

**GREATER AUSTIN AREA TELECOMMUNICATIONS  
NETWORK (GAATN)  
INTERLOCAL AGENCY**

**625 East 10<sup>th</sup> Street, 6<sup>th</sup> Floor  
Austin, Texas 78701**

**MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS  
MEETING HELD March 3, 2003  
Lower Colorado River Authority  
Shapiro Building Room 517  
3701 Lake Austin Blvd**

**Agenda Item No. 1:**

The meeting was called to order by Chairman Patrick Jordan at 1:34 p.m.

The following Board members announced as present:

Patrick Jordan, on behalf of the City of Austin  
Martha Riekenberg (alt.), on behalf of the City of Austin  
John House (alt), on behalf of the University of Texas  
Frederick Harris, on behalf of Austin Independent School District  
Tom Lott, on behalf of the Lower Colorado River Authority  
Jimmy Don Havins (alt), on behalf of the Lower Colorado River Authority  
John Kohlmorgan (alt.), on behalf of Austin Independent School District  
Gary Weseman, on behalf of Austin Community College  
Walter LaGrone, on behalf of Travis County  
Debbie Opdahl, on behalf of the State of Texas  
Wayne Wedemeyer, on behalf of the University of Texas

GAATN Personnel present:

Ronald Roberts, Project Coordinator  
Ashley Caron, Project Manager  
Stephen Fogel, GAATN Attorney

**Agenda Item No. 2:**

**Citizen Communication**

Patrick shared that Ed Zaiontz from Round Rock School District had contacted him about possible partnership opportunities with GAATN. Patrick asked if the Board would like to extend an invitation for him to come in April, possibly add as an agenda item. Frederick requested that if he comes would it be possible to have him enumerate specifically what he is thinking about in the way of partnerships to save time. He added this may come in the form of a letter or something prior to the Board meeting. Walter asked what it meant to GAATN, another partner, part of the Board? Etc. Patrick stated that the interlocal did allow for other partnerships. Frederick and Walter expressed concern with anticipating anything yet until they could review and added that it would not be good to have someone drive in for the Board meeting only to have hopes dashed. Tom thought it reasonable to ask what opportunities Round Rock had in mind but added that LCRA had been contacted about partnerships from them and also ACC. Tom added that his conversations with Ed indicated no expectations. Patrick stated that he would get some information beforehand and invite Ed down for the April Board meeting.

**Agenda Item No. 3:**

**Approval of February 3, 2003 Board Minutes**

There was an incorrect date for the executive session noticed by Patrick Jordan. No other changes were required in the draft minutes. Gary Weseman made the motion to accept the minutes with a second from Wayne Wedemeyer. The motion passed unanimously.

**Agenda Item No. 4**

**Discussion and possible action regarding the Board Chairman Update. (Jordan, 5 minutes)**

**The Board will call agenda items A through F as a group.**

- A. Discussion and possible action regarding role, authority, and appointment of alternate Board Members. (Fogel, 15 minutes).**
- B. Discussion and possible action regarding written notice, if any, applicable to technical committee meetings. (Fogel, 15 minutes).**
- C. Discussion and possible action regarding a uniform term of office for Board Members and a uniform term of office for alternate Board Members. (Fogel, 5 minutes).**
- D. Discussion and possible action regarding confirmation and status of current appointments to the Board and current appointments of alternate Board Members. (Fogel, 5 minutes).**
- E. Discussion and possible action regarding use of standard letter to appoint Board Members and use of standard letter to appoint alternate Board Members. (Fogel, 5 minutes).**
- F. Discussion and possible action to amend or adopt agency bylaws. (Fogel, 10 minutes).**
  - 1. Article I.k, definition and appointment of an alternate Board Member (amendments to bylaws).**
  - 2. Article II, membership and dispute resolution (amendments to title).**
  - 3. Article II.a, II.b, and II.c, appointment of Board Members and alternates, and terms of office (amendments to bylaws).**
  - 4. Article II.d, standard letters to appoint Board Members and alternate Board Members (adopt new bylaws).**
  - 5. Article IV, Quorum and Voting (amendments to bylaws).**

Patrick explained that this item was postponed from last month. Steve Fogel then explained options for consideration concerning the Technical Subcommittee. He added that the By-Law changes was included to allow for flexibility only. Steve stated that two things needed to be addressed, one being the posting of the Technical Subcommittee and the other question was when alternates could vote and what weight that would carry. Walter questioned discussions between the City and AISD due to voting rights, was that a meeting? Steve explained that he had wondered the same thing and the discussion incorporated Cynthia Hill, an attorney from DIR. The discussion centered upon the types of discussions that a Board member and the GAATN network manager or project manager could have that would be legal under Government Code chapter 551, the open meetings act. The next question concerned alternates voting. Debbie noted that if Board members go to the Technical Subcommittee meetings then alternate's votes are moot. Fogel added that it may be beneficial to canvas who is attending the Tech meetings from the Board and post if a certain number of the Board wished to attend. Patrick stated that posting was not a big issue, but that he preferred official GAATN business to be done at the Board level with the directors and added that he liked recommendations coming from the Tech Committee. There was concern that posted meetings with posted agenda items would be dealt with at the Tech level. Fogel explained that it depended on the posting. Debbie expressed concerns that she feels left out on discussion when she misses the Technical Subcommittee meetings. Frederick expressed concerns that the items discussed were beyond the technical realm and involved budget issues. Tom and Martha explained that it was impossible to not consider the budget when looking at projects but that all items involving budget went through Board for vote. Fogel explained the need for specification and itemization for what the Technical Subcommittee will discuss. Wayne asked if executive session was possible at the Technical level since the meetings would now be open to the public. Patrick reminded the Board that actionable Board items have been dealt with at the Technical Subcommittee level before, in fact it was posted as a Board meeting and the alternates were given permission to vote by the directors. Debbie stated that she was hoping to just post for the Board members that want to go to the Technical Subcommittee meetings. Fogel then stated that under the By-laws the Directors appointed alternates, not the agency. Patrick noted the City of Austin's preference is that the alternates serve at pleasure of the directors who are required to get letters from their agencies every 2 years. Patrick went on to state that the alternates could handle the occasional lapse in appointments when Directors come and go so that agencies are continually represented. Appointment letters were then

discussed and the City noted that they were being tracked. The thought by the group was to send the current letters out so that all would know who needed to rewrite letters or get reappointed. Fogel added that some letters would need to be redone from the directors for their alternates.

Returning to the Technical Subcommittee topic, Frederick noted that broad categories would be ok for the the postings. This was in response to discussion and concerns over the sensitive material sometimes brought up at the meetings. The sensitivity of locations was not covered under recent legislation, this per Cynthia Hill. Tom stated that he would like Steve Fogel to attend all Tech meetings based on this discussion.

**Agenda Item No. 5:**

**Executive Session: Adjourn for closed session, under Tex Gov't Code section 551.071, to seek legal advise about pending or contemplated litigation for:**

- A. Construction, equipment, and product warranty claims; and**
- B. Damage to GAATN Fiber Optic Cables, equipment, hardware, and other property. but not limited to:**

**Greater Austin Area Telecommunications Network v. Ascension Health and Gonzalo Portillo, Jr., No. 265725, Travis County Court at Law (teardown at Andrews Elementary on May 31, 2002); and**

**Greater Austin Area Telecommunications Network v. Oakwood Mobile Homes, Inc. d/b/a Oakwood Homes, and Paredes, Inc. d/b/a Superior Services, No. 266774, Travis County Court at Law (teardown at Daffan Lane on September 6, 2002).**

**Reconvene for discussion and decisions, if any, on matters considered in closed session.**

Patrick moved to Executive session at 2:43 p.m and reconvened to regular session at 3:17 p.m. Wayne moved to accept a memo on conflict of interest from the GAATN attorney and directed John from AISD to find out parameters on hiring another attorney.

**Agenda Item No. 6:**

**Discussion of and possible action regarding the Financial Report and budget issues from AISD.**

Frederick Harris distributed the December and January reports. Patrick asked about the insurance for the Gammon agency, was it for the entire year? Yes, per Frederick. Patrick added that the amount was pretty close and noted that it was good the budget was increased to buffer this costs.

**Agenda Item No. 7:**

**Discussion of and possible action regarding the Technical Subcommittee Update.**

Wayne noted that the CTEC discussion presented facts that the City of Austin was adding a site that required a vote. Patrick had no issue with that. Martha stated that Super Ring North needed to be added for a vote on presence at CTEC. She added that the vote needs to take place now for construction reasons. Questioned by members as to why it was not before, Martha stated that the ring cable was merely placed when an opportunity presented itself at a substantially reduced cost and added that the connection was never made. Had it been an issue then it would have been added to the cities network rights at the time and the project would not be on line until next year. Wayne agreed with that logic and added that the Board always voted on expansions. Patrick moved to approve CTEC as a node on SRN with a second from Walter LaGrone, subsequent vote was unanimous. Walter had an issue with this process and added that sometimes he would not be able to predict changes in the time frame between Board Meetings. Debbie requested an agenda item for next month so that she could discuss projects for planning.

Tom then read the recommendation from the Technical Subcommittee. He stated that the Technical Subcommittee recommended to the Board to develop the Combined Center (CTEC) as a secondary node site for C1N. Further, GAATN should take on secondary connection of SRN to replace primary C1N cable with ring size cable and keep D1N in mind for future consideration of possible extension when that project becomes clearer.

Patrick explained that he hoped to pursue this as a GAATN agency project as opposed to a sale of fiber to Travis County. He added that he 'drew a line in the sand' regarding costs that the city had already incurred and generated numbers reflecting what it would cost from this point forward to allow participants to join in the opportunity at CTEC. Walter added that it greatly benefited agency participants on C1N and added that he really wanted to see D1N considered when the city planners decide on the property usage. Patrick stated that he hoped utilities would be laid out efficiently to keep costs down but added that he could not establish specific costs at this time. Debbie stated she hoped that entities would share their goals. Tom added that the vote today would not be implemented for a year. Ashley added that there was funding in the budget for the project, about \$153,000. Martha stated the city had commitments for service. Walter worried about C1N if Reagan went down. Frederick asked about committing to D1N at this time, was reminded by Tom that it was not a commitment, only that it would be considered. Patrick added that discussion of CTEC had been ongoing for years. He added that he was comforted with the language on D1N being included in the minutes for future expansion possibilities. He then moved to accept the Technical Subcommittee recommendation with removal of the language concerning D1N. Frederick questioned the spreadsheet he was given at the Technical Subcommittee meeting and Martha went back through the numbers and explained where and how they were generated. Patrick explained that there were no cost transfers from the city, only asking for shared participation with what needs to take place from here on out. Tom and Jimmy Don questioned the reason for not voting on the recommendation since everyone except Patrick had been at the Technical Subcommittee meeting when it was drafted.

Patrick stated that his motion needed action and restated it.

His motion was for GAATN to place SRN fiber into CTEC at a \$56,000 cost, C1N to be placed at a cost not to exceed \$90,000. The vote was split with Wayne, Debbie, and Frederick in opposition. While numerically the vote was a success, Debbie did note that in the Interlocal Agreement all participants must agree on network expansion or it goes back to entity project. Patrick stated that the motion failed and that CTEC would be a city site unless others buy in. Tom questioned the change and requested a poll of participants that voted against the project. Wayne stated that his campus police saw no need to be connected so he didn't either. Debbie stated that Dave Kelly had not seen much use for the state at the Technical Subcommittee so she had that issue with the project. Frederick left the meeting and could not be polled and John stated that he could not explain his vote for him.

Tom continued that the Maintenance Contractor had completed B1N splice case replacements which was 34 sites. The next ring to be done would be C1N.

**Agenda Item No. 8:**

**Discussion and possible action regarding the Network Manager's Update (COA, 10 minutes).**

Ashley shared that the Grande situation concerning the gaffing incident last year had not generated a response. A certified letter was sent and received and the timeline has passed, she requested that attorneys take the issue up at this point. Gary suggested tabling this discussion until John could get back with information from AISD. Ashley went on with construction at 5<sup>th</sup> street where GAATN will go underground. She stated the cost was around \$52,000 but that most would be borne by the developer/contractor. Around \$15,000 would be up to GAATN to cover but it would provide substantial fiber to be placed underground with two additional manholes. Wayne made the motion to extend 15 minutes which was unanimous. Ashley went on that the permitting phase was ongoing for the new NOCC and that it could not be split up as was hoped. TxDot and Burleson project is on line for March 20<sup>th</sup>. Ashley then requested to meet with participants individually to discuss disaster recovery.

**Agenda Item No. 9:**

**Confirm date, time and location for the next regular Board meeting as April 7, 2003 at 1:30 p.m. in room 517 of the Shapiro Building at LCRA on Lake Austin Blvd.**

Time and location for next meeting was confirmed and the meeting was adjourned at 4:35 p.m.