

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

**MEETING OF THE BOARD OF DIRECTORS**

April 2, 2019 at 1:30 p.m.  
Lower Colorado River Authority  
LCRA Service Center, Room A502/503  
3505 Montopolis Blvd.  
Austin, Texas

**MINUTES**

**1. Call to Order and Roll Call**

GAATN Board Chairman Dain Herbat called the meeting to order at 1:30 PM.  
The following announced as present at the

Dain Herbat, on behalf of Travis County  
Jaime Guerra, on behalf of the University of Texas  
Steve Pyle, on behalf of State of Texas DIR  
John Kohlmorgan, on behalf of Austin ISD  
Gary Weseman, on behalf of Austin Community College  
Bruce Hermes, on behalf of City of Austin  
Laura Gonzalez, on behalf GAATN  
Syd Falk, GAATN attorney  
Mace Royston, on behalf of LCRA  
Harold Nall, on behalf of the University of Texas  
Carlos DeMatos, on behalf of GAATN

Members of the Public:  
Chris Gonzales, BryComm  
Cory Brimer, BryComm  
Doug Wilson, JC Comm

**2. Citizen Communications**

There were no citizen communications

**3. Review and Approve the minutes for the special called Board Meeting of March 5, 2019**

Bruce Hermes moved to accept the minutes as presented. Jaime Guerra seconded the motion and it passed unanimously.

**4. Technical Subcommittee Update (30 minutes) – Discussion and possible action regarding:**

**A. Seeking approval on Fiberlight Agreement**

Carlos Dematos reported that the network management team is seeking the Board's approval for the joint-built agreement with FiberLight, LLC for a joint-trench along Burleson Rd. from Todd Ln. to Montopolis Dr. The total cost of the build for GAATN is \$136,332 consisting of \$118,550 for construction and a \$17,782 one-time management fee to FiberLight which will deliver a turnkey system to GAATN. Some additional costs not to exceed \$15k for strategic manhole additions will be covered via the Network Manager's spending authority.

Syd Falk reported that a second agreement was created to separate the actual construction,

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installation, and transfer of ownership from provisions for maintenance costs and FiberLight's right to access GAATN-owned access points in case of emergencies, and vice-versa.

Dain Herbat asked when construction would begin. Carlos reported that the FiberLight already has permits in hand and is only waiting for GAATN's decision on the agreement to begin construction within 30 days.

Jaime Guerra asked if Syd knew of any situations where a need to relocate the underground facility that would subject FiberLight to costs that GAATN would not have. Syd said that FiberLight would do the work and charge GAATN a prorata share.

Jaime asked what the length of the agreement is. Syd reported that the initial Joint Build Agreement terminates at the completion of construction and transfer of title. The Access and Maintenance Agreement has an initial term of 20 years, and is automatically renewable for two 10-year terms, unless either party gives notice at least 60 days before the renewal date.

Jaime asked what happens to the contract if FiberLight sells their assets or is acquired. Syd said the contract is an asset that would be taken over by the new owner.

Jaime asked if there is a Right of First Refusal clause for GAATN in case FiberLight is in a position to sell or abandon their portion. Both Bruce and Dain expressed their desire for such a clause to be presented to FiberLight for their approval.

Jaime asked how the purchase will be funded. Carlos recommended that the purchase come from this year's MAC budget.

John Kohlmorgan asked what the use case for the new conduit is. Carlos responded that Network Management's recommendation is to move B2S cable from pole connections into the ground to harden the area, but the final design has not been planned or budgeted.

Other answers provided by Network Management to the Board:

There will not be additional recurring costs incurred by the new facility.

The construction is in a co-owned easement to be recorded with the county by the contracted engineering firm.

Jaime shared an idea about including a clause for quiet enjoyment in hopes that actions by FiberLight will not interfere with GAATN operations.

John Kohlmorgan wondered whether there were any procurement issues. Syd replied that he thought GAATN was exempt from competitive procurement in this instance. John asked for a sole source letter, which Syd said he would provide.

Gary Weseman asked what the rough estimate would be for GAATN to incur the cost of an equivalent 7,250+ ft. trench independently. Chris Gonzales shared that the cost for the trenching and placing alone would run at least \$30/ft, not including the concrete-encasing, manholes, permitting or engineering. In comparison, the proposed agreement is about \$10/ft for each conduit, installed.

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Steve Pyle moved to approve the FiberLight agreement not to exceed \$136,332 to be funded from the current MNL budget, subject to Legal finalizing the contract documents with the Board's proposed clauses; Jaime Guerra seconded the motion. It passed unanimously.

**5. Board Chairperson Update– Discussion and possible action regarding:**

**A. ZNET acquisition proposal and capacity increase**

This item was postponed to executive session and had no further discussion in open session.

**6. Network Manager's Update – Discussion and possible action regarding:**

**A. Any existing network operations, repairs, or maintenance issues, including any that occurred since the last Board Meeting**

**1. Convention Center Backup NOCC status update**

A meeting was held 3/21/19 with COA procurement department (Carlos Ladesma), the COA GAATN representative (Bruce Hermes), Network Management (Carlos DeMatos), and Public Works (Alison Von Stein). During this meeting Carlos Ladesma informed us that a funding number has been created within the COA procurement department and that it is ready to receive funds from GAATN for the construction and management of the Austin Convention Center GAATN NOCC. It will be initially funded by the \$175k encumbered amount approved at the 12/04/18 Board meeting, to be invoiced by COA.

GAATN management is working with Public Works to get the final stamped prints from IMEG, the engineering firm contracted to assist GAATN with design, so that the RFP can be developed.

Two meetings are scheduled for tomorrow, April 3rd. The first meeting is with IMEG to discuss its involvement during the construction process. The second meeting is a walkthrough with the consultant engineer, Public Works, Network Management and Convention Center facilities manager Curtis Jolly. The final budget is still being determined.

John asked if there is a not-to-exceed cost for the NOCC. Carlos informed the Board that we can establish the no-to-exceed amount after receiving and reviewing the bid proposals. Bruce added that all additional deliverables will be subject to a change request approval process.

Dain asked that Network Management stay involved in the RFP process to keep an eye on costs.

**2. Treaty Oak Decommission project status update**

Network Management informed the Board that A1N Treaty Oak will be decommissioned tomorrow, 4/3/19. If any entities have any issues, please immediately report them to Carlos. Also, an updated contact list for JC Comm has been distributed to the Board.

**3. Pending projects**

C1N/B1N relocation has been completed at CTECC Tilley Rd.

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**4. Job Budget Tracking review**

Laura Gonzalez reported that 16 projects for a total of \$448,599 have been tracked, leaving a budget of \$276,401 for the fiscal year.

**5. 4/1 Design meeting update**

Network Management presented May 21, 2019 as the date for the upcoming design meeting. An abbreviated Technical Subcommittee meeting can be held at the conclusion, if needed. A worksheet was provided to the Board members to provide entity-specific information for the design meeting.

**7. Executive Session:**

At 2:40 PM GAATN Chairman Dain Herbat announced that the meeting was adjourning for closed session under Texas Government Code sections 551.071, 551.072, 551.073 and sections 418.175 – 418.181, to seek legal advice and to preserve confidentiality as permitted by law on agenda item 5A.

At 3:14 PM, GAATN Chairman Dain Herbat announced that GAATN was reconvening in open session for discussion and actions, if any, on matters considered in closed session. Agenda items 5A was the only item discussed in closed session. No discussion was had in open session and no action was taken regarding this item.

**8. Discussion and possible action regarding the financial report and current fiscal year budget issues. (AISD, 10 minutes)**

**A. Financial Report**

John Kohlmorgan provided reports for all the GAATN accounts. Network Management will invoice DIR for its final quarterly invoice.

**9. Meeting & Action Items Summary (10 minutes):**

Network Management team is to standardize handout titles with agenda line items. Network Management will send a meeting invite to all Board and Technical Subcommittee members for the design meeting on 5/21/19.

**10. Confirm date, time, and location for the next regular Board meeting on May 7, 2019 at 1:30 p.m. at the LCRA Service Center, 3505 Montopolis Blvd., Room A502/503, Austin, Texas.**

A. The date, time, and location for the next regular Board meeting were confirmed, and the meeting adjourned at 3:18 PM.