



Board of Directors
Agenda
February 23, 2023
10:00 a.m. – 11:30 a.m.

| | ITEM | PRESENTER |
|----|---|---|
| 1) | Call to Order, Roll Call, Opening Comments | Chair Paul Luizzi City of Goodyear |
| 2) | Call to the Public A member of the public may request to address the Board by submitting a request to RWC staff via phone or email. Speakers will be considered at the sole discretion of the Board Chair and will be allotted no more than three (3) minutes to speak. | Chair Paul Luizzi City of Goodyear |
| 3) | Approval of RWC Board Meeting Minutes from the December 1, 2022, Meeting This item is for information, discussion, and action. | Chair Paul Luizzi City of Goodyear |
| 4) | RWC Board of Directors Vice-Chair Nomination and Appointment The purpose of this to present the Vice-Chair Nomination Committee nominees and to appoint a new Vice-Chair This item is for information, discussion, and action. | John Imig RWC Executive Director Nicholas Roosevelt RWC Management Assistant II |



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| <p>5)</p> | <p>Communications Systems Strategic Alliance Committee Appointment The purpose of this item is for the Board to appoint an Executive Representative to Communications Systems Strategic Alliance Coordinating Council. This item is for information, discussion, and action.</p> | <p>John Imig RWC Executive Director</p> <p>Nicholas Roosevelt RWC Management Assistant II</p> |
| <p>6)</p> | <p>RWC Board of Directors Chair Nomination Process The purpose of this item is to propose that the RWC Chair solicit volunteers or appoint three members of the RWC Board of Director’s to serve on a Board Chair Nominating Committee. This item is for information, discussion, and action.</p> | <p>John Imig RWC Executive Director</p> <p>Nicholas Roosevelt RWC Management Assistant II</p> |
| <p>7)</p> | <p>RWC Annual Audit for Fiscal Year 2021-2022 The purpose of this item is to update the Board on the completed RWC annual external audit and accept the external audit. This item is for information, discussion, and action.</p> | <p>Sandra Cronstrom CPA— CliftonLarsonAllen, LLP</p> <p>John Imig RWC Executive Director</p> |
| <p>8)</p> | <p>Super Bowl LVII After-Action Report The purpose of this item is for the RWC to provide the Board with an overview of the Network performance in relation to Super Bowl LVII. This item is for information and discussion only.</p> | <p>John Imig RWC Executive Director</p> <p>Thomas Grebner RWC Wireless Communications Manager</p> |



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| 9) | <p>Executive Director's Report</p> <ul style="list-style-type: none"> A. RWC CY 2022 Annual Report B. Ethernet Migration Project Update C. RWC Staffing Update (Accountant) D. Subscriber Support Survey <p>This item is for information and discussion only.</p> | <p>John Imig RWC Executive Director</p> |
| 10) | <p>Announcements, Public Comment, Future Agenda Items</p> <p>The purpose of this item is to communicate any Board announcements, additional public comment, or future agenda items.</p> <p>This item is for information only.</p> | <p>Chair Paul Luizzi City of Goodyear</p> |
| 11) | <p>Adjourn</p> | <p>Chair Paul Luizzi City of Goodyear</p> |

2023 RWC Board of Directors Meetings

| <u>Date</u> | <u>Location</u> |
|---|---|
| <p style="text-align: center;">Thursday, May 18th 10:00 – 11:30</p> | <p style="text-align: center;">Webex</p> |
| <p style="text-align: center;">Thursday, August 24th 10:00 – 11:30</p> | <p style="text-align: center;">Webex</p> |
| <p style="text-align: center;">Thursday, November 30th 10:00 – 11:30</p> | <p style="text-align: center;">City of Phoenix Public Transit Building 302 N. 1st Avenue</p> |



**Regional Wireless Cooperative
Board of Directors
MINUTES
February 23, 2023**

City of Phoenix
Public Transit Building
302 N. 1st Ave, 7th Floor
Phoenix, Arizona 85003

| Board Members Present | | Board Members Absent |
|---|-----------------------------|--|
| Kane Nixon*~ – Arizona Fire and Medical Authority | Ginger Sanabria~ – Tolleson | Greg Platacz – Buckeye |
| Jeff Scheetz~ – Avondale | Aaron Hadley^~ - Wickenburg | Val Gale - Chandler |
| Alan Zangle – Daisy Mountain Fire District | | Paul Marzocca – El Mirage |
| Rick St. John~ – Glendale | | Douglas Wiener – FRBSF |
| Paul Luizzi – Goodyear | | Wayne Clement – Guadalupe |
| George Burger – Maricopa | | Jeff McMenemy – Harquahala FD |
| Kris Dalmolin~ – Peoria | | Roy Stanifer – Maricopa Community College District |
| Steen Hambric – Phoenix | | Patrick Beumler – Paradise Valley |
| Robert Fisher*~ – Scottsdale | | Rob Schmitz – Sun City Fire and Medical |
| Mike Gent*~ – Surprise | | |
| Andrea Glass – Tempe | | |
| *Board Alternate | ^Non-Voting Alternate | ~Telephone Participant |

| Staff and Public Present | | | |
|---------------------------------|--------------------------|---------------------|---------------------|
| John Imig – RWC | Nicholas Roosevelt – RWC | Almira Santos – RWC | Selena Barner – RWC |
| ~Telephone Participant | | | |

NOTE: No roll call for staff, RWC Members, other interested parties, or the public was taken.



1. Call to Order, Roll Call and Opening Comments

Board Chair Paul Luizzi, representing the City of Goodyear, called the meeting of the Regional Wireless Cooperative (RWC) Board of Directors (Board) to order at 10:23 AM and apologized for the delay due to technical issues. He stated that Buckeye Valley merged with AFMA and would not be mentioned during roll call. Chair Luizzi explained briefly that this matter will be handled formally at the next Board meeting. He asked RWC Management Assistant, Nick Roosevelt (RWC) to take Roll Call.

2. Call to the Public

Chair Luizzi received no response when asked if there were any requests from the public to speak.

3. Approval of RWC Board Meeting Minutes from the December 1, 2022, Meeting

Chair Luizzi asked the Board if there was any need for discussion on the draft minutes presented from the December 1, 2022, Board Meeting. There was no discussion.

A **MOTION** was made by Rick St. John and **SECONDED** by Andrea Glass to approve the December 1, 2022, RWC Board meeting minutes.

MOTION CARRIED UNANIMOUSLY (12-0)

4. RWC Board of Directors Vice-Chair Nomination and Appointment

John Imig (RWC) read RWC Governance Section 2.2.2, mentioned the reason for the vacancy and explained the role of the Board of Directors Vice-Chair. He reminded the Board that Val Gale (Chandler), Rick St. John (Glendale) and Kane Nixon (AFMA) were appointed to serve on the Nominated Committee at the December 2022 meeting. The committee nominated Andrea Glass (Tempe) to serve as Vice-Chair.

Mr. Imig said that after review and approval by the Executive Committee (EC), they recommend that the Board elect Ms. Glass as the new Vice-Chair of the RWC Board of Directors.

A **MOTION** was made by George Burger and **SECONDED** by Steen Hambric to approve the recommendation as presented.

MOTION CARRIED UNANIMOUSLY (12-0)



5. Communications Systems Strategic Alliance Committee Appointment

Mr. Imig explained the importance on why a RWC Representative is needed to fill the vacant seat as a Coordinating Council on the Communications Systems Strategic Alliance (CSSA) Committee. This person will receive support and assistance from the RWC Staff. He stated that Shauna Henry (Goodyear) was the only volunteer for this appointment.

Mr. Imig said that after review and concurrence by the EC, they recommend the Board appoints Ms. Henry as the RWC Coordinating Council Representative for the CSSA.

A **MOTION** was made by Andrea Glass and **SECONDED** by Alan Zangle to approve the recommendation as presented.

MOTION CARRIED UNANIMOUSLY (12-0)

6. RWC Board of Directors Chair Nomination Process

Mr. Imig explained that the Board must elect a new Chair due to Chair Luizzi serving two consecutive terms. He explained in detail the nomination process to fill this seat. Ms. Glass, Steen Hambric (Phoenix) and Mr. Nixon were nominated to sit on the Chair Nominating Committee. Mr. Imig stated that the RWC Staff will support them throughout the process. An email will be sent out to the members to start the nomination proceedings.

A **MOTION** was made by Alan Zangle and **SECONDED** by George Burger to approve the recommendation as presented.

MOTION CARRIED UNANIMOUSLY (12-0)

7. RWC Annual Audit for Fiscal Year 2021-2022

Darryl John (CliftonLarsonAllen) mentioned that the audit was completed last December, and shared changes made to the auditing standards which will be listed on the front page of the report. He explained in detail some financial highlights including net positions, depreciation of capital assets, current asset increases and operating revenues. They determined that the financial statements were presented fairly with no findings and have issued a clean audit opinion. The RWC Annual Audit for Fiscal Year 2021-2022 can be found on the RWC website.

Mr. John thanked the RWC and City of Phoenix staff for their assistance with completing the audit in a timely manner.



A **MOTION** was made by Andrea Glass and **SECONDED** by Steen Hambric to approve the recommendation as presented.

MOTION CARRIED UNANIMOUSLY (12-0)

8. Super Bowl LVII After-Action Report

Thomas Grebner (Phoenix) briefly shared highlights from the Super Bowl and the Waste Management Open. He explained how they managed issues that occurred at the 16th hole, and at a Microsoft Data Center that impacted Simulcast G. Mr. Grebner stated that the network continued to work at 100%.

The group shared their appreciation to Mr. Grebner and his team. Mr. Imig mentioned that they are preparing another UASI Grant to expand the Interference Detection System.

9. Executive Director's Report

A. RWC CY 2022 Annual Report

Mr. Imig stated that the Annual Report has been completed and can be found on the RWC website.

B. Ethernet Migration Project Update

Mr. Imig said that the funding for the Ethernet Migration Project was approved during the December 2022 meeting. The project is scheduled to begin in July, at the start of FY24. The contracts are working their way through the Phoenix procurement process.

C. RWC Staffing Update (Accountant)

Mr. Imig mentioned that they are working with the City of Phoenix Human Resources Department and the Budget Research Department to finalize the paperwork for the Part-time Accountant I position. Their goal is to hire someone at the beginning of the new FY to assist the Accountant IV, Almira Santos (RWC).

D. Subscriber Support Survey

Mr. Imig briefly explained the reason for the subscriber support survey. Mr. Roosevelt shared the feedback that he received from 10 different member agencies. Chair Luizzi asked Mr. Imig to resend the survey out to each Board Member and requested that they complete the questionnaire.



10. Announcements, Public Comment, Future Agenda Items

There was no discussion on this item.

11. Adjournment

Chair Luizzi requested a motion to adjourn the meeting at 10:53 AM.

A **MOTION** was made by Andrea Glass and **SECONDED** by Alan Zangle to adjourn the February 23, 2023, Board Meeting.

MOTION CARRIED UNANIMOUSLY (12-0)

Respectfully Submitted,
Selena Barner – Administrative Aide



BOARD OF DIRECTORS REPORT

| | | | |
|----------|---|--------------|-------------------|
| TO: | Regional Wireless Cooperative (RWC) Board Members | Agenda Date: | February 23, 2023 |
| FROM: | John Imig, RWC Executive Director | | Item 4 |
| STAFF: | Nicholas Roosevelt, RWC Management Assistant II | | |
| SUBJECT: | RWC BOARD OF DIRECTORS VICE-CHAIR NOMINATION AND APPOINTMENT | | |

BACKGROUND

The new RWC Governance in Section 2.2.2. *Chair and Vice-Chair* states, “The Board must elect one of its Representatives as Vice-Chair. The Vice-Chair must execute the duties of the Chair during the absence or disability of the Chair.”

THE ISSUE

On December 1, 2022, the Board Chair appointed three (3) volunteers from the Board to serve as a Vice-Chair nominating committee—Val Gale (Chandler), Rick St. John (Glendale) and Kane Nixon (AFMA). The nominating committee solicited nominees with a goal to present the name(s) at the February 2023 Board of Directors meeting for a formal Vice-Chair vote and appointment.

The Vice-Chair Nominating Committee nominates Andrea Glass (Tempe) to serve as Vice-Chair.

RECOMMENDATION

The RWC Executive Director, after review and approval by the Executive Committee, recommends that the RWC Board elect a new Vice-Chair to begin their 2-year term beginning February 2023.



BOARD OF DIRECTORS REPORT

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|----------|---|--------------|-------------------|
| TO: | Regional Wireless Cooperative (RWC) Board Members | Agenda Date: | February 23, 2023 |
| FROM: | John Imig, RWC Executive Director | | Item 5 |
| STAFF: | Nicholas Roosevelt, RWC Management Assistant II | | |
| SUBJECT: | COMMUNICATIONS SYSTEMS STRATEGIC ALLIANCE (CSSA) COMMITTEE APPOINTMENT (Continued from 12/01/22) | | |

BACKGROUND

The Communications Systems Strategic Alliance (CSSA) Intergovernmental Agreement (IGA) requires that each System must appoint an executive-level member from their governing body to serve on the Coordinating Council as the *Coordinating Council Executive Representative* (CCER). With the departure of Chief Jim Hughes from the City of Maricopa, this position is now vacant and must be filled.

THE ISSUE

The Board of Directors must appoint a Board member to serve as the Regional Wireless Cooperative (RWC) representative on the CSSA Coordinating Council.

The CCER must be a Board Member or Alternate. Their role is one of communication between the RWC Board of Directors, and the CSSA. RWC Staff will assist the CCER with coordination and will provide a highly knowledgeable Coordinating Council User Representative to provide support. This User Representative will have extensive operational knowledge of the Network and the challenges faced.

The Board and Board Alternates were asked to volunteer for this position. Shauna Henrie from the City of Goodyear has volunteered. She is the only volunteer.

RECOMMENDATION

The RWC Executive Director, after review and concurrence of the Executive Committee, hereby recommends that the Board appoint Shauna Henrie as the Coordinating Council Executive to represent the RWC on the CSSA Coordinating Council.



BOARD OF DIRECTORS REPORT

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| TO: | Regional Wireless Cooperative (RWC) Board Members | Agenda Date: | February 23, 2023 |
| FROM: | John Imig, RWC Executive Director | | Item 6 |
| STAFF: | Nicholas Roosevelt, RWC Management Assistant II | | |
| SUBJECT: | RWC BOARD OF DIRECTORS CHAIR NOMINATION PROCESS | | |

BACKGROUND

RWC Governance in Section 2.2.2. Chair and Vice Chair states, *"The Board must elect one of its members as Chair. The Chair will be the presiding officer of the Board, must serve a two-year term, and remains a full voting Representative. The Chair cannot serve more than two consecutive terms."*

THE ISSUE

Chair Paul Luizzi has served two consecutive terms as Chair and the Board must elect a new Chair.

In keeping with the policy and practice of past Board actions, the Chair will appoint or solicit three volunteers from the Board to serve as a Chair nominating committee. The nominating committee will solicit nominees for the Chair position with the name(s) presented at the May 2023 Board of Directors meeting for a formal vote and appointment.

RECOMMENDATION

The RWC Executive Director, after review and approval by the Executive Committee, recommends that the RWC Chair solicit volunteers or appoint three (3) members of the RWC Board of Directors to serve as the nominating committee with the goal to place names into nomination for election of Board Chair at the February 2023 RWC Board meeting.



BOARD OF DIRECTORS REPORT

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| TO: | Regional Wireless Cooperative (RWC) Board Members | Agenda Date: | February 23, 2023 |
| FROM: | John Imig, RWC Executive Director | | Item 7 |
| STAFF: | Almira Santos, RWC Accountant IV Nicholas Roosevelt, RWC Management Assistant II | | |
| SUBJECT: | RWC ANNUAL AUDIT FOR FISCAL YEAR 2021/2022 | | |

BACKGROUND

The RWC financial audit has been completed by the audit firm of CliftonLarsonAllen, LLP. The RWC Audit Committee met with the auditors and RWC staff to review the audit and will present their findings to the RWC Board of Directors.

THE ISSUE

On November 16, 2022, the Audit Committee met with representatives from CliftonLarsonAllen, LLP to review the draft audit. The following are key highlights from the meeting and the Fiscal Year 2021/2022 RWC financial statements audit:

- On December 6, 2022, CliftonLarsonAllen, LLP issued an unmodified or “clean” opinion.
- The appointed RWC Audit Committee, acting on behalf of the Board of Directors, reviewed the audited financial statements and agreed with the audit opinion.
- The RWC audited financial statements include \$58.2 million in net position and approximately \$10.6 million in annual operating revenues.
- The significance of the “clean” audit is that all financial responsibilities were properly managed and accounted for by RWC staff.

RECOMMENDATION

The Executive Director, after review and approval by the Audit Committee and Executive Committee, recommends the Board accept the external audit.



BOARD OF DIRECTORS REPORT

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| TO: | Regional Wireless Cooperative (RWC) Board Members | Agenda Date: | February 23, 2023 |
| FROM: | John Imig, RWC Executive Director Thomas Grebner, RWC Wireless Communications Manager | | Item 8 |
| STAFF: | Nicholas Roosevelt, RWC Management Assistant II | | |
| SUBJECT: | SUPER BOWL LVII AFTER-ACTION REPORT | | |

BACKGROUND

The RWC was heavily involved in the planning and execution of Super Bowl LVII wireless radio communications. Our Network is designed to enhance interoperable communications, that are imperative for an event like Super Bowl. The RWC Wireless Communications Manager will be providing the Board with an overview of the Network’s performance.

RECOMMENDATION

This item is for information and discussion only.



BOARD OF DIRECTORS REPORT

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| TO: | Regional Wireless Cooperative (RWC) Board Members | Agenda Date: | February 23,2023 |
| FROM: | John Imig, RWC Executive Director | | Item 9 |
| STAFF: | Thomas Grebner, RWC Wireless Network Manager Nicholas Roosevelt, RWC Management Assistant II | | |
| SUBJECT: | EXECUTIVE DIRECTOR'S REPORT | | |

BACKGROUND

The Executive Director will brief the Board of Directors on the following items:

- A. RWC CY 2022 Annual Report
- B. Ethernet Migration Project Update
- C. RWC Staffing Update (Accountant)
- D. Subscriber Support Survey

RECOMMENDATION

This item is for information and discussion.