

GREATER AUSTIN AREA TELECOMMUNICATIONS NETWORK

MINUTES OF REGULAR MEETING January 8, 1996

The GAATN Board of Directors met in regular session on January 8, 1996, at the Lower Colorado River Authority, 3701 Lake Austin Boulevard. The meeting was called to order at 1:38 p.m. by Vice Chairman Ron Brey (ACC) standing in for Chairman Jim Ullrich, who was not present. Present were Bruce Schremp (GSC), Les Marcos (COA), Dr. Charlie Warlick (UT), John Edmonds (LCRA) and Frank Curcio (TC). Board alternates present were Wayne Wedemeyer (UT), James Ting (GSC-State), Tom Frommack (COA), and Brad Powell (TC). Also present were Linda Picazo, GAATN Network Manager and Don Silver (SWB).

1. There were no citizen communications.
2. Bruce Schremp moved that the minutes of the December 11 regular meeting be approved. The motion was seconded by John Edmonds, and passed unanimously by those members present.
3. Agenda item 4 was moved to the end of the agenda in case Chairman Ullrich arrived during the meeting. John Edmonds requested fifteen minutes at the end of the scheduled reports to update the Board on LCRA's new project, TIPP.
4. Linda Picazo reported that she would not receive a response from Southwestern Bell on the IXC/POP issue until Friday, January 12. Les Marcos asked who would bear the legal risk, UT or GAATN, if UT carried GAATN members to an IXC's POP. Picazo said that she assumed that UT would bear the risk, but would ask the GAATN attorneys. At that point, Dr. Warlick stated that UT was simply offering a connection to UT's SONET equipment at Treaty Oak, not to carry other participants over UT fiber to an IXC.

Picazo then stated that she had received five responses from engineering firms and that she considered three worth evaluation. Picazo suggested that based on the responses that she could make a recommendation to the Board. Wayne Wedemeyer expressed an interest in interviewing the three companies before awarding a contract

Picazo informed the Board that Southwestern Bell had changed notification companies for locate services from TESS to Lone Star Notification. She said that she was expecting information from Lone Star, which is located in Houston. Les Marcos asked if Picazo was planning to change even though several Austin entities are still with TESS. Picazo replied that she was only preparing information to deal with either company.

Finally, Picazo reported that she had received confirmation on the GTC booth in the Government Solutions Center and had sent a letter to Fujitsu expressing Board approval for their involvement in the display.

5. Mike Beeman addressed the article which appeared in the Austin American-Statesman about the problems AISD was having with voice traffic over GAA1N. Beeman reported that there had been random patterns of static and that Southwestern Bell was working on it. Beeman then reported that six rings have been submitted for substantial completion and that SRS would be accepted soon. Beeman said that DIN and B2S have been delayed by Southwestern Bell for non-construction reasons and that he was negotiating with Bell about revised finish dates. Also, Beeman said that A2N and C2S have been delayed slightly.

6. John Edmonds addressed the Board about TIPP, LCRA's Telecommunications Infrastructure Participation Project, which he has been working on for the past few months. Edmonds described the project, which involves installation of a 900 MHz trunked radio system by Ericsson, Inc. in LCRA's service area to replace aging systems and to provide an opportunity to other nonprofit entities to share a common system.

7. The next regular meeting will be held on Monday, January 22, at 1:30 p.m. at LCRA.

8. Agenda items for the next meeting will include regular reports, the GAA TN video presentation, discussion of the issues on the connection to the TXC, and a contract for engineering services.

9. John Edmonds moved to adjourn, seconded by Mike Beeman. The motion passed unanimously. Vice Chairman Brey adjourned the meeting at 2:30 p.m.

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GREATER AUSTIN AREA TELECOMMUNICATIONS NETWORK

MINUTES OF REGULAR MEETING February 5, 1996

The GAA TN Board of Directors met in regular session on February 5, 1996, at the Lower Colorado River Authority, 3701 Lake Austin Boulevard. The meeting was called to order at 1:40 p.m. by Mike Beeman in Chairman Jim Ullrich's absence. Present were John Edmonds (LCRA), Bruce Schremp (State-GSC), Les Marcos (COA), Dr. Charlie Warlick (UT), and Frank Curcio (TC). Board alternates present were Mike Beeman (AISD), Lee Hisle (ACC), Wayne Wedemeyer (UT), James Ting (GSC-State), and Brad Powell (TC). Also present were Linda Picazo, GAA TN Network Manager and Don Silver (SWB).

1. There were no citizen communications.
2. Dr. Warlick moved that the minutes of the January 22 regular meeting be approved. The motion was seconded by James Ting, and passed unanimously by those members present.
3. Agenda Item 4 was delayed pending Chairman Ullrich's arrival. Chairman Ullrich joined the meeting at 1 :45 p.m.
4. Chairman Ullrich said that the GAATN video was being edited by his staff members and would be ready for the Government Technology Conference on February 14.
5. Linda Picazo distributed copies of a cable transfer agreement between the City of Austin's EUD and Southwestern Bell and asked if there were any objections to a similar agreement between GAATN and EUD. There were none and Chairman Ullrich advised Picazo to proceed with such an arrangement.

Picazo reported that the Technical Subcommittee met on January 31 and discussed the pole transfer agreement, the space issue at Treaty Oak, and the DACS at Treaty Oak. She also reported that the GAATN booth would be ready for the Government Technology Conference with the assistance of several of the GAATN members, Fujitsu and Secure Digital Communications.

Finally, Picazo said that she had referred to the Interlocal Agreement in considering what type of organizations should be allowed to join GAA TN in the future and that it was clear that they would have to be public entities whose use of GAA TN would be both governmental in nature and in the public interest. Dr. Warlick clarified the nature of

potential members by saying that they should have the same sort of organization as one of the seven GAA TN participants.

Picazo also said that the most reasonable method to allow other organizations to use GAATN would be, as Dr. Warlick said during the last meeting, for the organization to find a willing host among the seven members and then work out the financial and traffic management issues between the two of them. Picazo said that there were questions which the attorneys might address relating to the types of entities GAA TN can serve and how the traffic can be carried. Chairman Ullrich instructed Picazo to request a work session with the GAATN attorneys at 2:30 p.m. on March 4, 1996, following the regular board meeting.

6. Mike Beeman said that A2N was completed over the weekend of February 2-3 and would be turned into JanCom as substantially completed by February 9. He reported that CIS was delayed again until the end of February, bringing the total number of rings submitted for substantial completion to nine out of ten by February 9. Beeman stated that AISD's position was that the network would not be accepted until the phone system problems were resolved. Les Marcos asked how the problems with the PBX related to accepting the fiber. Beeman responded that the District, acting on behalf of the other GAA TN members as construction manager, was obligated to ensure that the entire network, including Subsystem II components, performed up to standard for all members. The PBX problems were negatively affecting ACC, which is served by the AISD PBX, therefore, said Beeman, the District would not accept ownership of GAA TN until those problems were resolved.

7. The next regular meeting will be held on Monday, March 4, at 1:30 p.m. at LCRA.

8. Agenda items for the next meeting will include regular reports and the GAA TN video presentation. A work session with the GAATN attorneys will begin at 2:30 p.m.

9. Chairman Ullrich adjourned the meeting at 2:40 p.m.

GREATER AUSTIN AREA
TELECOMMUNICATIONS NETWORK

MINUTES OF REGULAR MEETING
March 4, 1996

The GAATN Board of Directors met in regular session on March 4, 1996, at the Lower Colorado River Authority, 3701 Lake Austin Boulevard. The meeting was called to order at 1:37 p.m. by Chairman Jim Ullrich. Present were John Edmonds (LCRA), Bruce Schremp (State-GSC), Les Marcos (COA), Dr. Charlie Warlick (UT), and Frank Curcio (TC). Board alternates present were Mike Beeman (AISD), Lee Hisle (ACC), Wayne Wedemeyer (UT), James Ting (GSC-State), David Holle (LCRA) and Brad Powell (TC). Also present were Linda Picazo, GAA TN Network Manager, Glen Smith (AISD) and Don Silver (SWB).

1. There were no citizen communications.
2. Dr. Warlick moved that the minutes of the February 5 regular meeting be approved. The motion was seconded by Bruce Schremp and passed unanimously.
3. There were no changes in the order of the agenda.
4. Chairman Ullrich distributed copies of the GAA TN video script and requested that the Board members read the script and make suggestions on parts such as the history of the project on page 5. Les Marcos suggested deleting the language "pay for itself" on page 6. Dr. Warlick suggested that since GAA TN has been in existence, the Internet has become more than a curiosity and that GAATN is part of the Information Highway, that is, it is woven into the International Network.

Ullrich then asked the Board for their opinions about charging for copies of the video to recover production costs. Wayne Wedemeyer asked if the video could be used as an Mpeg site on the Internet from a copyright perspective. Ullrich answered that the Board owns the copyright and therefore can make that decision. Dr. Warlick asked if individual board members can make copies for their institutions. Ullrich answered affirmatively and suggested that external requests should go to the Board. Lee Hisle moved to charge \$14.95 per copy of the GAATN video. Les Marcos seconded the motion, which passed unanimously.

5. Linda Picazo reported that the Government Technology Conference was successful and thanked the members for their active support. She also reported that the Technical Subcommittee met on Wednesday, February 28, and that readings on the dB loss were distributed to all the entities. Picazo said that she had met with Dan Banks from

Alexander Utility Engineering to discuss standards and procedures documentation and was anticipating a document for scope of work from the firm.

Finally, Picazo said that she thought it would be a good idea for the Board to formulate exactly what questions the GAATN attorneys should address regarding prospective users in order to keep attorney fees at a reasonable amount. Chairman Ullrich suggested that the attorneys frame a policy statement on who is allowed to send their traffic over GAATN. Les Marcos suggested that instead of asking the attorneys to address the "what if" questions, the Board should ask for attorney involvement only after the situation arises, that is, after the Board actually receives a request. Dr. Warlick agreed, adding the phrase "if it ain't broke, don't fix it". Marcos suggested that the two questions prospective users will have are 1) How would one join GAA TN? and 2) Who would want to carry the prospective users' traffic?

6. Picazo distributed the proposed FY97 variable budget, which was approximately 13% higher than the FY96 budget. Don Silver suggested that the Board consider adding a contingency fund for emergency matters. Dr. Warlick suggested that the previous year's budget be included during the budget approval process so that the board members would have something to refer to during the request. Bruce Schremp moved for approval of the budget. Frank Curcio seconded the motion, which passed unanimously.

7. Mike Beeman distributed signed documents for the extended warranty on the network. Beeman said that 8 of the 10 rings were just days away from being accepted as substantially completed. Dr. Warlick asked if the quality of transmission testing was being done only at the OC3 level and that UT was testing OC12 from the main campus to the J.J. Pickle Research Center. Don Silver replied that testing was being done at both the OC3 and OC12 levels. Les Marcos asked what the estimated timeframe is for the rings to be accepted as complete. Beeman responded that the question is difficult to answer at this time because of the switch problem which AISD has an obligation to resolve and regards as a major issue. Beeman also stated that he would like to be able to have final acceptance of the network in 60-90 days.

Marcos asked that the network acceptance be considered for two separate operational components, given the problems with the telephone system serving AISD and ACC. Beeman said that when all the punch lists for the rings are completed, dates can be established for formal completion. James Ting requested the JanCom reports on ring inspections. Beeman said that he was going to supply that information at final completion. Beeman said that the as-builts are with JanCom and that Don Silver has the sepias in his office. Glen Smith has the as-builts that have been processed by JanCom

8. The next regular meeting will be held on Monday, April 1, at 1:30 p.m. at LCRA.

9. Agenda items for the next meeting will include regular reports.

10. Chairman Ullrich adjourned the meeting at 2:55 p.m.

GREATER AUSTIN AREA TELECOMMUNICATIONS NETWORK

MINUTES OF REGULAR MEETING April 1, 1996

The GAATN Board of Directors met in regular session on April 1, 1996, at the Lower Colorado River Authority, 3701 Lake Austin Boulevard. The meeting was called to order at 1:42 p.m. by Chairman Jim Ullrich. Present were Bruce Schremp (State-GSC), Ron Brey (ACC), Dr. Charlie Warlick (UT), and Frank Curcio (TC). Board alternates present were Mike Beeman (AISD), Wayne Wedemeyer (UT), James Ting (GSC-State), and Patrick Jordan (COA). Also present were Linda Picazo, GAATN Network Manager, Glen Smith (AISD), Don Silver (SWB) and Suzan Martin (Marcom Engineering). LCRA was not present.

1. There were no citizen communications.
2. James Ting moved that the minutes of the March 4 regular meeting be approved. The motion was seconded by Dr. Warlick and passed unanimously by those present.
3. There were no changes in the order of the agenda.
4. Chairman Ullrich distributed updated spreadsheets on new percentages for construction rights and network rights. James Ting inquired if the transfer of the fiber from GSC to LCRA was included. Ullrich replied that it was not, but would be included at final acceptance. He also said that any changes during the month of March were not included.
5. Linda Picazo reported that she and Dineen Majcher had met with Jimmy Glotfelty of Governor Bush's office to brief him on GAA TN. Picazo said that Glotfelty has been very involved with TIF issues and expressed interest in rural education. She also informed the Board that Dineen Majcher had arranged meetings with the three PUC commissioners in May. Picazo reported that the technical subcommittee met on March 27 and discussed UT's installation plans and timeframe, space at Treaty Oak, and LCRA's and ACC's plans. The next technical subcommittee meeting is scheduled for Wednesday, April 10.
6. Mike Beeman distributed the BIN substantial completion document and said that CIS is almost at substantial completion, pending the signing of Circle C easements. Beeman reported that he will assimilate and document the process for final completion with the attorneys and the construction manager. Wayne Wedemeyer asked if that process includes new RF's. Beeman answered affirmatively.

7. Patrick Jordan distributed a memo and maps describing routing B2S to Bergstrom International Airport. Jordan asked for Board approval to submit an RFI to get cost estimates for the construction. Jordan said that this request goes back to the original plan and is designed to avoid known road construction problems. Frank Curcio asked if the problems really are circumvented with this plan, saying that he remembered problems on Highway 71. Jordan replied that the poles which were overloaded have since been replaced. Jordan also mentioned that an engineering study would be required.

Jordan asked if the spur was part of the original agreement. Ullrich said that it was. Ullrich also explained that the labor costs associated with the original part of B2S that was not built was credited. Dr. Warlick asked how the credit was distributed. Ullrich said that all of the entities with fiber in the ring received a credit and that ACC and Travis County received all the labor credit for the spur.

Jordan then said that he understood that the Board had agreed to reinstate the original design of B2S at some point in the future and questioned if this is that point. Jordan then asked if the City could get approval for the cost analysis through the Chairman. Ullrich then read a letter from Patrick to him with such a request. Dr. Warlick questioned a sentence in the letter which indicated that UT had inquired about getting out to Bergstrom on B2S. Dr. Warlick indicated that neither he nor Wayne Wedemeyer had ever questioned anyone at the City about using B2S for UT traffic to or from Bergstrom and requested that the sentence be struck from Jordan's letter to Ullrich.

Wedemeyer asked if Alexander Utility Engineering will have to approve the design. Mike Beeman indicated that the situation is really not clear cut and asked that the Board consider approving Jordan's request so that AISD could investigate the situation before incurring any cost. Beeman indicated that the City's request is almost in the network expansion timeframe, but does not really fall under network expansion. Frank Curcio asked that AISD's investigation include the Highway 71 route east of Presidential Avenue and said that he would be opposed to approving an expansion of B2S if it would have to be capped off at Presidential and then again extended at a later date. Beeman then suggested that the City and Travis County present their interests and positions to the AISD construction team.

Wedemeyer then asked about the impact on expansion mileage the closure at Allison Elementary has on the 84 fibers that will not be used. Beeman said that AISD will consider the reimplementation of the original design and the expansion miles.

Jordan moved that the Board approve allowing AISD as construction manager to explore the B2S proposal with Southwestern Bell's assistance. Dr. Warlick seconded the motion for discussion purposes. Warlick then asked if there were costs associated with this motion. Beeman suggested that Jordan remove the part of the motion referring to Southwestern Bell's assistance. Jordan and Dr. Warlick both agreed to restate the motion that AISD, as construction manager, to explore the B2S proposal, including the cost of an

engineering study for a B2S reconfiguration. The motion passed unanimously by those present.

8. Wayne Wedemeyer asked for Board approval of an additional UT site east of San Jacinot and north of 26th Street, with all costs associated borne by UT. Ron Brey moved for approval and Bruce Schremp seconded the motion, which passed unanimously by those present.

9. The next regular meeting will be held on Monday, May 6, at 1 :30 p.m. at LCRA.

10. Agenda items for the next meeting will include regular reports and the B2S study.

11. Chairman Ullrich adjourned the meeting at 2:55 p.m.

GREATER AUSTIN AREA
TELECOMMUNICATIONS NETWORK

MINUTES OF REGULAR MEETING May
6,1996

The GAA TN Board of Directors met in regular session on May 6, 1996, at the Lower Colorado River Authority, 3701 Lake Austin Boulevard. The meeting was called to order at 1:40 p.m. by Mike Beeman in Chairman Jim Ullrich's and Vice Chairman Ron Brey's absence. Present was board member Dr. Charlie Warlick (UT). Board alternates present were Mike Beeman (AISD), Wayne Wedemeyer (UT), James Ting (GSC-State), Brad Powell (TC), Tom Lott (LCRA), and Patrick Jordan (COA). Also present was Linda Picazo, GAATN Network Manager.

1. There were no citizen communications.
2. Dr. Warlick moved that the minutes of the April 1 regular meeting be approved. The motion was seconded by James Ting and passed unanimously by those present. Vice Chair Ron Brey entered the meeting.
3. Mike Beeman reported that there was no new information to present under agenda Item 8. Ron Brey suggested that Item 4 be delayed for discussion until Chairman Ullrich's arrival.
5. Linda Picazo distributed the new meeting schedule through December, 1996. She also distributed the revised member/alternate Board of Directors list and a current status of the variable budget. Picazo stated that she had visited the equipment rooms at both Gullett and Kealing in response to security concerns posed by the City and had discussed AISD facility entry procedures with the AISD police department. She said that she and Gabe Sansarita from Southwestern Bell had discussed five outstanding issues relating to future network management. Chairman Ullrich joined the meeting.
6. Picazo said that the inspection work by JanCom Engineering had resulted in amounts over budget and requested that the Board approve a transfer of \$15,000 from maintenance and \$15,000 from insurance to increase the amount in consulting services by \$30,000. When asked why the consulting work was over budget, Mike Beeman said that there had been quite a bit of rework on some of the rings, such as CIS. He also mentioned cumulative items such as double inspections, easement issues and reworks. Brad Powell moved to request a summary of activity from JanCom. The motion was seconded by Ron Brey. After discussion by the Board, Brey suggested an amendment to the motion stating that the Board delay a reallocation of funds until receipt of the JanCom report and that construction management also draft a report by ring and activity of the original, actual and

projected expense for consulting services. The amendment was accepted by Powell and the motion was approved unanimously.

Wayne Wedemeyer asked if the inspection of the rings is to be performed regardless of which entities are present in the rings. Ullrich responded that he regards the current construction and future construction as separate issues and does not see an inconsistency in JanCom inspecting the total project as opposed to another, separate project. Warlick stated that the inspection is clearly a construction cost as opposed to an operating cost as presented and that until construction is complete, the inspection cost should not fall back on the entire board. Beeman responded that there is a clause in the construction contract to reimburse the construction manager for the cost of completing construction of the network.

4. Chairman Ullrich distributed the updated change order tracking table. James Ting inquired if the transfer of the fiber from GSC to LCRA was included. Ullrich replied that it was not, but would be included at final acceptance. Ron Brey asked why ACC got only partial credit on B2S. Ullrich responded that the materials were purchased, so the credit was for labor only. Patrick Jordan said that he was curious about the deletion of some fire stations and would like to discuss the situation with Ullrich.

7. Mike Beeman updated the Board on Don Silver's reassignment within Southwestern Bell and said that he gave approval to Bell contingent on having access to Silver throughout the completion of the GAATN project. Beeman commented that the recent approval of the AISD bond issue will affect the construction at schools, resulting in improved security and environmental conditions. Beeman reported that the substantial completion certificate for CIS has been accepted by JanCom and is pending AISD's signature. However, Beeman reported that there is still questions on easements at Circle C .

James Ting asked if the new bond money would help AISD in considering dual redundancy. He also said that GSC is preparing to release an RFIIRFQ for POPs at the DPS, Sam Houston, Winters and Department of Transportation offices. He said that any entity wanting to participate with the State should contact him or Bruce Schremp.

Dr. Warlick asked if there are any Ethernets in AISD schools connected to the Internet over GAATN. Beeman replied that he was uncertain. Warlick suggested that Sanchez might be connected.

Ullrich mentioned that the AISD media production department was using GAA TN that evening to broadcast video live from Reagan High School on Cable 8. Dr. Warlick asked about the GAA TN video and Ullrich replied that he had rewritten the script and that the graphics are finished, but cost more than originally anticipated.

Beeman reported that at the last meeting he had volunteered to get with Southwestern Bell and get an estimate on the cost of building B2S out as the City had proposed at the

last board meeting. Beeman said that Bell did not come forward with any cost data, but emphasized how incomplete the data is on the B2S situation. Beeman then asked what the Board wanted to do about B2S. Ron Brey asked if there was a time crunch for anyone. Jordan said there was no time crunch from the City and that if construction were three to six months out it would be acceptable.

Beeman said that he thought that those entities involved in the ring should feel comfortable that the design is a good one and that questions about right-of-way under the airport and on Highway 71 should be resolved. He then suggested that after all those questions are answered, the engineering could be done on the route and any entity with available funds might proceed with construction.

Brad Powell said that Travis County is concerned with the right-of-way east of Presidential on 71. He was also unclear about routes from the City's drawings distributed at the last Board meeting. Jordan said that he will take another approach at either the June 3 or July board meeting. Beeman requested that the City finish the proposal early enough to include ACC and Travis County in a discussion with the construction management team.

9. The next regular meeting will be held on Monday, June 3, at 1:30 p.m. at LCRA.

10. Agenda items for the next meeting will include regular reports, the B2S study and the report from JanCom and construction management. James Ting announced that this was his last Board meeting and that he was leaving GSC to work in private industry.

11. Chairman Ullrich adjourned the meeting at 2:55 p.m.

GREATER AUSTIN AREA
TELECOMMUNICATIONS NETWORK

MINUTES OF REGULAR MEETING June
3,1996

The GAA TN Board of Directors met in regular session on June 3, 1996, at the Lower Colorado River Authority, 3701 Lake Austin Boulevard. The meeting was called to order at 1:34 p.m. by Chairman Jim Ullrich. Present were board members Dr. Charlie Warlick (DT), Frank Curcio (TC), Bruce Schremp (GSC-State), Ron Brey (ACC), and John Edmonds (LCRA). Board alternates present were Mike Beeman (AISD) and Wayne Wedemeyer (UT). Also present were Pat Miller (COA), Russell Best (GSC-State), Manha Rieckenberg (COA). Glen Smith (AISD), George Smith (LCRA), and Linda Picazo, OAA TN Network Manager.

1. There were no citizen communications.
2. Prank Curcio moved that the minutes of the May 6 regular meeting be approved. The motion was seconded by Ron Brey and passed unanimously.
3. Mike Beeman requested that Item 6 be removed from the agenda. Beeman reported that AISD was waiting on a report from JanCom and would present the information at the next board meeting. After inquiring whether anyone from the City was prepared to address Item 8 in Patrick Jordan's absence, Chainnan Ullrich said that the item would be postponed until a later meeting.
4. Chainnan Ullricp informed the Board that his staff would be shooting footage of the board meeting to update the OAA TN video with a current representation of board members. Ullrich then distributed the revised change order sheets with a breakout by entity. Ron Brey asked how he would know what he has been invoiced for. Ullrich responded that he had a meeting with Annette Fuhnar in the accounting office and would prepare something for the members. Brey suggested that he just use the sheets and note which change orders had been invoiced. Dr. Warlick suggested that, for example, change order number ten implies that the City has participated in the construction of the network. Ullrich replied that the City has not participated in network construction~ but only in building entrance facility construction.

Ullrich then distributed the change order tracking table. Mike Beeman stated that there are still delays in getting the easements in Circle C. Ullrich noted that he had reminded Patrick Jordan that the agreement with the City of Austin was to provide twelve strands of fiber at no cost to the City while in City right-of-way. Therefore, the \$18,000 cost of easements in Circle C is allocated among the four participants, which includes the City,

because they are in Pedernales right-of-way. Ullrich emphasized the fact that this is just the cost of the easements, not the fiber. Dr. Warlick asked if the City, outside of the City right-of-way, is considered just like any other participant Ullrich responded positively.

Finally, Ullrich reported that AISD has participated in negotiations on the new cable franchise. Ullrich said that the company had agreed to connect to GAA TN until last Friday. Dr. Warlick asked Ullrich why he wanted the company to connect to GAA TN. Ullrich responded that he wants to supply video to the company over OAA TN fibers. He went on to say that INET users might be charged fees beginning in July, 1996. Wayne Wedemeyer asked if the connection is the issue or the potential cost to users. When Ron Brey answered that Austin Cable Vision had been asked to pay for the connection, Wedemeyer concluded that the payment for the connection, not the connection, is the issue. Brey said that he has estimated \$250,000 - \$300,000 annual charges to ACE, including a one-time connection fee and usage charges.

Wedemeyer asked what provisions could be made for AISD and/or ACE to include DT traffic if UT chooses not to pull cable into Austin Cable Vision at 4200 Street. Ullrich responded that the GAA TN members will have to determine who wants to be included. Wedemeyer replied that it will be difficult to make a decision without the cost for pulling fiber into the ACV head-end.

5. Linda Picazo reported that at the last technical subcommittee meeting the State had distributed information on the four POP's for network redundancy and asked that the other entities interested in participating contact Bruce Schremp. Schremp asked Ullrich if he needed Board approval. Ullrich replied that until final completion, RFI's are submitted to the AISD construction manager and that Schremp should give the information to Mike Beeman with the date of submission. Wedemeyer said that he thought the RFI process was halted. Frank Curcio said that he thought the process was in hiatus. Dr. Warlick mentioned that this could almost delay final acceptance. At that point, Ullrich asked Beeman about the timeline for final acceptance and if this would delay it. Beeman replied that it is at least 60 days before final completion. He said that the network is still not substantially complete without CIS.

Picazo continued by saying that she had met with a government official responsible for economic development from Austin's sister city, Adelaide, Australia. Picazo asked Wedemeyer when UT's equipment would be placed in the Treaty Oak equipment room. Wedemeyer replied that it would be installed soon. At this point, Dr. Warlick asked that the footage of the original board members be kept on the OAA TN video in recognition of all the hard work and effort they invested in GAA TN.

7. Mike Beeman reported that part of the reason for the situation with JanCom is the five to six month delay in construction. Wedemeyer asked if JanCom is aware that they will receive no payment until they substantiate the overruns. Beeman replied that JanCom knows they overbilled and that they have stopped work. He said that JanCom is working

on an estimate to complete the work and that they are waiting on information from Southwestern Bell.

Beeman said that the Circle C easements have been approved verbally by Steve Bartlett. John Edmonds requested that when there is an event in which property is involved, AISD send a fax to all the board members with the information. Beeman replied that AISD became aware of the situation from LCRA.

Beeman said that at this point final acceptance is an all or none proposition. He said that ADC Fibermux has remanufactured cards for equipment replacement and that the service has been better, but that with school out there is no call volume over the switch. John Edmonds asked if AISD can conditionally accept the network. Beeman said that the AISD attorneys are looking at options. He emphasized the fact that he wants to be very cautious and thorough in accepting the network on behalf of the members and considers it a very significant responsibility to ensure that the network is completely satisfactory to all. Beeman said that the participants can use the network at their own risk right now, but that it still belongs to Bell and that if Bell needs to take it down for testing the participant should be prepared. Dr. Warlick asked about the payment schedule to Bell. Beeman said that AISD has held 5%. Ullrich said that Bell has not received payment for any of the change orders.

Edmonds asked when the AISD attorneys would determine options for final acceptance. Beeman replied that he hoped to know by the next board meeting. Edmonds emphasized the fact that LCRA is rapidly approaching the point where they will need access to OAA TN. He also emphasized how critical the system is as part of a 58-county network carrying critical information. Edmonds stated that if LCRA needs to help financially to ensure that the environmental conditions of the equipment rooms are adequate, AISD should let him know. Beeman responded that he will be going to the AISO Board on June 24 to request expansion of the Treaty Oak switch room. He also said that AISD will approve an award for network infrastructure design within the schools.

9. The next regular meeting will be held on Monday, July 1, at 1:30 p.m. at LCRA.

10. Agenda items for the next meeting will include regular reports, election of chair and vice chair, and a report on the cable franchise.

11. Chairman Ullrich adjourned the meeting at 2:55 p.m.

GREATER AUSTIN AREA
TELECOMMUNICATIONS NETWORK

MINUTES OF REGULAR MEETING July
1, 1996

The GAATN Board of Directors met in regular session on July 1, 1996, at the Lower Colorado River Authority, 3701 Lake Austin Boulevard. The meeting was called to order at 1:37 p.m. by Chairman Jim Ullrich. Present were board members Dr. Charlie Warlick (CUT), Frank Curcio (Te), Bruce Schremp (GSC-State), Ron Brey (Ace), Patrick Jordan (eOA) and John Edmonds (LCRA). Board alternates present were Mike Beeman (AISD) and Wayne Wedemeyer (UT). Also present were Glen Smith (AISD), Jean Nipper, Suzan Martin, Lynn Utchie and Linda Picazo, GAA TN Network Manager.

1. There were no citizen communications.
2. Dr. Warlick moved that the minutes of the June 3 regular meeting be approved. The motion was seconded by Ron Brey and passed unanimously.
3. Chairman Ullrich said that Agenda Item 8 should read "out-of-town travel, capital outlay, and insurance" and that Agenda Item 9 should read "contract maintenance".
4. Chairman Ullrich reported that the franchise agreement with Time Warner was approved on June 13 and that Time Warner retained the connection of GAA TN to the institutional network. Time Warner will pay for the connection fee for TNET. Each year the entities will estimate their bandwidth requirements for the next fiscal year. Wayne Wedemeyer asked if there are escalation clauses. Ron Brey suggested that Ullrich send packages of the agreement to the board members.

Ullrich reported that the OAA TN video script has not been reworded yet. He said that the two AISD employees working on the video have asked for \$1,000 remuneration for the project. Mike Beeman asked Ullrich how much was allocated for the video and how much has been spent. Ullrich replied that \$5,000 was allocated and approximately \$6,000 has been spent. Dr. Warlick asked if it is AISO's obligation to produce the video. Ullrich responded that it is not. Dr. Warlick then replied that if AISO were to walk away from the project, it would not be in violation of legal responsibility. Ullrich responded that that was correct and asked the Board members to consider the remuneration issue.

Ullrich then reported that Union Pacific Railroad sent a letter requesting approximately \$20,000 in one-time charges for GAATN crossings in their right-of-way. Ullrich said that the Board had already approved \$1,700 earlier in the year and that he proposed paying the other fees at the first of the next fiscal year.

Wedemeyer asked who pays the fees, in particular, does the City of Austin pay? Ullrich replied that the City does pay the fees through the variable budget. He also said that any new crossings should be paid by the entities responsible for the crossing. Wedemeyer said that he is interested because of UT's request for a POP at Sprint. Wedemeyer *said* that he was going to use Glen Smith's reconunendation for an abandoned bus barn for his drop construction, but that Southwestern Bell had chosen the animal shelter instead, causing the drop to cross Union Pacific right-of-way. Because of this Wedemeyer wanted to know the cost implications. Ullrich said that he would provide Wedemeyer the name of the Union Pacific employee responsible for right-of-way issues.

Finally, Ullrich reported that pole transfers were a bigger issue than previously thought and that he would therefore leave most of the discussion of the transfers to Mike Beeman. Ullrich requested approval by the Board to spend \$1,725 on pole transfers at four locations which needed to be done immediately. Wedemeyer asked who is responsible for paying for the transfers, just the entities in the cable which must be moved? Ullrich responded affirmatively. Ron Brey moved for approval of the \$1,725 and Frank Curcio seconded the motion. The motion passed with five votes of approval and one abstention by the University of Texas, which is not present in the cable to be moved.

5. Linda Picazo reported that at the June 5 technical committee meeting UT's plans for their SONET equipment installation at Treaty Oak were discussed. Items for clean-up by Southwestern Bell such as labeling the fibers were emphasized as significant to the committee members. Picazo said that she met with the Texas Department of Transportation employees about the constrUction activity in the I-35/Highway 71 area and that GAA TN must move off of EUD poles in the southeast corner by November, 1996.

Picazo said that she had received a call from Billy Gammon about starting the insurance because of the potential loss of a market. Picazo estimated approximately \$8,000 over the next two months for insurance. Finally, she said that she was concerned about notbaving enough cable for repairs and asked the Board to approve a \$15,000 expenditure for 5,000 feet of 112-count fiber. Dr. Warlick asked if insurance would cover the expense of the cable. Picazo said that she thought it would, but would verify it. Ron Brey moved for approval of \$15,000 for cable. John Edmonds seconded the motion. The motion passed unanimously by those present

6. Mike Beeman reported that there has been no movement on the CIS permits and that he has been attempting to discuss the matter with AISD attorneys. He reported that on June 24 the AISD Board approved funds to expand the Treaty Oak switchroom and that the project would soon be underway. Beeman then referred to John Edmonds inquiry from the last board meeting of whether or not the acceptance of the network could be divided betv.'een the switch and the cable. Beeman introduced Lynn Utchie of BOM International, who is responsible for conducting the study of the switch and making recommendations to AISD. He said that this third party analysis of the switch situation will enable AISO to resolve the next steps in moving toward final completion.

Beeman then reported that JanCom overexpended the field inspection account by \$12,000 and that the letter he received from Joe Jankowski in response to his asking for an explanation of the overexpenditure was unsatisfactory. Beeman has requested Jankowski to appear at the August board meeting with information on the account. Beeman said that JanCom is still under budget in the general consulting area and will give an estimate for the cost of finishing out the project.

Beeman told the board that he had both good and bad news. He said that EUD asked GAA TN to make pole transfers of approximately \$22,000 in a short period of time. Beeman found commitments between Southwestern Bell and EUD which reduced the charges to OAA TN by \$18,000. He then requested \$4,000 to pay for the other pole transfers. Ron Brey moved that AISD could spend an amount not to exceed \$5,000 for those specific pole transfers. Dr. Warlick seconded the motion, which passed unanimously by those present.

Beeman reported that Pedemales Electric sent a letter to Ullrich on June 5 notifying him that GAA TN must move off of eleven poles and move underground to accommodate development of a subdivision. Beeman distributed a letter from Southwestern Bell with estimated costs to GAA TN for complying with PEE. The cost estimate is approximately \$68,000.

Finally, Beeman explained the \$405,000 cost estimate in the same letter for the Highway 290 area in Oak: Hill. Beeman said that he had just received this letter from Southwestern Bell and did not know if these were valid estimates or not. He stated that if these are real numbers, it will provide the Board insight into what kind of funding it will take to maintain this network. Bruce Schremp joined the meeting at this point.

Beeman said that GAA TN may have to have a special board meeting once AISD validates the estimates. John Edmonds asked what the network cost per mile to construct. Glen Smith said that it cost \$11 million for 300 miles. Edmonds said that \$68,000 seems high for this type of construction. Wayne Wedemeyer said that GAA TN should have a list of approved contractors so that someone other than Southwestern Bell could do the work.

Dr. Warlick asked if Beeman has an estimated date for final acceptance. Beeman said that he would defer to Lynn Litehie. He said that the switch has performed fairly well over the past nine weeks, but that there is no school traffic on it because of the summer vacation. He said that AISD would look at final acceptance from both a consulting and legal perspective.

7. Chairman Ullrich introduced the City of Austint's requests for expansion and the State's request for expansion saying that the Board needed to vote for approval. Ullrich said that under expansion AISD is not the construction manager and that the State and City will have to get the costs for expansion and get the work approved by Southwestern Bell, which still owns the network. Patrick Jordan asked if the appropriate steps at this time are

to take the requests to the Board and then to Southwestern Bell. Ullrich replied affirmatively.

Jordan said that the only issue in the South 1st Water; Wastewater site request is that a new piece of cable might have to be spliced into SRS. The second request is for a redundant site at Paxton between BIS and B2S. The third request is for a spur from an existing POP to add another building on DIN. At this point Wayne Wedemeyer questioned Jordan about whether he was going to daisy chain or use a point to point connection. Wedemeyer said that if the Board were to allow the City to daisy chain to add a building that it represented a change in policy. John Edmonds said that he did not agree with Wedemeyer and asked why the City was even bringing this issue to the Board. Jordan responded that it was not a daisy chain and that the only reason he was bringing it to the Board was that a GAA TN POP would have to be opened. Edmonds emphasized his opinion that an entity can do anything with the drop cable up to the GAA TN POP, but that if the GAA TN POP has to be opened, it must go to the Board.

Dr. Warlick asked if the City's expansion counts against the 50 miles allowed in the Interlocal. Jordan said that there is precedent that it will not count against the 50 miles. Brey said that the Board could always vote in the approval that it will not count. Ron Brey moved to approve the City's requests to obtain information for the requests. Frank Curcio seconded the motion, which passed unanimously. The City must present the information to the Board for a vote by the Board to allow the work to be done.

Bruce Schremp presented the State's requests for POPs at four State sites. Wedemeyer asked about cutting the AIN cable twice at DPS. He questioned the slack being used to create additional POPs. At this point Glen Smith said that Bell had left additional slack specifically for the redundant sites. Brey asked that when the State got pricing from Bell that costs associated with lost slack which could potentially be necessary in a repair situation be specified. Glen Smith also mentioned coordinating the two cuts in AIN so that one cut is totally finished before the other cut begins. Dr. Warlick said that the Board should be warned of all interruptions. Brey said that the Board must approve all interruptions. Ullrich suggested that the network manager should coordinate this between entities. Frank Curcio moved that the State obtain information about the requests.

Patrick Jordan seconded the motion, which passed unanimously. Before proceeding with the work, the State must present the information for Board approval.

8. Ullrich distributed a request for funds transfer of \$7,300 from out-of-town travel, capital outlay and insurance to cover legal fees. Ron Brey moved for approval. Patrick Jordan seconded the motion, which passed unanimously.

9. Ullrich distributed a request for funds transfer of \$16,000 from contract maintenance to fees and dues for a pole attachment fee from Southwestern Bell and the database charge for maintenance. Ron Brey moved for approval. John Edmonds seconded the motion, which passed unanimously.

10. This item is deferred until the August board meeting.

11. Bruce Schremp moved that Jim Ullrich be nominated chair by acclamation. John Edmonds seconded the motion, which passed with six votes. AISD abstained. Bruce Schremp nominated Ron Brey for vice chair. Dr. Warlick moved by acclamation. Patrick Jordan seconded the motion, which passed with six votes. ACC abstained.

12. The next regular meeting will be held on Monday, August 5, at 1:30 p.m. at LCRA.

13. Agenda items for the next meeting will include regular reports and a presentation by Joe Jankowski.

14. Chairman Ullrich adjourned the meeting at 3:20 p.m

GREATER AUSTIN AREA
TELECOMMUNICATIONS NETWORK

MINUTES OF REGULAR MEETING
August 5, 1996

The GAATN Board of Directors met in regular session on August 5, 1996, at the Lower Colorado River Authority, 3701 Lake Austin Boulevard. The meeting was called to order at 1:35 by Chairman Jim Ullrich. Present were board members Ron Rrey (ACC) and Patrick Jordan (COA). Board alternates present were Wayne Wedemeyer (UT), Brad Powell (IC), Mike Beeman (AISO), and Tom Lott (LCRA). Also present were Glen Smith (AISD), Bill Hawk (RMI Engineering), Joe Jankowski (RMI Engineering), Russell Best (GSC-State), Jim Honhart (BDM International), Betty Dunkerley CCOA) and Linda Picazo, GAA TN Network Manager. The State had no voting member present.

1. There were no citizen communications.

2. Patrick Jordan questioned the statement by John Edmonds reflected in the July 1 minutes that the Board must give approval for a POP to be opened. As Jim Ullrich and Ron Brey explained, the Board can discuss the content of the statement as an agenda item at a future board meeting, but can only approve or disapprove the minutes as an accurate recording of the meeting. After agreeing that the statement accurately reflected what Edmonds stated, Ron Brey moved that the minutes of the July 1 regular meeting be approved. Patrick Jordan seconded the motion, which passed unanimously by those present.

3. There were no changes in the order of the agenda.

4. Chairman Ullrich began by saying that each entity contributes to the variable budget based on its ownership of the network, so that the larger owners contribute a proportionately larger amount than the smaller owners. All administrative fees are paid out of the budget, regardless of which rings are involved. As Ullrich pointed out, the spirit behind the Interlocal Agreement and GAATN is one of sharing in all aspects of the network. Therefore, responsibility for costs are not broken out by ownership on individual rings, but are paid for from the variable budget to which entities contribute proportionally. Brad Powell asked whether or not the Union Pacific Railroad crossing charges were going to be paid by those entities occupying the rings which crossed. Ullrich said that the payment to Union Pacific would come out of the variable budget and not broken out by specific entities in each of the twenty-one crossings.

5. Linda Picazo reported that the technical subcommittee had not met since the last board meeting. She said that she had called Smith, Ildajcher Be Mudge, L.L.P. to work on one of

the easements on Brodie Lane. Picazo said that she had been very involved in the construction/maintenance issues with AISD and Southwestern Bell during the past month. Finally, Picazo reported that the insurance on the network is now in effect and that OM TN has not yet been billed for it.

6. Mike Beeman reported that the final easements on Circle C have not been signed by Steve Bartlett and that Bill Bingham has recommended that Ullrich write a letter imploring him to sign the documents. Beeman reported that the cost of the work on Highway 290 is approximately \$35,000 and that the work will take about five days to complete. He said that the Brodie Lane work will take less than one week to complete and that the cost will be approximately \$18,000. Beeman said that the contracts are different from the standard AISD construction contracts and that the final draft of the contracts would be sent to Southwestern Bell this afternoon.

Beeman then said that he wished to go on record saying that he has no doubt that the FY97 budget is not enough to cover next year's expenses. He said that there have been two teardowns on CIS in the past week. The first teardown was at Crockett and was approximately 1,000 feet. The second teardown was at Davis and Escarpment and was approximately 2,000 feet. Because there was no cable for repair, Beeman said that he negotiated a deal with Southwestern Bell and that questions on insurance and maintenance during this period would be placed in final resolution.

Beeman introduced Jim Honhart of BDM International and said that the switch analysis performed by BDM would be finished within two to three days. Beeman said that AISD's course of action on final acceptance would be based on the report.

Finally, Beeman reported that there was not enough money in the JanCom general consulting account to finish the project. He said that this issue is separate from the overspent account issue to be addressed in Agenda Item 8. Beeman said that he was not prepared today to give an estimate of the amount necessary to finish the project, but would have a number by the September 9 board meeting.

Wayne Wedemeyer asked how the Treaty Oak switchroom expansion was going. Glen Smith said that they had gotten a permit to build and were rearranging the equipment. Ullrich asked Wedemeyer when his equipment would be installed. Wedemeyer said that by Wednesday or Thursday of this week he would have Ethernet and multiple T1 connections for Internet access available to the participants.

7. Wayne Wedemeyer asked for Board approval to get information on adding a POP on BIN for redundancy on the Pickle campus. Brad Powell moved for approval. Ron Brey seconded the motion which passed with five favorable votes and an abstention by UT.

8. Joe Jankowski of RMI Engineering began by thanking Jim Ullrich and Mike Beeman for bringing RMI's accounting error to his attention. He said that RMI's policy is to have a third party review a project at 80% completion and determine whether the remaining

funds are sufficient to complete the project. Jankowski said that because of a system accounting error, the review did not happen in this case. He said that because he thought that there were sufficient funds, he authorized Lance Owen to spend approximately 200 hours on field inspection. Owen produced two sets of nonconformance reports during the period in question, January 5 - March 13. Jankowski said that the bottom line is that he believes that the Board received value for their money and that he did not know that the account was out of money. Finally, he said that 1) he made an error, 2) he admits the error, and 3) he believes that the Board got services of value. Jankowski urged the Board to remember that GAATN is an institutional network and that there will be downs because of latent defects found by Lance and not corrected which will affect the availability of the system six months to a year from now.

Wedemeyer asked if Beeman has the documentation referred to by Jankowski in his report. Beeman responded that he does and would make it available to Wedemeyer. Tom Lott asked what JanCom's present status is. Jankowski said that RMI has stopped field work and is just looking at test data at this time. Beeman said that there is no reason to ask the Board to approve an unspecified amount at this time. Lott asked if AISD and RMI would run a variance until the next board meeting. Beeman replied that they would.

9. Ullrich distributed copies of the franchise between the City of Austin and Time Warner and directed the Board to page 17, section 7.5, which says that Cablevision will pay for the connection between the !NET and GAATN. Ullrich said that the Board will need to decide on a recommendation to the !NET Authority as to how many fibers should be connected and where - at the Duval location or 42nd and Guadalupe. Ron Brey pointed out to the three GAATN members who are not part of the !NET Authority that if they wanted to use the !NET they would have to be approved as users. Ullrich then said that the users will be responsible for the cost of maintenance and operations of the network and will be charged beginning January 1998. Ullrich said that members should decide soon whether or not they want to drop and/or add sites early this fall. Patrick Jordan suggested involving the technical subcommittee to make a recommendation to the Authority. Picazo asked specifically what issues the subcommittee should consider. Brey responded that the committee should make recommendations and/or comments about the following: 1) establishing the connection at Duval or 42nd Street, 2) the number of fibers per entity involved in the connection and 3) any implications for analog video or digital switching.

Ullrich said that the next !NET meeting is Wednesday, August 28 at 2:00 p.m. in the City's cable office. Ullrich then asked the technical subcommittee to meet before the !NET meeting to develop recommendations. The meeting was set for August 14 at 2:00 p.m. Several board members indicated that they would also attend since the technical questions are secondary to the policy issues.

10. The next regular board meeting will be held on September 9, 1996, at 1:30 p.m. at LCRA. At this time, Mike Beeman requested that the Board hold a special meeting just to

reconcile the JanComIRMI account status. The Board agreed to schedule a meeting just prior to the 2:00 technical subcommittee meeting on August 14.

11. Agenda items for the September 9 regular meeting include the GAA TN connection to !NET, RMJ's contract, a budget review, and clarification on opening a POP. At this time the Board discussed a procedure for member notification prior to a POP being opened ~ worked on.

12. The Board adjourned at 3:13 p.m.

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GREATER AUSTIN AREA
TELECOMMUNICATIONS NETWORK

MINUTES OF REGULAR MEETING
September 9, 1996

The GAATN Board of Directors met in regular session on September 9, 1996, at the Lower Colorado River Authority, 3701 Lake Austin Boulevard. The meeting was called to order at 1:35 p.m. by Chairman Jim Ullrich. Present were board members Frank Curcio (TC), Bruce Schremp (GSC-State), Ron Brey (ACC), Patrick Jordan (COA) and John Edmonds (LCRA). Board alternates present were Mike Beeman (AISD) and Brad Powell (TC). Also present were Glen Smith (AISD), Jean Nipper and Linda Picazo, GAATN Network Manager. UT was not present.

1. There were no citizen communications.
2. Bruce Schremp moved that the minutes of the August 5 regular meeting be approved. The motion was seconded by Ron Brey and passed unanimously by those present.
3. There were no changes in the order of the agenda.
4. Chairman Ullrich reported that the franchise between the City of Austin and Time Warner had been approved. Ullrich reported that the connection between GAA TN and the INET would be at 42nd Street and Guadalupe and would be built with INET funds. ~ g He then explained that INET users will share in the maintenance costs beginning in 1987. John Edmonds asked that the technology subcommittee determine the direction GAA TN should pursue regarding the INET.
5. Linda Picazo reported that the insurance has been in effect since July 1, 1996, and that Scott Wyatt, Risk Manager for AISD, has offered to process insurance claims for GAA TN. Picazo reported that Colcom has already located GAA TN cable four or five times. She said that Lone Star Notification is handling the database of locate information for GAA TN. Picazo said that the GAA TN attorneys have been working on one of the easements on Brodie Oaks. She said that Alexander Utility Engineering was already working on the 1-35/Ben White reconstruction plans. John Edmonds asked what kind of back-up there would be if Picazo were out-of-town. Picazo responded that she would present options to the Board. Finally, Picazo reported that Wayne Wedemeyer had called her about the lack of a splice tray at one of his POPs where he was having a drop cable installed. Picazo reported that the as-builts indicated a UT splice at that location. She said that there was also an aerial splice for UT that was missing, and that Beeman would discuss the issue in his report.

6. Mike Beeman reported that the Brodie Oaks project is complete. He said that the Oak Hill/290 cutover is today and that the destruction of the old route would take place Tuesday. Beeman reported that progress has been made on the CIS easements, but that there are now two new easements. Beeman indicated that the UT splice issue would be discussed at a meeting tomorrow with Southwestern Bell and RMI Engineering.

7. Chairman Ullrich asked how much detail the Board would like to see on budget updates and how often the Board would like to be updated. Brad Powell indicated that he would like a monthly cash flow. Ron Brey said that he would prefer a more detailed budget at the beginning of the fiscal year and would only be interested in variances of significant amounts reported. John Edmonds said that he would be interested in broad categories with fairly high level reporting.

8. Mike Beeman distributed information from RMI Engineering describing six areas in which they felt additional work should be performed by RMI to complete the OAA TN project. Beeman said that he had anticipated bring a final dollar amount to the board, but did not have one that he felt comfortable with at the time. Beeman asked the Board to comment on other areas in which they thought JanCom should be involved.

Beeman reported that tomorrow RMI, AISD and Southwestern Bell would have the first of several meetings. He said that Bell is dismantling the Forbes Street operation. Bruce Schremp asked how the cost of JanCom's final work would be allocated. Schremp asked why GSC would pay for JanCom's work on the AISD PBX. Beeman said that there is one construction contract that all the entities share. Schremp stated that he understands sharing costs for shared facilities, but does not understand why GSC would be asked to share costs for AISD's PBX and video equipment. Beeman referred Schremp to the construction contract.

John Edmonds stated that he understood that AISD was paying for the PBX and video equipment separate from the other members. Beeman responded that it was all bundled into the \$18 million contract. Ullrich said that AISD pays more into the variable budget than others and that if part of a ring goes down, everyone shares. Ron Brey said that the bottom line is to see what is in the agreement

Beeman said that he would like to go ahead and ask Board approval for \$15,000 for JanCom to perform field inspection. Brey asked if the funds would be taken from the consulting account Ullrich responded that they would and that \$12,000 has been spent from the fund so far. Brey then said that he would like a more realistic budget figure for consulting fees.

Beeman asked that each Board member write a letter to AISD with any outstanding issues they would like to see addressed. Beeman said that he will not budge on final acceptance until he has a letter from each entity that agrees with final acceptance.

GREATER AUSTIN AREA
TELECOMMUNICATIONS NETWORK

MINUTES OF REGULAR MEETING
October 7, 1996

The GAA TN Board of Directors met in regular session on October 7, 1996, at the Lower Colorado River Authority, 3701 Lake Austin Boulevard. The meeting was called to order at 1:35 p.m. by Chairman Jim Ullrich. Present were board members Bruce Schremp (GSC-State), Ron Brey (ACC), and Patrick Jordan CCOA). Board alternates present were Mike Beeman (AISO), Brad Powell (TC), Wayne Wedemeyer (UT). Torn Lott (LeRA). Also present were Glen Smith (AISO), Bill Bard CUT) and Linda Picazo, GAA TN Network Manager.

1. There were no citizen communications.
2. Bruce Schremp moved that the minutes of the August 5 regular meeting be approved pending corrections requested by Chairman Ullrich. The motion was seconded by Brad Powell and passed unanimously by those present.
3. There were no changes in the order of the agenda.
4. Chairman Ullrich reported he would brief the Board on the status of the FY96 budget when AISO's accounting system updates were complete.
5. Linda Picazo reported that Glen Smith had received bids on two 5000' reels of 120count fiber to be used for repairs and inventory. The Board had previously approved \$15,000 and Picazo now requested Board approval for an additional \$26,000 to purchase the cable. Ron Brey asked about ordering customized cable and inquired how the 120count would be used to repair 72-count cable. Picazo responded that the recommendation to use the largest count fiber had been made by the technical subcommittee many months ago. Wayne Wedemeyer confirmed Picazo's response, saying that the custom cable was extremely expensive. Picazo said that she and Heidi from CoCom had discussed documenting the methods for splicing in cases when the larger count cable is used to repair smaller count cable. Picazo assured Brey that she would be held responsible for getting that documentation.

Picazo reported that the technical subcommittee met to discuss various procedures, including access to AISD facilities, intrusive work on backbone fiber, and emergency procedures. Picazo said that the entities plan to work together diagnosing problems before calling Bell's Technical Assistance Center.

6. Mike Beeman reported that Glen Smith had been working with RMI on the ring inspections and asked Smith to update the Board. Smith reported that he and RMI had inspected six rings, including the two super rings. He said that although they found some instances where there should have been a splice tray, for example, on the whole the rings appeared to be in "pretty good shape".

Beeman then said that he had received correspondence from LCRA, the City, and ACC about labeling, OTDR reports and other issues related to the installation of the fiber. He said that he requested Linda Picazo to hold a meeting between the entities' technical staffs, Southwestern Bell, CoCom and RMI/JanCom to discuss discrepancies and methodologies. Patrick Jordan requested a copy of JanCom's specs. which Beeman said he would send.

Finally, Beeman asked the Board to attend a budget workshop in two weeks on Monday, October 21. He said that the figure of approximately \$150,000 to supplement the budget would be discussed. Patrick Jordan asked about the process used for final acceptance. Beeman responded that AISD is working with their attorneys on the issue.

7. The next regular meeting will be at LCRA at 1 :30 p.m. on November 4, 1996.

8. Items for the next meeting include any issues members bring forward, regular reports and the budget update.

9. Chairman Ullrich adjourned the meeting at 2:53 p.m

GREATER AUSTIN AREA
TELECOMMUNICATIONS NETWORK/

MINUTES OF SPECIAL CALLED MEETING
October 21, 1996

The GAATN Board of Directors met in a special called session on October 21, 1996, at the Lower Colorado River Authority, 3701 Lake Austin Boulevard. The meeting was called to order at 1:38 p.m. by Chairman Jim Ullrich. Present was board member Bruce Schremp (QSC-State). Board alternates present were Mike Beeman (AISD), Brad Powell (TC) Wayne Wedemeyer (UT) Tom Lott (LCRA). Also present were Glen Smith (AISD). Bill Hawk (RMI) and Linda Picazo, GAATN Network Manager. The City of Austin and ACC were not present.

The agenda for the posted meeting was the updated FY97 budget Linda Picazo distributed a page with the four largest budget accounts, including legal, consulting, maintenance, and insurance. The available amounts from FY96 and the budgeted amounts from FY97 were shown with amounts already deducted or to be deducted from each account. At this point, Picazo indicated, there is approximately \$17,153 available for the rest of the fiscal year.

Mike Beeman explained that there had been several unforeseen circumstances during the last two months of FY96, which accounted for some of the shortfall in the funds. Beeman then discussed the memo he had sent to the Board members prior to the meeting and said that he would request Board approval for only the documentation item proposed by RMI for \$4,970. Beeman mentioned that because several of the members had questioned Southwestern Bell's OTDR readings and had their own readings with significantly different results, he had asked Linda Picazo to coordinate a meeting with Southwestern Bell, CoCom, the participants' technical staffs and RMI to discuss the readings and come to a resolution. Tom Lott asked Bill Hawk if this documentation was not included in the original contract with AISD. Hawk said that it was not. Lott moved for approval of an amount not to exceed \$4,970 to RMI. Bruce Schremp seconded the motion, which passed by those present. At this point, Wayne Wedemeyer asked if the meeting between the technical staffs and others to discuss the difference in the OTDR readings should be scheduled after RMI completed the documentation process which had just been approved. Bill Hawk answered affirmatively and said that the process would require at least the following week. Picazo said that she would schedule the meeting when RMI had completed the project.

Picazo asked the Board members and alternates present for any thoughts or discussion of maintenance items she might not have considered in her projections. Picazo projected expenses of at least \$48,500 with no additional funds for emergencies. The items included

in the \$48,500 included pole transfers, maintenance calls, locates and the 1-35/BenWhite construction. Picazo recommended adding at least another \$50,000, for a total of approximately \$100,000 additional funds for FY97. At this point, several of the members expressed their opinion that they preferred a more conservative estimate of \$150,000. Chairman Ullrich calculated the dollar amount for each participant based on network rights at an \$150,000 level. He then asked if the members desired to take action based on the budget information. Mike Beeman said that he would recommend waiting until the regular board meeting since ACC and the City were absent. The consensus was that the information should be presented again at the regular board meeting with dollar amounts calculated per participant based on both \$100,000 and \$150,000.

Chairman Ullrich adjourned the meeting at 2:45 p.m.

GREATER AUSTIN AREA
TELECOMMUNICATIONS NETWORK

MINUTES OF REGULAR MEETING
December 2, 1996

The GAA TN Board of Directors met in regular session on December 2, 1996, at the Lower Colorado River Authority, 3701 Lake Austin Boulevard. The meeting was called to order at 1:33 p.m. by Chairman Jim Ullrich. Present were board members Bruce Schrepf (GSC-State), Ron Brey (ACC), Bill Bard (un), John Edmonds (LCRA) and Patrick Jordan (COA). Board alternates present were Mike Beeman (AISD), Brad Powell (TC), Wayne Wedemeyer (un), Tom Lott (LCRA). Also present were Glen Smith (AISD) and Linda Picazo, GAA TN Network Manager.

1. There were no citizen communications.
2. Ron Brey moved that the minutes of the November regular meeting be approved. The motion was seconded by John Edmonds and passed unanimously.
3. There were no changes in the order of the agenda. Chairman Ullrich said that the next meeting should probably be held on January 13, 1997, instead of January 6, 1997, as indicated on the meeting agenda. Ullrich said that scheduling the regular meetings required no formal board action.
4. Chairman Ullrich had no issues to report.
5. Ullrich and Picazo reported that there had not been much activity in the budget since the last board meeting, but that the maintenance account had been increased by the approved amount of \$150,000.00. Ullrich asked the members what they would like as part of a monthly budget update. Most members agreed that they would like to know when any part of the \$150,000 is needed.

Picazo requested Board approval for an amount not to exceed \$1,650.00 for CoCom to pre-test the Alcatel reels of fiber optic cable. Brad Powell moved for approval. Ron Brey seconded the motion, which passed unanimously.

6. Linda Picazo reported that the technical subcommittee had met with Bill Hawk at RMI for approximately two hours to discuss the entities' testing and satisfaction with the installation of the cable. Some of the entities had readings to discuss, others said that they would collect information over the next couple of weeks to provide to Bill Hawk for his status report to Southwestern Bell. Picazo said that the next meeting with Bill Hawk was

scheduled for December 16 at RMI. Bill Hawk will have a draft report ready for Bell at that time.

Picazo said that during the meeting Wayne Wedemeyer asked that if UT were ready to accept the rings, could they do that and move on without the entire network being accepted. Picazo responded that she thought it had to be accepted as a whole, but that she would refer the question to Mike Beeman, construction manager. Wedemeyer then asked what would happen if one of the entities did not want to accept the network for months. Picazo said that the issue would be addressed by Beeman during his report, but that she wanted to introduce the subject of final network acceptance.

Picazo asked the Board for their thoughts about whether GAA TN should have a booth at the GTE. Ron Brey said that he thought GAA TN should be represented but not spend any money on the booth. John Edmonds said that he definitely thought that GAA TN should be represented at the GTE. Picazo said that she would apply.

Patrick Jordan said that he thought the technical subcommittee should meet once a month. Picazo said that she would start having regular meetings again since the final acceptance and the ownership of the network were prominent issues now.

7. Mike Beeman asked the Board for approval for funds so that he could work with Bill Bingham on closing the construction contract. Beeman said that he recommended working with Bingham because Bingham wrote the construction contract as well as the interlocal agreement and would have less background work to do than another law firm. Also, Beeman said that he had already been working with Bingham on final acceptance issues. Beeman said that he wants to have Bingham look at the contract and make sure that AISO doesn't 'miss a step'. Bingham estimated the cost would be \$5,000 - \$7,000. Ron Brey moved for approval of using Bill Bingham, not to exceed \$7,000. Patrick Jordan seconded the motion, which passed unanimously.

8. Beeman distributed pages 19 and 20 of the construction contract and pages 5 and 17 of the interlocal agreement to the board. Beeman referred to those documents when discussing his position that the network must be accepted as a whole, not by individual members. Tom Lott asked if the network could be accepted in pieces, but Beeman referred to page 17 of the interlocal which reads 'At the time of Activation of all segments of the Network, the Agency shall cause to be conveyed to each Participant ownership of the Participant's Strands and the undivided interest in the Common Equipment'. Beeman said that AISD as construction manager will accept the entire network and then essentially deed back to the participants their strands.

John Edmonds stated that he had made a commitment to the LCRA Board that the network would be owned by the GAA TN members by December 31, 1996. Edmonds voiced concern that if LCRA were operational and dependent on the GAA TN network but did not own it, Southwestern Bell could perform maintenance at any time without

■ notifying him and thereby disrupting critical operations. Tom Lott asked what procedures were in place to get everything done for acceptance of the network by the end of the year.

Beeman explained that GAATN is operating under a 'beneficial occupancy' scenario and that Southwestern Bell should not take the rings out of service before notifying the members. Picazo said that all of the work performed in the last few months had been coordinated among members.~

Beeman said that AISD will move as expeditiously as possible, but that he has an obligation to make sure that Southwestern Bell has met their contractual obligations. Beeman indicated that Bill Hawk's report to Bell will be a significant step toward the tmal acceptance.

9. The next regular meeting will be at LCRA at 1:30 p.m. on January 13, 1997.

10. Items for the next meeting include LCRA's report on their radio implementation, regular reports and additional POP's for Travis County.

11. Chairman Ullrich adjourned the meeting at 2:50 p.m.