



**Regional Wireless Cooperative
Board of Directors
MINUTES
February 22, 2018**

City of Phoenix
200 W. Washington Street, 7th Floor
Phoenix, Arizona 85003

Board Members Present			Board Members Absent
Tim Van Scoter	John Imig		Kevin Artz
Mike Folia*	Danny Johnson		Bill Long
Bob Costello	Milton Dohoney		Rick St. John
Brad Miller	Brad Hartig		Wayne Clement
Michael Ashley*	Mike Frazier		Michael Cole
Paul Luizzi	Ginger Sanabria (Tolleson)* ^		Ron Deadman
Lonnie Inskeep			Brenda Buren
Les Strickland			Bob Hansen
*Board Alternate	** Telephone Participant	^Non-Voting Alternate	

Staff and Public Present

Rajit Jhaver	Jeanine Besnier		
Dave Collett			
Jeff Schripsema			
Ron Stearns			
Jesse Cooper			
Dale Waters			
David Felix			
David Clarke			
Almira Santos			

1. Call to Order, Roll Call and Opening Comments

Chair John Imig called the meeting to order at 10:01 AM.

2. Call to the Public – None

3. Approval of RWC Board Meeting Minutes from November 16, 2017.

A **MOTION** was made by Paul Luizzi and **SECONDED** by Mike Frazier to approve the November 16, 2017 RWC Board meeting minutes. **MOTION CARRIED UNANIMOUSLY (13-0).**

4. Phoenix Fire VHF Management Transition to RWC Board

Chief Scott Walker, Assistant Chief of the Phoenix Fire Department, briefed the Board on the Phoenix Fire VHF system and the rationale for moving its management under RWC governance. The VHF system is used by the regional fire departments for fire and hazard-zone communications under conditions that are unique to the fire fighter environment. Phoenix Fire has been the primary funding source for all maintenance and upgrades to the VHF system with no additional financial support. Chief Walker requested the RWC Board form a working group to evaluate the technical, financial, and governance requirements to transition the current Fire VHF infrastructure under RWC governance.

RWC Executive Director David Felix said that VHF is a simpler system to manage and the funding model under the RWC already exists to support it. A working group will help define what is being spent on the VHF system, the technical requirements over a long period of time and research appropriate policy and procedure issues. City of Phoenix IT staff have already started researching some these issues.

Chief Luizzi asked if there is any crossover for police or other partners on the system. Mr. Felix said that as the research evolves, this might be a possibility, however, the VHF system was designed for the unique nature of fire ground operations. Right now the focus needs to be on fire ground operations.

Dale Shaw of the TRWC offered assistance to the RWC with this issue.

A **MOTION** was made by Brad Hartig and **SECONDED** by Lonnie Inskeep to approve formation of a working group to study what is necessary to bring the Phoenix Fire VHF System under the management of the RWC. **MOTION CARRIED UNANIMOUSLY (13-0).**

5. RWC Annual Audit for Fiscal Year 2016/17

David Felix introduced Ron Stearns from CliftonLarsonAllen, LLC. Mr. Stearns thanked the Board for allowing him to be there to present the findings of the RWC 2017 Audit.

Mr. Stearns stated that the audit was finished in December, 2017, which is earlier than in previous years. He stated that an unmodified clean opinion on the RWC financial statements has been issued. No fraudulent transactions or irregular payments were found. No material weaknesses or deficiencies in the internal control structure were found.

Total assets were just over \$87M, of that cash or cash equivalent was approximately \$7M as of June 30, 2017. Equity was approximately \$81.6M. The RWC has a stable balance sheet. There were no new accounting policies or changes to accounting policies during 2017.

Chair Imig thanked David Felix and the RWC staff for the work on the Audit.

Mr. Felix added that RWC Accountant Almira Santos is reviewing budgeting and research practices used in the past. She is also working with the City of Phoenix Finance and Budget and Research Departments to make sure items like the Subscriber Unit Rate calculations and the Yearly Settlement amounts are solid.

A **MOTION** was made by Paul Luizzi and **SECONDED** by Lonnie Inskeep to approve the RWC 2017 Annual Audit. **MOTION CARRIED UNANIMOUSLY (13-0).**

6. RWC FY 2018-19 Subscriber Unit Rate

Almira Santos explained that the Subscriber Unit Rate is determined by dividing the Staffing and O&M budget by the estimated number of subscribers on the network. As of October, 2017 there were 18,480 subscribers. The rate for 2018/19, if approved, will be \$30.97 per radio per month, which represents a \$.67 increase from the previous year. The increase in the rate, she explained, is due to a slight increase in the Phoenix ITS RWC portion of the budget and also because of the new online interoperability resource scheduling application subscription fee.

A summary of the budget breakdown by Member was provided.

Brad Hartig asked about the increase in the ITS portion of the Subscriber Unit Rate occurred. Both Ms. Santos and David Felix said they didn't know what caused the increase but will look into the specifics. The answer can be a follow-up item.

Mr. Felix pointed out for the record that the Executive Committee on February 8, 2018 approved the previous estimated Subscriber Unit Rate of \$31.64, with the caveat that this number would change after the 7 + 5 City of Phoenix financial process.

A **MOTION** was made by Brad Hartig and **SECONDED** by Mike Frazier to approve the 2018/2019 Subscriber Unit Rate and to authorize the RWC staff to invoice the members quarterly. **MOTION CARRIED UNANIMOUSLY (13-0).**

7. RWC Draft Governance Document Update

David Felix updated the Board on the current status of the Draft Governance Document. Responses to the draft document are still being processed by RWC Staff. The document was last reviewed by the Governance Working group (GWG) on February 14, 2018. The immediate goal of the GWG is to have the new Governance document approved at the May 24, 2018 RWC Board meeting. The long term goal is to have the Governance document, Attachment A, signed by all the members by December 31, 2018.

Chair Imig encouraged members whose legal staff has not reviewed the document, to please do so and return it to the RWC staff as soon as possible.

No Action Taken

8. Communications Systems Strategic Alliance IGA

The City of Phoenix approved the RWC to enter into the Communications Systems Strategic Alliance (CSSA) IGA with Topaz Regional Wireless Cooperative (TRWC). The CSSA IGA document defines a Coordinating Council that provides oversight, evaluation, and recommendations to the Boards of Directors related to all activities or initiatives that emanate from committees and working groups established under the CSSA IGA. Each party is required to appoint two (2) representatives by their respective Boards: an executive level representative who has direct involvement with the governance decision making process for their respective system; and a user representative who is an actual user of their system. This will result in four (4) representatives total on the CSSA Coordinating Council.

The recommendation is that the RWC Board solicit or appoint volunteers for both the executive level and user level representative to the CSSA Coordinating Council. Because of the technical level of the user representative needed, David Felix would like to solicit the Operations Working Group for identifying volunteers. The TRWC has already selected their two CSSA Coordinating Council members.

Brad Hartig stated that although this CSSA is between the RWC and the TRWC, the vision is to eventually bring in other systems statewide. The idea is to create interoperability and compatibility across a much larger region.

Dale Shaw of the TRWC stated that Pinal County is expressing interest in joining the CSSA IGA. Both the RWC and the TRWC border Pinal county.

Chair Imig asked that the Board members get back to Mr. Felix with any recommendations.

No Action Taken

9. Approval of Associate Status for Maricopa Ambulance

The City of Scottsdale entered into a contract with Maricopa Ambulance (MA) to provide ambulance services on their behalf. This service began on February 17, 2018. MA needed access to the RWC network prior to this date to have their radios programmed, tested, and ready for service. Since this date was prior to the February 22, 2018 RWC Board of Directors meeting, David Felix authorized Conditional Participant status to MA. This item requests that MA transition from Conditional Participant status to an Associate status and will be billed for their per radio use on the RWC network.

A **MOTION** was made by Paul Luizzi and **SECONDED** by Lonnie Inskeep to approve Maricopa Ambulance Associate status. **MOTION CARRIED UNANIMOUSLY (13-0).**

10. Approval of new Executive Committee Member

Dave Heck, the Chief Information Office of the City of Tempe, resigned from his position as the Executive Committee IT Representative. Mr. Heck served for over eight years, nearly as long as the RWC has existed. RWC interested parties were solicited for nominations for his position. Two candidates were endorsed: Tracy Mills, a City of Surprise Technical Services Manager and Alan Claypool, the Chief Information Officer for the City of Goodyear. The current RWC Executive Committee membership includes Jessie Cooper, City of Phoenix, the Chair, representing Police; Mike Gent, City of Surprise, Vice Chair, representing Municipal Services; Tom Grebner, City of Phoenix, representing the RWC Administrating Manager; and Jeff Schripsema, City of Phoenix Fire, representing Fire Services.

Mike Frazier asked to withdraw his nomination of Tracy Mills, as there is already a representative from Surprise on the Committee.

A **MOTION** was made by Brad Hartig and **SECONDED** by Mike Frazier to elect Alan Claypool as the new Executive Committee IT Representative Member. **MOTION CARRIED UNANIMOUSLY (13-0).**

11. Executive Director's Retirement

David Felix announced his retirement from the City of Phoenix in December, 2018. Typically, the City of Phoenix Human Resources (HR) won't announce an employee's departure any sooner than 90 days beforehand. The official announcement of his retirement would be in October, 2018. This will delay the Executive Director selection process. HR granted Mr. Felix permission to start his retirement process in March to give the Board enough time to begin the selection process. Mr. Felix volunteered to serve as an advisor to the selection committee. The Board will need to work with the City of Phoenix HR Department directly to develop and manage the process.

Milton Dohoney stressed that the RWC Board might want to start communication with HR right away to frame the selection process and to create a position description.

Chair Imig suggested that a working group be established at the May Board meeting and asked for Board members to consider volunteering for this working group.

No Action Taken

12. Executive Director's Report

A. Potential New Memberships:

1. Arizona State University – Creative Communications and Motorola are speaking with ASU about the various options for updating their radio systems, including RWC membership.
2. Buckeye Valley Fire Department – Buckeye Valley Fire Department received a public safety bond that was approved for equipment, facilities, and a radio communication system. This was based on a proposal from Motorola several years ago to bring them into the RWC and to establish additional coverage in the far west valley.

11. Announcements & Future Agenda Items

Les Strickland stated that this was the first Board meeting he's been able to attend. He has been the Interim Manager at Maricopa Community Colleges since August, 2017. This will also be his last meeting as he will be retiring on March 3, 2018 and that there should be a permanent person in his position by the next Board meeting.

The next RWC Board meeting will be on May 24, 2018.

12. Adjournment

Chair Imig adjourned the meeting at 11:04 a.m.

A **MOTION** was made by Mike Frazier and **SECONDED** by Paul Luizzi to adjourn the February 22, 2018 Board Meeting. **MOTION CARRIED UNANIMOUSLY (13-0)**.

Respectfully submitted,

Jeanine Besnier, Management Assistant I