



Regional Wireless Cooperative

Board of Directors

Agenda

May 22, 2009

	<b><u>Agenda Item</u></b>	<b><u>Presenter</u></b>
1)	<b>Call to Order</b>	Mr. Steve Kreis
2)	<b>Introduction of New Members</b>	Presiding Officer
3)	<b>Approval of Meeting Minutes from April 24, 2009</b>  <b>This item is for Information, Discussion, and Action</b>	Presiding Officer  Est. 1 min
4)	<b>Update Regarding RWC IGA and Exhibit A Changes on Asset Ownership</b>  The purpose of this presentation is to present the changes to the RWC IGA and Exhibit A necessary to support the ability to use assets as collateral for loans and/or lease purchase agreements.  <b>This item is for Information, Discussion, and Action</b>	Mr. Bill Phillips – Phoenix Mr. Dave Heck – Tempe Mr. Brad Hartig – Scottsdale Mr. John Imig – Peoria  Est. 20 min
5)	<b>Financial Framework</b>  The purpose of this presentation is to provide an overview of the RWC’s financial processes, budget, timelines and fees.  <b>This item is for Information, Discussion, and Possible Action</b>	Mr. Bill Phillips  Est. 15 min
6)	<b>Review the RWC Organization</b>  The purpose of this presentation is to describe the RWC organization, the roles and responsibilities of the various committees and working groups, present a general overview of staffing needs, and request the Board establish a working group to review staffing needs, and present recommendations to the Board on establishing and hiring RWC staff.  <b>This item is for Information, Discussion, and Action</b>	Mr. Bill Phillips  Est. 15 min
7)	<b>Next Meeting: June 26, 2009; 10:00 – 11:30</b>  <b>This item is for Information Only</b>	Presiding Officer
8)	<b>Adjourn</b>	Presiding Officer



**Board of Directors  
Meeting Minutes**

May 22, 2009

City Council Chambers  
200 W. Jefferson  
Phoenix, Arizona 85003

**Board Members Present**

Mark Brown	Spencer Isom
David Fitzhugh	Steve Kreis
Jim Haner	Steve Penney
Thomas Healy	Susan Thorpe
Dave Heck	Macara Underwood
Daniel Hughes	

**Staff Present**

Leif Anderson	Tracy Montgomery
Robert Demlong	Doug Mummert
Celicia Fiedler	Jenae Naumann
John Gardner	Bill Phillips
Brad Hartig	Kirk Redfern
John Imig	Charlene Reynolds
Rick Kolker	Kelly Stewart

**Public Present**

Paul Adams	David Nelson
Carol Campbell	Audrey Skidmore
Tom Carlson	Shannon Tolle
Bill Fleming	David Tucek
Mike Frazier	
Shawn Holcomb	
Chris Nadeau	

**1. Call to Order**

Mr. Kreis called the meeting to order at 10:02 a.m.

Mr. Kreis stated that, as required under Open Meeting Law, in the absence of the Chair and the Vice Chair a motion is required to nominate and approve a Presiding Officer for this meeting.

Mr. Heck moved to nominate Mr. Kreis as Presiding Officer. Ms. Thorpe seconded the motion which carried unanimously.

**2. Introduction of New Members**

Presiding Officer Kreis introduced new members and representatives.

**3. Approval of Meeting Minutes from April 24, 2009**

Mr. Penney moved approval of the April 24, 2009 minutes, and Mr. Fitzhugh seconded the motion. The motion carried unanimously.

**4. Update Regarding RWC IGA and Exhibit A Changes on Asset Ownership**

Mr. Phillips delivered a presentation on Asset Ownership.

Mr. Hartig thanked the Board for allowing the Working Group to make changes to the asset ownership language and, in turn, to make it possible for Scottsdale to join the Regional Wireless Cooperative (RWC). Mr. Imig stated that the asset ownership changes were needed to satisfy Peoria's legal requirements. Ms. Naumann stated that she is currently working with other jurisdiction lawyers to finalize the language. Presiding Officer Kreis thanked the Working Group for all its hard work and urged the Group to keep to the timeframe set forth.

**5. Financial Framework**

Mr. Phillips delivered a presentation on the Financial Framework.

Presiding Officer Kreis stated that this item is for information only.

**6. Review the RWC Organization**

Mr. Phillips delivered a presentation on the RWC Organization.

In response to a question from Mr. Isom, Mr. Phillips replied that the Executive Committee would consist of five different individuals from five different jurisdictions with police, fire, technology, and municipal disciplines represented.

Mr. Isom commented that he would like the Executive Director to report directly to the Board. He stated that the Executive Committee seems to be an unnecessary added level. He then remarked that he would like to see the reporting structure changed to have Executive Committee positioned to the side of the Executive Director.

Responding to questions from Mr. Heck, Mr. Phillips answered that the Administrative Managing Member and the Network Managing Member will take direction from the RWC. He said that jurisdictions will have to be very careful to keep duties separate. He explained that the City Of Phoenix is the Maintenance Managing Member and, as such, it must define what portion of staff time is used and billed to the RWC versus what is done for the City of Phoenix only. He commented that RWC procedures and audits will need to address these processes.

Responding to questions from Ms. Thorpe, Mr. Phillips confirmed that the Network Managing Member and the Maintenance Managing Member are existing City Of Phoenix employees. He remarked that the Network Managing Member

should stay centralized to keep the network operating as one. He added that the City Of Phoenix will need to carefully identify work that is done for the RWC versus work that is done for the City Of Phoenix. He replied that the Executive Director is a new position. He explained that in order to provide benefits, the position needs to be a City Of Phoenix position. Mr. Phillips went on to say that the Executive Director will need additional administrative support staff to help perform the responsibilities of the position. He added that a working group will need to examine what positions are needed to support the Executive Director and will need to report its findings to the Board for approval.

In response to a question from Presiding Officer Kreis, Mr. Phillips answered that the Executive Committee is made up of police, fire, technology, and municipal representatives to balance representation. He added that the Network Managing Member is there to provide technical input.

Mr. Phillips recommended that the motion on this item be changed to have the Working Group work on a process for a candidate search and examine the Executive Director organization and reporting structure.

In response to a question from Mr. Fitzhugh, Mr. Phillips stated that the logic of having the Executive Director report to the Board through the Executive Committee was to have a group of executives - representing multiple RWC entities - interface with the Executive Director.

Mr. Heck expressed that it does not make sense to have the Executive Director reporting up through the Executive Committee.

In response to a question from Mr. Penney, Mr. Phillips answered that the Executive Committee Fire Representative would adequately represent cities, towns, and the fire districts, since the different fire agencies work so closely together.

Mr. Isom recommended that the Board delay submitting the asset ownership changes to its respective councils until the Executive Director organization and reporting structure issue is resolved.

Mr. Hartig stated that the City of Scottsdale is currently implementing a new radio system and added that a one-month delay would not greatly impact Scottsdale's ability to continue to move forward and ultimately join the RWC.

Mr. Phillips suggested that this item be tabled to the next meeting, so that more research can be done.

Mr. Isom moved to table this item to the June 26, 2009 RWC Board of Directors meeting to allow Mr. Phillips to research the Executive Director organization and reporting structure questions. Mr. Haner seconded the motion which passed unanimously.

7. **Next Meeting: June 26, 2009; 10:00-11:30**

Presiding officer Kreis announced that the next meeting is June 26, 2009 from 10:00-11:30 in the Phoenix Council Chambers.

8. **Adjournment**

Mr. Hughes moved to adjourn. Mr. Brown seconded the motion which carried unanimously. Presiding Officer Kreis adjourned the meeting at 10:45 a.m.