



Regional Wireless Cooperative

**Board of Directors
MINUTES**

November 20, 2009

Phoenix City Hall
12th Floor Subcommittee Room
200 W. Washington
Phoenix, Arizona 85003

Board Members Present

Mark Brown	Spencer Isom
Carol Campbell	Charlie Meyer
David Fitzhugh	Steve Penney
Jim Haner	Macara Underwood
Brad Hartig	Marc Walker
Tom Healy	Paul Wilson
John Imig	Ed Zuercher

Staff Present

Leif Anderson	Brian Moore
Juanita Carver	Doug Mummert
Celicia Fiedler	Bill Phillips
John Gardner	Kevin Robinson
Jen Hagen	Mark Schroeder
Rick Kolker	Kelly Stewart
Daniel Moffitt	Rob Sweeney

Public Present

Denny Bennett	Shawn Holcomb
Dan Cassels	Lonnie Inskip
Dave Collett	Dan Lort
Alex Deshuk	Chris Nadeau
Bill Fleming	Jenae Naumann
Mike Frazier	Vicky Scott
Joe Gaylord	Audrey Skidmore
Dave Heck	

1. Call to Order

Acting Chair Mr. Meyer called the meeting to order at 10:02 a.m.

2. Introduction of New Members

Acting Chair Mr. Meyer announced that with the retirement of Alton Washington, he would be serving as Acting Chair until a Chair was selected. He also announced the following Board Member changes:

- Marc Walker, Assistant Fire Chief, replaced Rick Dlugas as Chandler's Board Member.
- Ed Zuercher, Assistant City Manager, is the new Board Member for Phoenix.

- Brad Hartig, CIO & Executive Director of IT, is the Board Member for Scottsdale.

3. Approval of Meeting Minutes from September 25, 2009

Mr. Brown moved to approve the September 25, 2009 minutes. Mr. Hartig seconded the motion, which carried unanimously.

4. Selection of a Chair

Acting Chair Mr. Meyer suggested that a three-person Nominating Committee be set up to recommend a Chair at the December 18, 2009 Regional Wireless Cooperative (RWC) Board of Directors meeting. He noted that Board Members indicated support of the recommendation. Mr. Wilson, Mr. Brown, and Mr. Hartig volunteered to be on the Committee.

5. RWC Budget and Rate Approval

Mr. Phillips delivered a presentation on the RWC Budget and Rate approval.

Mr. Phillips stated that the request is to (1) approve FY09/10 budget and rate, (2) approve FY10/11 budget (rate to be set in the spring), and (3) authorize the Administrative Managing Member to commence billing Members in accordance with the FY09/10 budget.

In response to a question from Mr. Wilson, Mr. Phillips stated that the FY09/10 budget was based on a full fiscal year. Mr. Wilson commented that the budget should cover a period following the date of its approval. He remarked that it seemed unusual to adopt a budget retroactively.

In response to a question from Acting Chair Mr. Meyer, Mr. Phillips answered that there have been Members on the RWC system for FY09/10, and only those Members would make payments. He said that the Administrative Managing Member has been delaying billing these Members (Peoria, Tempe, Surprise, and El Mirage) until the FY09/10 budget is approved. He commented that billing would be done in arrears. He stated that the special assessment payments would be applicable from the date of the budget's approval.

In response to a question from Acting Chair Mr. Meyer, Mr. Wilson replied that from his perspective, it seemed more appropriate to adopt the budget with prior costs pushed into the future year on a prorated basis.

Mr. Zuercher responded that this is an unusual year, since the RWC had just been formed. He noted that the FY09/10 budget would have been adopted had the RWC been organized at this time last year. He stated that from a records keeping perspective, it is important for the RWC to memorialize its first full year of operation (FY09/10) going back to July 1, 2009. He went on to say that it

would be difficult to compare FY09/10 to next year's budget if it was only based on seven months. He stated that he was comfortable putting a caveat to the FY09/10 budget indicating that it is unusual and the RWC will not do this again.

Acting Chair Mr. Meyer remarked that if Members do not encumber FY09/10 expenses they would have to budget 1.5 times for next year's budget, which could be problematic.

Mr. Phillips said that normally the budget for the following year would be brought before the Board for approval in the September timeframe each year.

Mr. Hartig remarked that Members have been using the system for the past six months at no charge. He said that as those Members joined, there was an associated per radio cost identified, and they all budgeted accordingly. He commented that the FY09/10 budget would make that process complete.

Acting Chair Mr. Meyer asked Mr. Phillips to explain why it would look as though a smaller community would pay more than a larger community. Using Chandler and Tempe as an example, Mr. Phillips explained that Chandler's payment was less than Tempe's, since it was based on special assessments only. He said that Chandler does not have any radios on the system yet. He went on to say that Chandler's future year payments are less than Tempe's, since those payments would be based on radio counts to date. He added that corrections would be made if Chandler's radio counts increased.

Mr. Imig moved to adopt the budget for FY09/10 and FY10/11. Mr. Zuercher seconded the motion, noting that this is just the rate for FY09/10 and that the rate for FY10/11 would be set later. The motion carried unanimously.

6. TOPAZ Regional Wireless Cooperative (TRWC) – RWC Interoperability

Acting Chair Mr. Meyer stated that at the September 25, 2009 RWC Board of Directors meeting there had been a presentation regarding the TRWC/RWC interoperability challenges related to the physical separation of the systems. He recalled that TRWC members expressed concerns that the presentation did not characterize the challenges adequately. He commented that a decision was made to have the two Cooperatives meet to discuss the issues and report to the Board at the next RWC Board of Directors meeting.

Acting Chair Mr. Meyer reported that Mr. Brady, Mr. Deshuk, and Mr. Shaw (from the TRWC Board) and Mr. Meyer, Mr. Wilson, and Mr. Brown (from the RWC Board) and Bill Phillips attended the October 26, 2009 Joint TRWC/RWC Ad Hoc Committee meeting. He noted that each of the TRWC's concerns was discussed, and he reported the following meeting outcomes:

- There are potential solutions to interoperability challenges, but those solutions are not in place yet. There is a good intent on all parties to put those solutions in place.
- There are options under consideration that could address problems for which there was thought to be no solution.
- The Cooperatives can determine how to make the systems work operationally and technically, even though circumstances are not ideal.
- There are technical groups working daily to address operational and technical issues.
- There is no governance process for two cooperatives in the same metro area.
- There is a new intergovernmental agreement that is being drafted between the cities of Mesa and Phoenix.
- There needs to be an agreement between the two Cooperatives that are operating the systems. The agreement should include a governance process that allows RWC and TRWC Board representatives to meet on a periodic basis to address issues on a cooperative basis.

Acting Chair Mr. Meyer noted that the meeting was constructive and positive, with good interaction between the Cooperatives.

Mr. Wilson stated that he attended the meeting and thought that the outcomes were positive. He pointed out that both Cooperatives agreed to include sharing key code specifics, and to have compatible network software. He stated that it was agreed that a Board Liaison from each Board would regularly attend the other's Board meetings.

Acting Chair Mr. Meyer asked the Board for a consensus to have the outcome of the October 26, 2009 RWC/TRWC Ad Hoc Committee meeting reflected in the current meeting's minutes. He asked RWC Cooperative staff to continue to move forward on the initiative, so that an agreement to connect the two Cooperatives could be created.

In response to a question from Mr. Zuercher, Mr. Wilson stated that the liaison should be an RWC Board Member.

Mr. Phillips stated that the RWC Operations Working Group and the TRWC Technical Working Group would continue to meet monthly.

Acting Chair Mr. Meyer said that the appointment of an RWC liaison would be added to the next RWC Board of Directors meeting agenda. He asked Board Members to contact him or Mr. Phillips if they had an interest in serving as the RWC Liaison to the TRWC Board.

7. RWC Detail Design

Mr. Phillips delivered a presentation on the RWC Detailed Design.

8. Next Meeting: December 18, 2009; 10:00-11:30 a.m.

Acting Chair Mr. Meyer announced that the next meeting is scheduled for December 18, 2009, in the City Hall 12th Floor Subcommittee Room.

Acting Chair Mr. Meyer said that a couple of items have been added to the agenda for the next meeting: (1) the RWC Chair Nominating Committee would provide a report, and (2) there would be a selection of an RWC Board Member to serve as a liaison to the TRWC Board.

Mr. Isom suggested that the Executive Director would better serve as the RWC/TRWC Liaison. He said that the Executive Director could identify issues that need to be brought to the RWC Board. Acting Chair Mr. Meyer clarified that the appointed Board Member would be the official liaison, but that the Executive Director would also be expected to attend the RWC and TRWC Board meetings.

Mr. Hartig recommended that an update on the Executive Director recruitment be added to the next agenda.

8. Adjournment

Acting Chair Mr. Meyer adjourned the meeting at 10:45 a.m.