

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

**MEETING OF THE BOARD OF DIRECTORS**

MEETING HELD August 4, 2020 12:30 p.m.

Via Teleconference at (512) 831-7858, Conference ID 871 907 654#

**MINUTES**

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

GAATN Board Chairman Dain Herbat called the meeting to order at 12:30 p.m.

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

Dain Herbat, on behalf of Travis County

Gary Weseman, on behalf of Austin Community College

Jaime Guerra, on behalf of UT-Austin

John Kohlmorgan, on behalf of Austin ISD

Bruce Hermes, on behalf of City of Austin

Harold Nall, on behalf of UT-Austin

Carlos DeMatos, on behalf of GAATN

Sarah Eichelberger, on behalf of GAATN

Frank Ammons, on behalf of GAATN

A quorum was established at roll call.

Robert Saddler, on behalf of LCRA – joined meeting at 12:41 p.m.

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

**3. Annual Network Management SLA Evaluation**

The Board discussed the annual network management SLA evaluation. Overall, the FY20 score was 4.66 out of 5.

Section 1: Network Management, Engineering and Planning

Board Comments: In spite of bureaucracy and other challenges, network management (NM) has done a good job of making progress on the convention center project. For the next evaluation period, NM should focus on improving permit approval and response times.

Section 2: Engineering Documentation

Board Comments: Improvements are needed with the presentation of fiber “sweep” data on the website. For example, dates would help validate the information. Members would like to see tracking of tie cables and member sites that use GAATN pathway in Bentley. Develop written procedure or annual SLA with Advanced1.

Section 3: Damage Management and Disaster Recovery

Board Comments: Board would like to see progress on disaster recovery plans and testing.

Section 4: Financial Management

Board Comments: Continue the good work! NM should work with tech committee or board on improved methods for tracking/presentation of long term project financial information.

Section 5: Contract Administration

Board Comments: The Board would like to see more details (i.e. after action reports, root cause analysis) for incidents or issues pertaining to performance by maintenance or MAC contractors. Excellent job managing contracts.

Section 6: Business Administration

Board Comments: Despite all the challenges this year, NM has done an excellent job in this area.

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At 1:09 p.m., Dain Herbat announced that the Board would take a short break and reconvene at 1:20 p.m. with an updated roll call.

At 1:20 p.m. Dain Herbat reconvened the Board meeting and took an updated roll call. All members present at the first roll call announced as present at the second roll call. Additionally, Syd Falk, GAATN attorney, announced as present. A quorum was re-established at the updated roll call. Steve Pyle from DIR joined the meeting at 1:27 p.m.

#### **4. Review and Approve the minutes for the regular Board Meeting of July 7, 2020**

Dain Herbat moved to approve the draft minutes as presented; Jaime Guerra seconded the motion and it passed unanimously.

#### **5. Network Manager's Update**

##### **A. GAATN Backup NOCC status update**

Frank reported that a virtual pre-proposal meeting was held on July 23 and only one of the five vendors that received the solicitation attended the virtual meeting. Frank said he asked public works (PW) to re-approach the other four vendors that didn't attend. PW reported that some did not respond and others said they were not available to bid on the project. Frank said management had a site visit earlier that day. The City Council approved the method of procurement on July 29. Also, an evaluation panel of five people has been formed to evaluate the bids. At this time, Frank said only one bid is expected and bids are due on August 18. The bids will be presented to the Board for approval next month.

##### **B. Project status report**

Frank reviewed the following upcoming and recently completed projects:

- SRN/A2N re-routes for Capitol Complex – NM is very involved with this project and met with DIR earlier in the week to iron out the details. There was a discrepancy in Bentley of the route of DIR's node cables, but it has been corrected. Frank said this ties back to the tie-cable policy and the maps that are needed from members to ensure their documentation is accurate. Frank urged members to send their updated maps to NM for updating.
- B2S Burleson Road re-route to Fiberlight duct bank – fiber was spliced in yesterday and testing is taking place today. Frank said, due to access issues, he would not be surprised if they were unable to complete the testing today, but NM will keep members informed through the GAATN alerts.
- B1N COA Planning and Development Center new node secondary entrance – scheduled to complete 8/6.

Jaime asked about the Travis County A2N Courthouse project. Carlos said NM is working with the developer. A couple of nodes will be impacted, one for DIR and a couple of tie cables for UT. Carlos said the developer is working on the conduit system around the building which will allow GAATN to relocate its cables underground, including tie and ring cables, as well as enter the building. Carlos said there is no scheduled date as of yet. Jaime asked NM to keep everyone informed because it would be very disruptive for UT. Syd reminded everyone to announce their names before they speak. Jaime asked for this project to be added to the next Tech agenda for further discussion.

##### **C. Job budget report**

Sarah reported that, for FY21, GAATN has approved 12 jobs totaling \$758k. She noted that the FY21 MAC budget includes a \$275k transfer from the fund balance approved for the A1N projects by the Board at the 6/6/20 Board Meeting. She stated that 11 projects totaling

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\$421k carried over from FY20 and later in the meeting, NM will be asking for approval to fund those projects from the fund balance.

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

#### **A. GAATN teleconference meetings**

Syd Falk reported that Governor Abbott extended the emergency declaration on July 10, so GAATN may continue to hold its meetings virtually until the declaration is allowed to expire or the governor otherwise revokes the suspension of provisions of the open meetings act to allow for teleconference meetings. Syd said he will update the Board as the declaration is renewed.

#### **B. GAATN fund balance review and forecast**

Frank said this agenda item was requested by two members in the last Board meeting. He noted that a fund balance analysis was sent to members via email last week. Frank reviewed the 10-year financial forecast. Gary asked about the projects being carried over from the previous fiscal year; Sarah noted where they were accounted for and said this forecast accounts for all carried over and newly approved projects. It also illustrates the impact to the fund balance if GAATN completes its top five priority projects while maintaining a flat budget for the next 10 years.

#### **C. Seeking approval to fund TxDOT B1N Relocation at RM620 and FM2222 COA entity-specific project from GAATN fund balance to be 100% reimbursed to GAATN**

Frank reported that TxDOT has formally requested that GAATN remain the contracting entity and submit all reimbursement requests for all TxDOT projects. Frank stated that GAATN will need to pay BryComm, the vendor that performed the work, \$62,328.25, and 45% of that will be reimbursed by TxDOT and the remaining 55% will be reimbursed by COA. Frank noted that management is requesting this project be funded from the fund balance since it is 100% reimbursable. Bruce asked how long the reimbursement process would take; Sarah said about six months. John asked if this project could be funded from the FY21 MAC budget since it is reimbursable; Frank said yes it could. John said that GAATN can reassess later in the year if it will be short and will require another transfer from the fund balance. John Kohlmorgan moved to fund the TxDOT B1N relocation at RM620 and FM2222 COA entity-specific project in the amount of \$62,328.25 from the FY21 MAC budget and wait for the reimbursement to resupply the budget for other projects; Bruce Hermes seconded the motion and it passed unanimously.

#### **D. Seeking approval to transfer funds from GAATN fund balance to pay for GAATN projects carried over from FY20**

Sarah stated that management is requesting that 10 projects totaling \$359k carried over from FY20 be funded through the GAATN fund balance since the funds that were encumbered for those projects were rolled in to the fund balance. She said that management is requesting a transfer of \$360k, which would be \$358k to MAC labor and \$2k to MAC cable. Dain Herbat moved to transfer \$360k from the GAATN fund balance to the FY21 MAC budget to fund the 10 projects carried over from FY20; John Kohlmorgan seconded the motion and it passed unanimously.

#### **E. Seeking approval for draft policy regarding participant-specific projects**

Syd Falk reviewed the guidance he drafted regarding participant-specific projects. Syd said that, as Frank reported earlier, TxDOT has formally requested that GAATN continue to be the contracting entity for any GAATN/TxDOT project, regardless of whether it is only affecting one or more entities. Syd said this guidance was an attempt to codify GAATN's approach to these and other types of entity-specific projects. He said one thing that needed to be made clear in this guidance was who was responsible for the costs of these projects, which would be the entities whose cables are affected by these projects. Syd noted that GAATN is agreeing to be

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the entity who obtains the permits and handles the relocates and whatever other pieces that GAATN agrees to, and that GAATN will look to the participant for reimbursement. Additionally, if a reimbursement from TxDOT or developer is available, GAATN will request that reimbursement on behalf of the participant and either credit it to the participant or deduct it from the reimbursement request from the participant. Syd said the Board needs the flexibility to determine which parts of an entity-specific project they are willing to take on. Dain said this guidance is a tremendous value add. John agreed but wants to make sure that GAATN has the ability to hold the entity accountable for their responsibility and asked whether there would be some type of agreement between GAATN and the entity. Syd said there is language in the guidance that speaks to a written agreement between GAATN and the participant. He said state and local law that requires there be an actual debt incurred before the state can pay it. John asked if there will be a template agreement document to go along with the guidance. Syd said he could draft a base agreement template and the cost estimate and project description would be attachments. Jaime asked who would sign the agreement for GAATN – chair or network management. Syd said that could be handled either way depending on the circumstances and as long as the Board approves the action, what follows from that is delegated authority to sign on behalf of the Board. Dain said he doesn't mind signing as long as the Board approves the project. Jaime asked about a situation where the project is not touching a participant's property because they are leasing space; Syd said leased space would still be considered the participant's property. Jaime also asked about making the notification requirement reciprocal to where management is required to notify the participant within the certain time frame; Frank said he agrees that should be called out. Syd said he will add language to that affect. Frank said he would circle back with Syd on the reciprocity language. Jaime asked what would happen if the Board would not approve providing assistance; Syd said then the entity would not get assistance. Jaime said the interlocal states that entities can perform network expansions at their own expense if GAATN does not approve. Syd said he does not think this guidance contradicts the interlocal agreement and as a matter of law, it cannot contradict or have a negative effect on anything included in the interlocal. Syd said it was important to leave the Board flexibility because there may be a situation where the Board does not approve providing assistance. John asked if the Board would need to vote on every such project; Syd said yes the Board would need to approve all such projects and agreements. John asked if those projects would require quorum or unanimous approval; Syd said as written it would require a quorum approval. John asked about a situation where an entity does not want to pay for their relocate; Syd said that would most likely be a very unusual circumstance because the participant would be putting their infrastructure in jeopardy by not letting GAATN relocate it on their behalf. Syd said he would add the reciprocity language and draft a template agreement to bring back. Dain requested the revised guidance and agreement template be brought back to the next Board meeting for approval.

**F. Update on GAATN correspondence to City Management regarding Austin Energy working relationship**

Frank said that he updated the Technical Subcommittee on a letter that was drafted but not yet sent to the City Manager informing of delays and denials from Austin Energy (AE) for GAATN projects. Frank said the COA CTM Chief Information Officer reviewed the draft letter and met with AE's general manager; in the meeting, the GM referred him to the same AE personnel that GAATN has been attempting to work with. Frank said section 5A of the GAATN ILA is not the typical pole attachment agreement that AE is accustomed to, and it speaks to an in-kind contribution to COA in order for GAATN to attach to AE poles. Frank also noted that the A1N permit approvals through one of GAATN's MAC vendors seem to be going more

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smoothly than usual. Dain asked why; Frank said two things 1) AE is aware of the draft letter to the CM, and 2) this MAC vendor is utilizing an outside engineering firm. Frank said Bruce has scheduled a meeting with the AE GM and the AE personnel for August 17. Frank said he would like to invite the chairs to this meeting so long as a quorum would not be formed. Dain noted that the City has taken up the matter internally and appears to have made some progress; the City is suggesting that GAATN hold off on sending the letter for now to see if progress can continue and GAATN legal has suggested this conversation be continued without legal representation on either side.

**G. Property damage claim against Asplundh for damage to C1N at Willamette Drive**

This item was discussed in executive session for attorney consultation. Upon reconvening in open session, no further action was taken or discussion held by the Board.

**H. Property damage claim against City of Austin for damage to B1S at 7612 Bluff Springs**

Frank reported that this claim in the amount of \$53,482.50 was paid in full by COA on 7/16/20.

- 7. Executive Session:** At 2:48 p.m., Dain Herbat announced that the GAATN Board was adjourning for closed session, under Texas Government Code section 551.071 to seek legal advice (including but not limited to pending, anticipated or contemplated litigation concerning) regarding Agenda Item 6G.

At 2:58 p.m., Dain Herbat reconvened the GAATN Board for discussion and actions, if any, on matters considered in closed session. Agenda Item 6G was the only item discussed. Upon reconvening in open session, the Board held no further discussion and took no action on this agenda item.

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

**A. Financial Report**

John reviewed the preliminary report ending June 30, 2020. He said GAATN brought in \$2.03 million and spent roughly \$1.352 million, but there are still some invoices to be processed that will reflect on the final FY20 report. He said there will be a fund balance gain around \$600k once everything has been processed. He asked members to send him any questions regarding the report.

- 9. Meeting and Action Items Summary**

Frank reviewed the following action items for network management from this meeting:

- Add agenda item regarding the A2N TC Courthouse project to the next Technical agenda
- Work with legal on edits and agreement template for guidance for participant-specific projects

- 10. Confirm date, time, and location for the next regular Board meeting on September 1, 2020 at 1:30 p.m. via Teleconference.**

The date, time, and location for the next regular Board meeting were confirmed. The meeting adjourned at 3:02 p.m.