials including electronic copies generated by Contractor and/or stored in Contractor's computers, tablets, communications devices, or other Contractor owned or managed information systems, respecting in any way the subject matter or performance of this Agreement.

Contractor shall be permitted to retain copies, including reproducible copies and computerized copies, of said Documents and Materials. Contractor agrees to take such further steps as may be reasonably requested by EBRCSA to implement the aforesaid assignment. If for any reason said assignment is not effective, Contractor hereby grants EBRCSA and any assignee of EBRCSA an express royalty – free license to retain and use said Documents and Materials. The EBRCSA rights under this paragraph shall apply regardless of the degree of completion of the Documents and Materials and whether Contractor's services as set forth in Exhibit "A" of this Agreement have been fully performed or paid for.

8. **CONFLICT OF INTEREST; CONFIDENTIALITY:** Contractor covenants that it presently has no interest, and shall not have any interest, direct or indirect, which would conflict in any manner with the performance of services required under this Agreement. Without limitation, Contractor represents to and agrees with EBRCSA that Contractor has no present, and will have no future, conflict of interest between providing EBRCSA services hereunder and any other person or entity which has any interest adverse or potentially adverse to EBRCSA, as determined in the reasonable judgment of the Board of Directors of EBRCSA. Contractor agrees that any information, whether proprietary or not, made known to or discovered by it during the performance of or in connection with this Agreement for EBRCSA will be kept confidential and not be disclosed to any other person. Contractor agrees to immediately notify EBRCSA by notices provided in accordance with Paragraph 13 of this Agreement, if it is requested to disclose any information made known to or discovered by it during the performance of or in connection with this Agreement. These conflicts of interest and future service provisions and limitations shall remain fully effective five (5) years after termination of services to EBRCSA hereunder.
9. **NOTICES:** All notices, requests, demands, or other communications under this Agreement shall be in writing. Notices shall be given for all purposes as follows:

Personal delivery: When personally delivered to the recipient, notices are effective on delivery.

First Class Mail: When mailed first class to the last address of the recipient known to the party giving notice, notice is effective three (3) mail delivery days after deposit in a United States Postal Service office or mailbox. **Certified Mail:** When mailed certified mail, return receipt requested, notice is effective on receipt, if delivery is confirmed by a return receipt.

Overnight Delivery: When delivered by overnight delivery (Federal Express /United Parcel Service/DHL/USPS) with charges prepaid or charged to the sender's account, notice is effective on delivery, if delivery is confirmed by the delivery service. **Electronic mail (Email):** Notice is effective on receipt Any notice given by Email shall be deemed received on the next business day if it is received after 5:00 p.m. (recipient's time) or on a non-business day.

Addresses for purpose of giving notice are as follows:

To EBRCSA: East Bay Regional Communication System Authority
Alameda County Office of Homeland Security and
Emergency Services
4985 Broder Blvd.
Dublin CA. 94568

Attn: David Swing
Email: David.Swing@acgov.org

To Contractor: Jocelyn Kwong



Any correctly addressed notice that is refused, unclaimed, or undeliverable because of an act or omission of the party to be notified shall be deemed effective as of the first date that said notice was refused, unclaimed, or deemed undeliverable by the postal authorities, email server, messenger, or overnight delivery service.

Any party may change its address or Email address by giving the other party notice of the change in any manner permitted by this Agreement.

10. **USE OF EBRCSA PROPERTY:** Contractor shall not use EBRCSA property (including equipment, instruments and supplies) or personnel for any purpose other than in the performance of his/her obligations under this Agreement.

11. **TERMINATION:** EBRCSA has and reserves the right to suspend, terminate or abandon this Agreement or the execution of any work by Contractor without cause at any time upon giving to the Contractor prior written notice. In the event that EBRCSA should abandon, terminate Contractor's work or this Agreement or suspend Contractor's work, Contractor shall be entitled to payment for services provided hereunder prior to the effective date of said suspension, termination or abandonment. Said payment shall be computed in accordance with Exhibit B hereto, provided that the maximum amount payable to Contractor for its Administrative Support Services shall only be payment for time actually worked prior to the effective date of said suspension, termination or abandonment.
12. **CHOICE OF LAW:** This Agreement shall be governed by the laws of the State of California.
13. **ENTIRE AGREEMENT:** This Agreement, including all attachments, exhibits, and any other documents specifically incorporated into this Agreement, shall constitute the entire agreement between EBRCSA and Contractor relating to the subject matter of this Agreement. As used herein, Agreement refers to and includes any documents incorporated herein by reference and any exhibits or attachments. This Agreement supersedes and merges all previous understandings, and all other agreements, written or oral, between the parties and sets forth the entire understanding of the parties regarding the subject matter thereof. The Agreement may not be modified except by a written document signed by both parties.
14. **HEADINGS** herein are for convenience of reference only and shall in no way affect interpretation of the Agreement.
15. **MODIFICATION OF AGREEMENT:** This Agreement may be supplemented, amended or modified only by the mutual agreement of the parties. No supplement, amendment or modification of this Agreement shall be binding unless it is in writing and signed by authorized representatives of both parties.
16. **ASSURANCE OF PERFORMANCE:** If at any time EBRCSA believes Contractor may not be adequately performing its obligations under this Agreement or that Contractor may fail to complete the Services as required by this Agreement, EBRCSA may request from Contractor prompt written assurances of performance and a written plan acceptable to EBRCSA, to correct the observed deficiencies in Contractor's performance. Contractor shall provide such written assurances and written plan within ten (10) calendar days of its receipt of EBRCSA's request and shall thereafter diligently commence and fully perform such written plan. Contractor acknowledges and agrees that any failure to provide

such written assurances and written plan within the required time is a material breach under this Agreement.

17. SIGNATORY: By signing this agreement, signatory warrants and represents that he/she executed this Agreement in his/her authorized capacity and that by his/her signature on this Agreement, he/she or the entity upon behalf of which he/she acted, executed this Agreement

[END OF GENERAL TERMS AND CONDITIONS]

EXHIBIT A DEFINITION OF SERVICES

Contractor shall provide general support services to the EBRCSA on an hourly basis as listed below:

General administrative support, including response to CA Public Records Act requests, preparation of agendas, minutes, staff reports, and resolutions for the Board of Directors and committee meetings.

Staff the Board of Directors meetings to insure adherence to Brown Act requirements and take minutes of meetings to include quarterly Board and Committee meetings and monthly Technical Advisory Committee meetings.

Assist the Executive Director with State mandated filings for board members and other filings required for the Authority.

Provide clerical assistance to the Executive Director.

Post all documents on the EBCRSA website supporting EBRCSA Board of Directors and Committee meetings and meeting minutes.

EXHIBIT B
PAYMENT TERMS

1. East Bay Regional Communications System Authority (EBRCSA) will pay Contractor within thirty (30) days, upon receipt of invoice.
2. Invoices will be approved by EBRCSA's Executive Director or Chair of the Board of Directors.
3. Contractor will be compensated at ninety-seven dollars and no cents (\$97.00) per hour for hours worked. This amount will be considered total compensation for work performed.
4. Upon award of this Agreement by EBRCSA, EBRCSA and Contractor shall forthwith jointly create a schedule governing the timely performance of Contractor's services hereunder. The agreed upon schedule shall be convenient to both parties and will be flexible. The contractor will be responsible to track hours worked on a daily basis and submit bi-weekly time sheets detailing hours worked.

**AMENDMENT NO. 1 TO CONSULTING SERVICES AGREEMENT BETWEEN
EAST BAY REGIONAL COMMUNICATIONS SYSTEM AUTHORITY AND
JOCELYN KWONG
FOR
SECRETARY TO THE BOARD SERVICES**

This **Amendment No.1** ("Amendment") is made by and between the East Bay Communications System Authority ("EBRCSA") and Jocelyn Kwong ("Contractor") (together sometimes referred to as the "Parties") as of June 1, 2025, and amends that certain Standard Services Agreement ("SSA" or "Agreement") dated June 1, 2024, between the Parties.

WHEREAS, City and Consultant have executed the Agreement, pursuant to which Consultant has provided Secretary to Board services to EBRCSA, and

WHEREAS, the Parties desire to amend the Agreement to adjust compensation.

NOW THEREFORE, for good and valuable consideration, the sufficiency of which is hereby acknowledged, the Parties hereby amend the Agreement as follows:

1. Exhibit B of the Agreement entitled "Payment Terms" is hereby amended to pay Consultant an hourly rate of \$107.00; and
2. Except as modified by this Amendment, all other terms of the Agreement shall remain in full force and effect.

This Amendment may be executed in multiple counterparts, each of which shall be an original and all of which together shall constitute one agreement.

SIGNATURES ON FOLLOWING PAGE

The Parties have executed this Amendment as of the date first written above. The persons whose signatures appear below certify that they are authorized to sign on behalf of the respective Party.

EAST BAY REGIONAL COMMUNICATIONS
SYSTEM AUTHORITY

JOCELYN KWONG

David Swing, Executive Director

Jocelyn Kwong, Contractor

Attest:

Jon King, Board Chair

RESOLUTION NO. 25-xx

**A RESOLUTION OF THE
EAST BAY REGIONAL COMMUNICATIONS SYSTEM AUTHORITY**

* * * * *

**ADOPT A RESOLUTION APPROVING AND AUTHORIZING THE EXECUTIVE
DIRECTOR TO EXECUTE AND IMPLEMENT THE FIRST AMMENDMENT TO THE
CONSULTING SERVICES AGREEMENT WITH JOCELYN KWONG FOR
SECRETARY TO THE BOARD SERVICES**

WHEREAS, the East Bay Regional Communications System Authority (“EBRCSA”) P-25 compliant communications system serves Alameda and Contra Costa counties and individual political jurisdictions therein (the “System”); and

WHEREAS, the EBRCSA requires a Secretary to the Board that can be responsible for the preparation of agenda and legally compliant posting of EBRCSA Board meeting and Committee meeting agendas and board materials, ensure compliance with Fair Political Practices Commission regulatory requirements, and assist in responding to California Public Records Act requests; and

WHEREAS, Jocelyn Kwong has served as the Secretary to the Board since June 1, 2024; and

WHEREAS, the EBRCSA wants to acknowledge the work of Jocelyn Kwong through an increase to her hourly rate of pay from \$97.00 per hour to \$107.00 per hour; and

WHEREAS, the Finance Committee reviewed the terms of the contract amendment at a duly noticed and agendized meeting; and

WHEREAS, the Finance Committee recommends approval of the amendment to the Board of Directors.

NOW, THEREFORE, the Board of Directors of the East Bay Regional Communications System Authority does **RESOLVE** that it adopts the First Amendment to the Contract of Jocelyn Kwong (25-XX) to the accompanying Agenda Report and authorizes the Executive Director to implement the amendment aligned with the intent of the Board of Directors.

On motion of xx, seconded by xx, the foregoing resolution was passed and adopted this 30th day of May 2025 by the following votes:

AYES:

NOES: .

ABSTENTIONS:

ABSENT:

ATTEST:

Jocelyn Kwong, Secretary