

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

**MEETING OF THE BOARD OF DIRECTORS**

April 2, 2024 1:30 p.m.

LCRA Dalchau Service Center

3505 Montopolis Drive, Austin, TX 78744, Building A, Room A502/503

Teams Videoconference link provided 72 hours prior to meeting on homepage of [www.gaatn.org](http://www.gaatn.org)

Remote audio-only option for public access: (512) 831-7858, Access Code: 143 995 224#

**MINUTES**

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

GAATN Board Chairman Dain Herbat called the meeting to order at 1:30 p.m.

The following announced as present at the start of the meeting:

Paul Hodge, on behalf of Austin ISD (remote)

Mark Stavis, on behalf of City of Austin (remote)

Gary Weseman, on behalf of Austin Community College (remote)

Dain Herbat, on behalf of Travis County (on site)

Steve Pyle, on behalf of State of Texas DIR (remote)

Jaime Guerra, on behalf of UT-Austin (remote)

Bo Kinsey, on behalf of Travis County (remote)

Harold Nall, on behalf of UT-Austin (remote)

Syd Falk, GAATN attorney (on site)

Frank Ammons, on behalf of GAATN (remote)

Carlos DeMatos, on behalf of GAATN (remote)

Sarah Eichelberger, on behalf of GAATN (remote)

A quorum was established at roll call.

Steve Martin, on behalf of City of Austin – joined at 1:57 p.m. (remote)

GAATN Contractors:

Chris Gonzales, on behalf of BryComm (remote)

**2. Citizen Communications:** There were no citizen communications.

**3. Review and Approve the minutes for the regular Board Meeting of March 5, 2024:**

Jaime Guerra requested a clarification in the wording on agenda item 4A. Dain Herbat moved to approve the draft minutes as amended by Jaime; Steve Pyle seconded the motion and it passed unanimously.

**4. Consent Agenda: Operational Contract Renewals AND Item Recommended from the March 19, 2024 Technical Subcommittee Meeting**

Dain Herbat moved to approve Consent Agenda Items 4A – 4F; Jaime Guerra seconded the motion and it passed unanimously.

**A. Recommended by Tech Subcommittee - Seeking approval for A1N Union at 24th St. relocation developer-funded GAATN project at no cost to GAATN**

APPROVED ON CONSENT.

**B. Operational Contract Renewal - Seeking approval for first (1<sup>st</sup>) of four (4) possible one-year renewals for AISD 23RFP040 GAATN Legal Services agreement with Bickerstaff, Heath, Delgado and Acosta for a term of July 1, 2024 to June 30, 2025 with a \$5 per hour cost increase**

APPROVED ON CONSENT.

**C. Operational Contract Renewal - Seeking approval for first (1<sup>st</sup>) of four (4) possible one-year renewals for AISD 23RFP042 GAATN Bentley Management agreement with Advanced 1 for a term**

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of July 1, 2024 to June 30, 2025 for an annual hosting fee of \$40k

APPROVED ON CONSENT.

- D. Operational Contract Renewal - Seeking approval for second (2<sup>nd</sup>) of three (3) possible one-year renewals for GAATN Maintenance agreement (AISD 21RFP063) with BryComm LLC for a term of July 1, 2024 to June 30, 2025 with BryComm LLC for an annual base contract fee of \$248k**

APPROVED ON CONSENT.

- E. Operational Contract Renewal - Seeking approval for first (1<sup>st</sup>) of four (4) possible one-year renewals for AISD 23RFP041 GAATN Moves, Adds, and Changes (MAC) agreement with BryComm LLC for a term of July 1, 2024 to June 30, 2025**

APPROVED ON CONSENT.

- F. Operational Contract Renewal - Seeking approval for first (1<sup>st</sup>) of four (4) possible one-year renewals for AISD 23RFP041 GAATN Moves, Adds, and Changes (MAC) agreement with JC Communications for a term of July 1, 2024 to June 30, 2025**

APPROVED ON CONSENT.

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

**A. GAATN Fiscal Manager duties and formation of a Fiscal Manager service level agreement**

Frank reported that Austin ISD, as a founding member of GAATN, has performed fiscal manager duties for GAATN since it was formed by the interlocal agreement in 1993. He said that although the original interlocal speaks to AISD performing these duties for the original build, it doesn't address the fiscal manager duties beyond the original build. Therefore, AISD has been performing these duties for GAATN since it was completed without an agreement in place to do so. The purpose of this agenda item is to first determine whether AISD is willing and able to continue to perform the fiscal manager duties for GAATN and what alternatives are available to GAATN in the event that AISD is not willing to continue in that role. Frank said that if AISD is willing to continue serving GAATN in such a capacity, then the Board should direct Syd to work with AISD and network management to draft a service level agreement for the fiscal manager duties. He noted that the fiscal manager SLA, could potentially include defined responsibilities, compensation, and evaluations. He noted that it is important that GAATN has a written agreement in place for such an important function. Frank also noted that GAATN has been experiencing late payments on vendor invoices, which is becoming an issue. He said they implemented a new financial system which has contributed to some of the recent issues. Paul said that when Sarah sends invoices over to be paid, they have to be reviewed by about 25 different people before being paid and they are lumped in with all of AISD's payments – there is no priority for GAATN. Paul said he spoke with his CFO and they are open to having a defined SLA with compensation and potentially defining some FTEs who would prioritize GAATN and have end-to-end ownership of those processes. Dain said he agreed that compensation is appropriate when you are providing a service, but AISD has done this for GAATN for the past 30 years and he is not sure that the service warrants an FTE unless AISD can show how the service has become more complex. Paul said the new system has added new layers of complexity to the process. Paul said AISD is open to both separating as the fiscal agent or remaining the fiscal agent with an SLA and compensation in place. He noted that AISD is looking at budget reductions and potentially staff reductions which could further contribute to longer times for invoice payments. Gary agreed that GAATN should commence discussions regarding an SLA for this service; Jaime agreed that it makes sense for Syd to work with management to begin drafting those duties. Paul said that having an SLA would solidify the purpose for AISD providing this service to GAATN, because recent turnaround has new leadership questioning why they provide this service to GAATN. Dain asked Syd if such an agreement would only require approval by GAATN and the entity that is the fiscal agent or if it would require agreement by all of the entities' governing bodies; Syd said he will look into it and report back. Jaime asked if it would be more efficient for the COA to take over the fiscal agent duties; Mark

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said that the COA could take a look at it and define the parameters and circle back. Syd said that it would make most sense for him and management to define those duties first and then to approach the entities who may provide this service under an SLA. Syd said it may also make more sense for GAATN to do its procurement in house rather than having the fiscal agent provide this service. Mark and Steve M. said that COA would review and do some analysis prior to the next Board meeting. Dain asked management to document the fiscal agent duties and to bring this agenda item back to the next Board meeting.

### **B. Austin ISD 2022 Bond construction impact at GAATN super node sites and request for subcommittee**

Frank reported that management is working with AISD on the GAATN relocation to the new pre-fabricated building at Travis High School. Frank said the design will be reviewed at an upcoming Tech meeting. He noted that at the last Tech meeting, management had brought the option to vacate Travis High, but learned that it's a valuable location for multiple entities. Frank suggested that GAATN appoint a subcommittee for these AISD super node sites to provide input to management and AISD construction. Paul (AISD), Gary (ACC), and Steve P. (DIR) volunteered to participate on the subcommittee. Frank anticipates that the subcommittee will meet about six times in the next year. Paul said that the pressing item is the underground (UG) pathway and he has a contractor working on a quote; he noted that AISD will pay for the UG pathway but he wants design input from GAATN.

### **C. GAATN Backup NOCC decommissioning**

Frank reported that an associate project manager for the Convention Center demolition reached out to him regarding the location of fiber around the area. Management is in the process of working through multiple Non-Disclosure Agreements with various parties involved with the project, while working with each to ensure that GAATN's Board approved fiber re-route will not be impacted by the demolition. He noted that all fiber has been received for the re-route and permitting is in process. Jaime asked about the potential for contribution from the COA for the decommissioning costs; Steve M. said that he has packaged those requests up and discussed internally with CTM executive management. Steve said that the CIO for COA will take those requests to the Chief of Staff for the City Manager so the COA is aware that those requests will be made by GAATN.

### **D. GAATN Backup NOCC relocation, associated agreement, and subcommittee update**

Frank reported that, due to an error on the part of the COA Preservation Office, the agenda item for Fire Station 4 did not make it onto the April 3 COA Historical Landmark Commission meeting for consideration. He said therefore, it will move to the May 1 meeting for approval. He noted that in the meantime, management recommends that the Board go ahead and direct Syd to engage with COA legal on a draft ILA for site in order to expedite that process. Jaime asked if the agenda item will be on the consent agenda or if someone from GAATN should attend if they have any questions; Frank said he has requested that information and should have an answer by next week. Steve M. said that there is a high confidence that this NOCC site will be approved by the COA and he agrees that it is appropriate to go ahead and have Syd engage Clark to start the process of the new ILA. Dain asked about a finalized design for the new NOCC; Frank said management has drafted a layout of the building which will be presented to the Tech Committee for recommendation to the Board. Dain asked about whether professional engineering/stamping will be required and if GAATN will be required to work with Public Works (PW); Frank said that is all yet to be determined however COA Fire Department (COAFD) has already said that PW will most likely need to be involved in this project. Frank said that this pre-fabricated building will be more of a turnkey product as opposed to the NOCC room at the Convention Center; there are two potential locations on the property on which the building could be placed. Frank reminded members that there was an amendment to the Convention Center ILA for PW involvement and then PW worked with IMEG for professional engineering and also issued the solicitation for the build out. Dain said that the question of PW engagement needs to be answered as soon as possible because he remembers a lead time for their

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assistance with the Convention Center. Frank said he will take that as an action item. Dain said that the NOCC subcommittee needs to be asking these questions and driving towards a finalized design. Frank said management was waiting on the Historic Landmark Commission approval to start lining these details up, but they will go ahead and start since the COA is confident in the approval and it has been pushed out a month. Dain asked about the exterior of the building and the landscaping; Frank said that COAFD will most likely dictate those details but the NOCC subcommittee can review and discuss those items as well.

**E. Property damage claim against JD Abrams/Lone Star Paving for damage to C1N at IH-35 and Rutherford on 9/20/21**

Syd reported that there was no update on this agenda item since the last meeting.

**6. Network Manager's Update:**

**A. Project status report:**

Frank reported on the following upcoming and recently completed projects:

- A2N Splice case audit – ongoing from 4/1/24 through 6/30/24
- SRS Upgrade project segment 6 – scheduled to complete 4/4/24
- C1N Emergency repair at 817 E. Braker Ln. – scheduled to complete 4/10/24
- SRS Upgrade project segment 5 – scheduled to complete 4/11/24
- SRS Upgrade project segment 2 – scheduled to complete 4/25/24
- SRS Upgrade project segment 4 – completed 3/21/24
- C1N UT Terminations at Northeast Early College HS – completed 3/18/24
- COA SRS CAPCOG new node install – scheduled to complete 4/9/24

**B. Job budget report**

Sarah reported that management is tracking 54 jobs totaling \$3.4 million. So far for FY24, 23 jobs have been completed and \$727k has been invoiced. There is \$2.7 million encumbered for the remaining 31 jobs. The total amount of funds received in FY24 for damage claims and project reimbursements is \$162k. The fund balance bottom line is \$692k. Syd asked about the last time the emergency fund balance was adjusted for inflation; Sarah said it was 2021 when GAATN adjusted the balance from \$1.3 million to \$1.85 million. Dain asked for an agenda item on the upcoming Board meeting to review the emergency set aside level and determine if it needs to be adjusted again for inflation.

**7. Executive Session:** There was no executive session.

**8. Update Roll Call (only if executive session called):** There was no updated roll call.

**9. Discussion and possible action regarding the financial report and current fiscal year budget issues:**

Sarah reviewed the overall financial report, provided by AISD, for the month ending on 2/29/24. She asked members to review and send her any questions they may have.

**10. Meeting and Action Items Summary:**

Frank reviewed the following actions items from this meeting:

- Outline fiscal agent duties, determination of requirement of FTE
- Determine if the NOCC relocation will require involvement by COA PW, and the extent of that involvement with regards to site prep
- Schedule NOCC relocation subcommittee meeting to discuss the items that came up during this meeting including landscaping
- Agenda item on next Board meeting to discuss emergency reserve balance

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- 11. Confirm date, time, and location for the next regular Board meeting on May 7, 2024 at 1:30 p.m. at City of Austin Permitting and Development Center 6310 Wilhelmina Delco Dr, Room 1202, Austin, TX 78752 and via Microsoft Teams Videoconference.**

The date, time, and location for the next regular Board meeting were confirmed; the meeting adjourned at 2:57 p.m.