
BOARD MINUTES FOR MEETING OF MARCH 12, 2020

The meeting came to order in the offices of the Transportation Authority of Marin, 900 5th Street, San Rafael at 10:02 a.m.

MGSA Board Members Attending: President Craig Middleton, Vice President Greg Chanis, and Members Cristine Alilovich (arrive 10:05), Sean Condry, Adam McGill, Angela Nicholson, and Andy Poster were present.

Program Contractors Attending: Executive Officer Michael Frank, General Counsel Dave Byers, and Bob Brown.

A. Board Meeting Minutes of January 9, 2020 Board Meeting

Motion by Chanis seconded by Nicholson to approve the minutes. Motion was approved 6 – 0 with Alilovich absent.

B. Report from Executive Officer

The Executive Officer reported on activities since the last meeting. In particular, he mentioned:

- Telecommunications
 - There is presently one pre-reservation of a streetlight by Crown Castle in San Rafael.
 - Bob Brown attended the NATOA workshop and key takeaways were shared.
- Website – The website is being redone in Wordpress to incorporate MTA's site which goes off line June 30.

C. Public Comment

There was no public comment.

D. Approval of and Authorization for the Executive Officer to Execute a Streetlight Master License Agreement for Use of MGSA-Controlled Space on Streetlight Poles with ExteNet Systems (California) LLC for a 5 Year Initial and Potential Extension Terms

Following an introduction of the item by Executive Officer Frank and Contractor Bob Brown, a motion was made by Condry seconded by Nicholson approving Resolution 2020-05 authorizing the Executive Officer to execute a Streetlight Master License

MGSA Board Meeting Minutes for March 12, 2020

Agreement for use of MGSA streetlight poles with ExteNet Systems (California) LLC.
Motion was approved 7 – 0.

E. Accept MarinMap Asset as MGSA Property

Following comments by Executive Officer Frank, a motion was made by Chanis seconded by McGill approving Resolution 2020-03 accepting the MarinMap computer server as MGSA property. Motion was approved 7 – 0.

F. MGSA Fiscal Year 2020-21 Ad Hoc Budget Subcommittee Appointment

Following comments by Executive Officer Frank and a Board discussion, a motion was made by Chanis seconded by Nicholson to appoint the following three members to an Ad Hoc Budget Subcommittee: McGill, Nicholson, and Poster. Motion was approved 7 – 0.

G. Notice to MGSA Members Regarding Its Intent to Add the Cable Television Franchise and Public, Educational, and Government Access Program and Transition MTA Program Responsibilities to MGSA

Following a presentation (attached) by Executive Officer Frank, a Board discussion, and questions, a motion was made by Chanis seconded by Middleton approving Resolution 2020-04 providing notice to MGSA member jurisdictions regarding its intent to add the Cable Television Franchise and Public, Educational, and Government Access Program. Motion was approved 7 – 0.

Staff also agreed to send along the MTA contract with CMCM and highlighted elements of transition documents that clarify non policy / funding role of MGSA.

H. Introduction and First Reading of an Ordinance to Establish a Public, Educational, and Governmental (“PEG”) Access Fee

Following the presentation, Board discussion, and approval of the above agenda item, a motion to introduce by title only and waive further reading of Ordinance No. 001, an Ordinance establishing a Public, Educational, and Governmental (PEG) Access Fee was made by Nicholson, seconded by Poster, establishing a PEG access fee by adopting Ordinance No. 001. Motion was approved 7 – 0.

I. Streetlight Maintenance Upcoming Contract Development Process and State of the Industry

MGSA Board Meeting Minutes for March 12, 2020

Following a brief introduction by Executive Officer Frank and a Board discussion, a motion was made by Nicholson seconded by Middleton to accept the state of the industry memo prepared by the subcommittee of the Marin Public Works Association and to direct the Executive Officer to proceed with negotiations with DC Electric to provide streetlight maintenance. Motion was approved 7 – 0.

J. Office Space Lease at 555 Northgate Drive, Suite 102, San Rafael

Following a brief introduction by Executive Officer Frank and a Board discussion, a motion was made by Nicholson seconded by Chanis to approve Resolution 2020-02 authorizing the Executive Officer to execute a lease agreement for office space at 555 Northgate Drive, Suite 102, San Rafael. Motion was approved 7 – 0.

K. MGSA Executive Officer Recruitment and Article 9.3 of MGSA JPA Agreement

Following a brief introduction by Executive Officer Frank, the Ad Hoc Subcommittee of Board Members Middleton and Alilovich, who were appointed to conduct a recruitment at the previous Board Meeting, reported that it was appropriate for the Board to go into Closed Session to consider this item and the following two items.

CLOSED SESSION (The Board went into Closed Session at 11:30 am.)

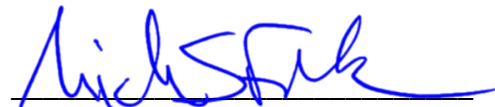
L. Closed Session pursuant to Government Code Section 54957(b)(1), PUBLIC EMPLOYMENT, Title: Executive Officer

M. Closed Session pursuant to Government Code Section 54957(b)(1), PUBLIC EMPLOYEE PERFORMANCE EVALUATION, Title: Executive Officer

The Board came out of Closed Session at 12:45 pm. They reported that they were going to open up a recruitment for Executive Officer to have a decision by the next Board Meeting in two months.

N. Adjournment

The meeting adjourned at 11:55 a.m.




Michael S. Frank, Executive Officer

MGSA Board Meeting Minutes for March 12, 2020


Marin Telecommunications Agency (MTA) Marin General Services Authority (MGSA) Transition Deliberation

March 12, 2020 MGSA Board Meeting




Digital Infrastructure & Video Competition Act (DIVCA)

- In 2006, the State of California passed the Digital Infrastructure and Video Competition Act (“DIVCA”)
- DIVCA preempted local cable television franchises and moved cable television providers to a state franchise system
- MTA went from negotiating local cable franchises to serving as the “local entity” authorized to collect state-mandated franchise and Public, Educational, and Government Access Television (PEG) fees




Background

- The MTA was formed in 1997 as a Joint Powers Authority
- Changes to state and federal law over time mostly eliminated local franchise authority
- At this point in time, the MTA’s role is primarily administrative
 - Collect state-mandated franchise and Public, Educational, and Government Access Television (PEG) fees
 - Oversee its designated PEG access provider agreement with Community Media of Marin County (CMCM)
 - Audit state franchise holder records as appropriate



Why Now?

- MGSA was first approached in 2017 with retirement of long-time Executive Officer
- MGSA communicated:
 - MTA Board needed to be comfortable that MGSA would not be taking on a telecommunications policy role (see MGSA mission)
 - MTA would need to dissolve as an agency
 - MGSA was open to consideration but not in a position to immediately take on the programmatic functions of MTA
- MTA Board decided at the time to hire a new Executive Officer
- 2019 resignation of the MTA current Executive Officer
- MTA Board evaluated options and voted 9-0-1 to transition





Stakeholders

- MGSA - County and all cities/towns
 - MGSA Board – County Administrator, CM of San Rafael and Novato, 2 additional City Managers, 2 Public Works Directors
 - Executive Officer Michael Frank
 - General Counsel David Byers,
- MTA - County and all cities/towns except Novato and Larkspur
 - MTA Board – 9 Councilmembers and 1 County Supervisor
 - Executive Officer Jean Bonander
 - General Counsel Inder Khalsa, RWG Law
- CMCM – Community Media Center of Marin
 - 16-person Board – 2 appointed by MTA (1 Council Member and 1 CM)
 - Executive Director Michael Eisenmenger



Community Media Center Staff

 Michael Eisenmenger Executive Director	 Scott Ward Government PR	 Justin Russell Station Assistant / Instructor
 Jill Lessard Director of Operations	 Bill Dunphy Director of PR	 Damion Prince Brown Government Producer
 Omid Shamsapour Director of Education & Production	 Evan Johnsc Community PR	



Community Media Center of Marin

CMCM is a non-profit organization providing Marin access to communication technologies, media training, and the latest digital tools to create original content for cable TV and online media. CMCM operates Marin TV, Marin’s own non-commercial community, educational, and governmental cable channels and is also viewable online. CMCM reaches more than 70,000 households.


CMCM also offers special organizational services and fee-for-service production assistance for schools, non-profits, and government agencies.

Mission: The Community Media Center of Marin (CMCM) strives to educate and advance the way residents, schools, and governments connect and strengthen our communities through media.



Why Change Structure?

- Efficiency
- Administrative alignment
 - Office space, equipment, and furnishings
 - Accounting, financial, and auditing
 - Records management systems
 - Internet and phone provider
- Financial savings
 - Future years should generate annual savings in the \$100,000 range



MGSA Board Meeting Minutes for March 12, 2020

Concerns

- Legal loophole for Comcast to go through
- MGSA Board not as knowledgeable about subject area
- Policy aspects – ministerial role
- Existing structure has an elected from each member jurisdiction
- Future CMCM funding



Next Steps

- Shepard all MTA member jurisdictions
- Seamless transition of financial and administrative functions
 - **Accept assignment of all contracts and transition them**
- Development of Joint FY 2020/21 Budget
- Work with CMCM on transition
- Develop knowledge base and relationships



Legal Transition Process

- MTA member jurisdictions
 - Repeal their "Telecommunications Ordinances" and terminate MTA by June 30, 2020
 - Resolution authorizing MGSA to collect PEG and franchise fees
- MTA Board
 - Assign contracts and agreements to MGSA
- MGSA
 - Notice member agencies of intent to add a new program to JPA, "Cable Television Franchise and Public, Educational, and Government Access"
 - Adopt PEG Fee Ordinance



Today's Board Actions

- Approve Resolution 2020-04, directing the Executive Officer to notice all member agencies of the Board's intent to add a new program, Cable Television Franchise and Public, Educational, and Government Access Program, to Exhibit A and B of the MGSA JPA Agreement.
- Establish a PEG access fee by adopting the attached Ordinance No. 001. The Ordinance will require both a first and second reading. The appropriate motion for introduction of the proposed Ordinance and first reading would be:
 - "A motion to introduce by title only and waive further reading of Ordinance No. 001, an Ordinance of the Marin General Services Agency Establishing a Public, Educational, and Governmental (PEG) Access Fee."

