



BOARD OF DIRECTORS

SPECIAL MEETING MINUTES

**LOS ANGELES REGIONAL
INTEROPERABLE COMMUNICATIONS SYSTEM AUTHORITY**

December 14, 2017
Los Angeles County Fire Department Headquarters
1320 North Eastern Avenue, Training Room 26
Los Angeles, CA 90063

Board Members Present:

Sachi Hamai, CEO, County of Los Angeles
Daryl L. Osby, Vice-Chair, Fire Chief, County of Los Angeles Fire Dept.
Jim McDonnell, Chair, Sheriff, Los Angeles County Sheriff's Dept.
Joe Ortiz, Chief of Police, City of Sierra Madre Police Dept.
Mark Alexander, City Manager, CA Contract Cities Assoc.
John Curley, Chief of Police, City of Covina Police Dept.

Alternates For Board Members Present:

Brian Leyn, Captain, Signal Hill Police Department
Kay Fruhwirth, Asst. Dir., EMS Agency, County of LADHS
Scott Haberle, Fire Chief, City of Monterey Park Fire Dept.
Louis Perez, Deputy Chief, City of Inglewood Police Dept.

Officers Present:

Scott Edson, LA-RICS Executive Director
Priscilla Lara, LA-RICS Board Secretary

Absent:

Chris Donovan, Fire Chief, City of El Segundo Fire Dept.
Chris Nunley, Captain, City of Signal Hill Police Dept.



NOTE: ACTION MAY BE TAKEN ON ANY ITEM IDENTIFIED ON THE AGENDA

I. CALL TO ORDER

Sheriff Jim McDonnell called the Special Meeting of the Board to order at 9:02 a.m.

II. ANNOUNCE QUORUM – Roll Call

Sheriff McDonnell acknowledged that a quorum was present, asked for a roll call and requested a moment of silence in memory of Lieutenant Alex Radovic who spent 32 years with the Los Angeles County Sheriff's Department (LASD) and passed unexpectedly. Sheriff McDonnell further mentioned that Lt. Radovic was also assigned to the LA-RICS Project and was instrumental in getting the Long Term Evolution (LTE) Public Safety Broadband Network (PSBN) sites built and that his absence will certainly leave a big whole in our hearts.

III. APPROVAL OF MINUTES FOR THE REGULAR MEETING

A. The approval of the November 2, 2017 – Regular Meeting Minutes were continued to the next meeting due to a lack of quorum of Board members who were in attendance at the last November Regular Meeting.

IV. PUBLIC COMMENTS – (NONE)

V. CONSENT CALENDAR – (None)

VI. REPORTS (B-D)

B. Director's Report – Scott Edson

Executive Director Edson provided an update for LTE and stated there is an item before you today which is a recommendation to consider and approve an agreement with AT&T, Agenda Items H and I.

In regards to the Land Mobile Radio (LMR) update, Executive Director Edson explained project is on schedule with what he refers to as the 20/20/20/20 plan; 20 sites in 2018, 2019 and 2020, with final testing and acceptance in 2020. We have ten (10) sites complete and four (4) in construction. Project Manager Chris Odenthal will provide more specifics in his LMR report.

Letters have been sent to Cities informing them of the status of our voice LMR build and that we are ready to discuss potential for early users to gain access to the system and possibly upgrade their system while allowing them to test and exercise our



system, especially those agencies who may have some financial constraints. Executive Director explained that he sees this as an opportunity for them to try our system, while we continue to build the network.

In regards to the grant status, Executive Director Edson referred the Board to agenda Item D, explaining funds continue to be managed very well and on track with the current awarded grant performance periods. In addition he reported LA-RICS still has a commitment of funds for UASI 2018-19 although we do not currently have those funds in hand.

Onboarding is going very well with approximately 1,200 devices on the Band 14 Network between the LASD and the Fire Department on the system. Executive Director Edson stated that he is confident if we have an earthquake we are able to respond with enough equipment and users on the network.

Lastly, Executive Director Edson informed the Board the Authority received an informal notification that we will be audited for our Urban Areas Security Initiative (UASI) grant sometime in January. He went on to explain that we don't anticipate any problems as we continue to perform in accordance with the grant requirements and will be ready for their arrival. There were no questions at the conclusion of the report.

C. Project Manager's Report – Chris Odenthal

Project Manager Odenthal stated in the interest of time, he would not be presenting a slide show to the Board. He went on to state as Executive Director Edson mentioned, the Authority has wrapped up ten (10) sites that were initially in the UASI 14 spending plan. There are currently four (4) sites underway and an additional three (3) sites scheduled to start construction in December with a goal to deplete the UASI 13 funds by the March 2018 deadline. The Pomona Courthouse will commence construction in January, which was part of the letter the Authority sent out to the City Managers in terms of the LA-RICS LMR update.

In regards to an LTE update, I will defer the discussion to later in the meeting, as we will have a robust conversation regarding LTE. There were no questions at the conclusion of the report.

D. Joint Operations and Technical Committee Chairs Report – Ted Pao and Kyle Zuniga

Technical Committee Chair, Ted Pao informed the Board the Joint Operations and Technical Committees convened on November 28, 2017; however, there was no quorum on the Operations Committee side due to unexpected absences and asked the Board to assist with appointing individuals who can commit attendance as there are a number of policy items to address in the upcoming months. Chair McDonnell



asked Technical Committee Chair Pao to provide him with a list of the committee members off the record so that he can assist with ensuring the Committees have future quorums.

Mr. Pao went on to state Eileen Healy, our Televate Broadband Engineering Consultant briefed the committee attendees on the LTE status. Technical Committee Chair Pao informed the Board of status of the PSBN Data Warehouse. Explaining its benefits such as the ability to look at system performance, site statistics and usage and we are able to run key performance index reports on our system as well as reviewing user usage. He went on to explain the Security Work Group has been established and we have a cyber security incident response plan and are currently working on security policies. Discussions with AT&T continue regarding technical transitioning of current users to FirstNet. The PSBN onboarding continues as referenced in the Onboarding Update Memo.

Lastly, Technical Committee Chair Pao stated since Project Manager Odenthal provided an update on LMR deployment he would not go into details but explained that we are on track with the LMR deployment, with a number of agencies that have expressed interest in migrating to the LA-RICS system prior to System Acceptance, as they need to upgrade or invest additional resources into their current systems. The Authority is in the process of forming a work group to discuss the items and tasks required in order for agencies to be able to transition to the LA-RICS LMR System. We will report to your Board when we have findings and recommendations for your approval.

Chair McDonnell requested Technical Committee Chair Pao provide him with the requested information to assist with ensuring that there is a quorum for future meetings. Board Member Alexander asked if lack of quorum is a recurring problem. Technical Committee Chair Pao stated it is not but we have a lot of important items to discuss. There was no further discussion or questions.

VII. DISCUSSION ITEMS (E-G)

E. Outreach Update

There was no discussion.

F. PSBN Onboarding Update

There was no discussion.

G. LA-RICS Policies



There was no discussion.

VIII. ADMINISTRATIVE MATTERS (H-K)

H. APPROVE ENTERING INTO AN ASSET TRANSFER AGREEMENT WITH AT&T CORP.

Executive Director Edson asked that your Board:

1. Delegate authority to the Chair of the LA-RICS Board, or his designee, to execute an Asset Transfer Agreement, in substantially similar form to Enclosure 1 (Asset Transfer Agreement), between the Authority and AT&T to allow the Authority to transfer and assign its 20% right, title, and interest in the initial BTOP grant-funded buildout of the LA-RICS PSBN, in particular, BTOP grant funded equipment deployed at seventy-five (75) public safety grade PSBN sites, including thirteen (13) Cell-on-Wheels (COW) sites, as well as spare equipment, for use as part of the FirstNet NPSBN. The Asset Transfer Agreement is subject to final approval from NTIA and the NOAA Grants Office.
2. Delegate authority to the Executive Director to approve and execute amendments to the Asset Transfer Agreement that update or revise the schedules attached to the Agreement, as may be necessary, provided that any such amendments are approved as to form by Counsel to the Authority.

Executive Director Edson provided historical background information and stated that LA-RICS was formed and received the Broadband Technology Opportunities Program (BTOP) grant in 2010 designated to build a public safety grade network and began discussions on the technical design of the network. In 2012, FirstNet was established by law, and we took a pause while the spectrum manager lease agreement was negotiated and finalized, and then issued an RFP for deployment of the PSBN, with FirstNet approving the design specs and build out of our Network. In 2016, FirstNet issued a Request for Proposals (RFP) with 16 different objectives, not with specific functional requirements but more of an objective based RFP and ultimately chose AT&T in March 30, 2017. The difference between our network and the FirstNet solution is they took into consideration providing priority preemption and quality of service immediately on their existing commercial network instead of waiting multiple years to build a public safety grade network. However FirstNet did give the vendor an ability to reinforce some sites and possibly build new sites to augment their existing network, while LA-RICS built their sites up front.

Executive Director Edson went on to state LA-RICS engaged in discussions with AT&T and we have what we believe to be a fair proposal on the table. In essence, AT&T will assume the LA-RICS PSBN, will be upgrading some of the equipment, and



will incur expenses associated with the transition to be paid for by AT&T, resulting in the complete transition of our network into the National Public Safety Broadband Network (NPSBN). AT&T has assured us they can absorb our network without turning off the system and while minimizing down time to our users. We are working closely with AT&T to provide a technical transition plan that we are satisfied with while standing firm on our request for a Public Safety Grade System as well as other benefits for the region's investment such as replacement SIM cards for existing PSBN routers/devices, etc.

CEO Sachi Hamai asked for the meaning of Public Safety Grade. Executive Director Edson stated that Public Safety Grade encompasses three specific items; 1) construction which includes antenna support structures that meet TIA 222 Class 3, Rev G, 2) network redundancy and 3) power redundancy. Project Manager Odenthal added that the Rev G standards include seismic factoring which make the towers stronger than those which were built under previous building codes. The microwave back haul requires two ways in and out of every site, which allows the site to remain online and connected.

Executive Director Edson informed the Board the Authority received media request for comments once our agenda was posted online. We also received a link to a media release from Rivada. We believe our proposal with AT&T is valued at approximately \$17 to \$18 million dollars. Rivada made a statement in an article that if the State of California were to opt-out, and if the State were to select Rivada they would give LA-RICS \$25 million dollars to absorb the entire PSBN. I'm part of the California FirstNet (CalFRN) Board and I inquired if we would have any visibility into the responses received by the State for their RFP, and we did not know of Rivada's offer or the details of such offer. I was informed the CalFRN Board serves in an advisory capacity and we are not a part of California's procurement so we would not have purview to what the State decision would be. We don't know any of the details as far as who has responded to the state's RFP, however, we know that Verizon did not submit an RFP response.

Counsel Truc Moore than summarized the Asset Transfer and Business Agreement with AT&T by highlighting certain deal points to the Board. The most important part of the agreement is the actual asset transfer of the BTOP funded equipment. The deal contemplates LA-RICS' 20% interest in the equipment at the 75 sites that were paid for with BTOP grant funds would transfer to AT&T. The transfer is premised on the fact the items will be used as part of the National PSBN under FirstNet. The deal is structured so the Federal government through National Telecommunications and Information Administration (NTIA), the Department of Commerce and National Oceanic and Atmospheric Administration (NOAA) has to approve the deal as they hold 80% of the interest in the equipment. The approval of the agreement before you today would actually be the first of a series of approvals needed for this Federal asset to be



transferred to AT&T. The second part of the deal, if approved, contemplates the asset becoming a part of NPSBN, and the Authority will no longer need maintenance from Motorola Solutions, Inc. (Motorola) because AT&T will be required to operate our network effective July 1st of 2018. If approval is achieved and the cutover takes place correctly, AT&T will assume the network cost and this will allow for a cost savings of approximately \$3 million dollars a year to LA-RICS.

Counsel Moore additionally stated and thanked CEO Sachi for asking the question about the Public Safety Grade aspect of our sites. Counsel Moore went on to explain this subject was the most negotiated aspect of all of our discussions and negotiations with AT&T, but we believe we prevailed on AT&T the importance of Public Safety Grade of our sites and have structured our agreement to allow for them to assume all of our sites if access is reasonably granted, and if they ever need to decommission a site for whatever reason, they have to demonstrate whatever sites they are replacing our site with meets the three elements of public safety criteria which is backhaul, backup power and structural integrity, and we have included in our schedule for each of our sites the Rev G standards in our agreement. For the first five (5) years AT&T has to keep all sites and show site for site replacement, if any, meeting the requirements in the Asset Transfer Agreement; at year six (6) they can decommission up to 25% of the remaining sites but have to appear before your Board beforehand and present why they want to decommission a site and after year 10 the requirement to check with us ends.

This deal is also structured to include the approval of our Round 2 PSBN plan. As this Board is aware, we still have \$34 to \$35 million in our BTOP grant appropriation. The Federal government has not permitted us to move forward with construction of sites because they wanted to ensure that any new sites will be used effectively in the NPSBN network. If they sign off, the Authority will work with AT&T to make sure it will deliver the coverage needed and will be Public Safety Grade and form part of the NPSBN.

The consideration that we will receive as part of this agreement is \$12 million dollars that will be broken into 3 payments, the first will be 30 days following the closing date of \$6 million, and two subsequent payments of \$3 million dollars as we complete portions of Round 2. The agreement also contemplates a one for one replacement of routers and devices purchased, this includes LA-RICS and its member agencies. We will also receive up to \$2.5 million in additional funds from AT&T for replacement of the devices purchased and installed by the Authority and its Members. The total consideration of the deal is approximately \$17.5 to \$18 million dollars.

This deal is structured on a number of conditions occurring. The first condition is that the State of California opts-in to the NPSBN. The second is the Federal government approving the deal and approving Round 2 of the Plan.



Lastly, due to the fact that this is an Asset Transfer Agreement, the parties negotiated limitations on liabilities and various warranties language. This is overall the agreement before you for consideration today.

Chair McDonnell asked if the approval of the agreement requires dividing the approval of a couple of motions. Counsel Moore stated that yes, we need a motion for Agenda Item H and then a subsequent motion for Agenda Item I.

Board Member Alexander asked about the proceeds from this transfer, and if staff has identified what we plan to do with the funds. Administrative Chief Susy Orellana-Curtiss stated that once the Federal government approves the transfer of assets, we will return to your Board with a recommendation. CEO Hamai went on record by stating with the return of funds, it is her expectation the Finance Committee will look at the future cost model to our other partner agencies and take into consideration a return of some funds to the County of Los Angeles since we have invested quite a bit of funds.

CEO Hamai asked Counsel Moore about the additional sites in Round 2, and whether those additional sites be at Public Safety Grade as well. Counsel Moore stated that is correct, and based on the costs of estimated funding for Round 2, we have already included in the costs the for the 26 additional sites, the Public Safety Grade elements. CEO Hamai thanked Executive Director Edson and Counsel Moore and the rest of the team on working hard and negotiating a deal that will be very instrumental to the citizens of Los Angeles County.

Executive Director Edson added that many of the new sites will be in the Santa Monica Mountains and the Angeles National Forest to allow broadband to the Fire trucks and Police in the mountains.

Board Member Curley asked if this agreement will affect compatibility for San Gabriel Valley users as it relates to their recent purchase of dispatch consoles. Executive Director Edson stated that this agreement will have no effect on those purchases since it is a 100% data agreement.

Board Member Hamai motioned first, seconded by Alternate Board Member Kay Fruhwirth.

Ayes: Hamai, Osby, McDonnell, Ortiz, Alexander, Curley, Fruhwirth, Haberle, Perez and Leyn.

MOTION APPROVED

I. APPROVE ENTERING INTO A BUSINESS AGREEMENT WITH AT&T CORP.



Executive Director Edson asked that your Board:

Delegate authority to the Chair of the LA-RICS Board, or his designee, to execute a Business Agreement, in combination with the Asset Transfer Agreement, and in substantially similar form to Enclosure 1 (Business Agreement), between the Authority and AT&T to allow the Authority to accept \$12 million; up to 3,300 replacement routers, SIMs, and devices, of the Authority's choosing, should the current routers, SIMs and devices used by the Authority and PSBN users be incompatible with or not fully compatible with the FirstNet NPSBN; and \$2.5 million in services to pay for replacement services and installation of any routers and SIMS that have to be replaced.

Board Member Hamai motioned first, seconded by Alternate Board Member Leyn.

Ayes: Hamai, Osby, McDonnell, Ortiz, Alexander, Curley, Fruhwirth, Haberle, Perez and Leyn.

MOTION APPROVED

Executive Director Edson asked Chair McDonnell if he could take a moment to introduce our potential partner representatives from AT&T Jeff Bryant. Mr. Bryant thanked the LA-RICS team and stated that Los Angeles, FirstNet, California will benefit from this partnership for the next 25 years.

Executive Director Edson also thanked Sheriff McDonnell, Fire Chief Osby and CEO Hamai for their commitment to this process.

Board Member Osby acknowledged the great work and stated that this is a big day for Public Safety.

Chair McDonnell stated this is a huge milestone for Public Safety.

J. REQUEST TO ORDER CALNET 3 SERVICES

Administrative Chief Orellana-Curtiss asked that your Board:

1. Delegate authority to the Executive Director or his designee to execute an Authorization to Order (ATO), which is substantially similar in form to Enclosure 1, with CalNet 3 contractors such as AT&T Corporation.
2. Delegate authority to the Executive Director or his designee to request the actual service from a CALNET 3 contractor by submitting a Telecommunications Service



Request (Form 20), which is substantially similar in form to Enclosure 2, to the State of California Department of Technology to order backhaul services to support the upcoming 2018 Tournament of Roses Parade for a not-to-exceed amount of \$2,500.

3. Delegate authority to the Executive Director, or his designee, to request services from CALNET 3 contractor(s) via the State's CALNET 3 contract, to support future Public Safety Broadband Network (PSBN) deployments, that do not exceed \$20,000 and is in accordance with amounts covered by the annual adopted Operating Budget. The Executive Director will report back quarterly to the Board on all amounts spent under this delegated authority in the prior quarter.

Alternate Board Member Fruhwirth motioned first, seconded by Board Member Osby.

Ayes: Hamai, Osby, McDonnell, Ortiz, Alexander, Curley, Fruhwirth, Haberle, Perez and Leyn.

MOTION APPROVED

K. ACCEPT 2016 URBAN AREAS SECURITY INITIATIVE FUNDS

Administrative Chief Orellana-Curtis asked that your Board:

1. Accept \$5,240,455 in grant funds from the Fiscal-Year 2016 UASI funds as distributed through the California Office of Emergency Services (Cal OES); and
2. Authorize the Executive Director to execute the attached 2016 UASI Sub-recipient Agreement between the City of Los Angeles and the Authority; and
3. Delegate authority to the Executive Director to execute any subsequent amendments to the Agreement that do not impact the award amount.

Board Member Alexander motioned first, seconded by Board Member Ortiz.

Ayes: Hamai, Osby, McDonnell, Ortiz, Alexander, Curley, Fruhwirth, Haberle, Perez and Leyn.

MOTION APPROVED

IX. MISCELLANEOUS – NONE



X. ITEMS FOR FUTURE DISCUSSION AND/OR ACTION BY THE BOARD

There was none.

XI. CLOSED SESSION REPORT

The Board did not enter into Closed Session.

ADJOURNMENT and NEXT MEETING:

The Board adjourned at 9:34 a.m., and the next meeting is on Thursday, January 11, 2018, at 9:00 a.m., at the Los Angeles Sheriff's Department, Scientific Services Bureau, located at 1800 Paseo Rancho Castilla, Los Angeles, CA 90032.