



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



<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>



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>Thursday, May 18th 10:00 – 11:30</p>	<p>Webex</p>
<p>Thursday, August 24th 10:00 – 11:30</p>	<p>Webex</p>
<p>Thursday, November 30th 10:00 – 11:30</p>	<p>City of Phoenix Public Transit Building 302 N. 1st Avenue</p>



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

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

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

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

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

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.