



Meeting of the PSERN Operator - Board of Directors

Location: To be conducted virtually pursuant to Governor Inslee’s proclamation: Microsoft Teams Meeting

Date: Thursday, June 24, 2021

Time: 4:00 p.m. – 5:00 p.m.

Teams Call: Members of the public are invited to participate in the virtual meeting by telephone or video by using the following phone number and meeting ID: 1-425-653-6586 Meeting ID: 357 391 827#

Directors: Lora Ueland, Harold Scoggins, Brenda Bauer, Kurt Triplett, Chris Elwell, Dan Yourkoski

Alternates: Brad Miyake, Kristin Meitzler, Mark Schmidt, Matt Morris, Dwight Dively, Shawn Hayes

Agenda Details:

1. Call to Order – Board Chairperson 4:00 p.m.
2. Roll Call – All 4:01 – 4:03 p.m.
3. Approve the Minutes – Board Chairperson 4:04 – 4:05 p.m.
(Decision: Motion to approve the minutes from the 5-27-21 meeting)
4. Approve the Agenda – Board Chairperson 4:06 – 4:08 p.m.
(Decision: Motion to approve the agenda for today’s meeting)
5. Public Comment – Board Chairperson 4:09 – 4:13 p.m.
Board Chairperson to open floor for public comment. Members of the public are invited to address the Board of Directors for a period of time not to exceed three minutes
6. Executive Director Recruitment Update – David Mendel 4:14 – 4:18 p.m.
(Decision: Motion to approve the sample reference check questions)
7. PSERN Operator Board of Directors Officer Report – Board Officers 4:19 – 4:25 p.m.
(Discussion)
8. Procurement Policy – David Mendel 4:26 – 4:31 p.m.
(Discussion)
9. Legal Representation – David Mendel 4:32 – 4:37 p.m.
(Discussion)
10. Insurance Update – David Mendel 4:38 – 4:42 p.m.
(Discussion)
11. OPMA Training Update – David Mendel 4:43 – 4:45 p.m.

(Discussion)

12. Future Topics – David Mendel 4:46 – 4:49 p.m.

(Discussion)

13. Review Action Items – Board Chairperson 4:50 – 4:54 p.m.

14. Executive Session – (If needed) 4:55 – 5:00 p.m.

Next Meeting: July 22, 2021



Meeting of the PSERN Operator - Board of Directors - Meeting Minutes

Location: To be conducted virtually pursuant to Governor Inslee’s proclamation: Microsoft Teams Meeting

Date: Thursday, May 27, 2021

Time: 4:00 p.m. – 5:00 p.m.

Teams Call: Members of the public are invited to participate in the virtual meeting by telephone or video by using the following phone number and meeting ID: 1-425-653-6586 Meeting ID: 357 391 827#

Directors: Lora Ueland, Harold Scoggins, Brenda Bauer, Kurt Triplett, Chris Elwell, Dan Yourkoski

Alternates: Kristin Meitzler, Mark Schmidt

Additional Attendees: Spencer Bahner, Mahak Chopra, Armand Eichhorn, Adrian Englet, Britt James, Janine Jolly, Hank Krajewski, David Mendel, Anthony Minor, Kimberly Nuber, Lee Silvette, Michael Webb

Minutes:

1. Call to Order – Board Chairperson 4:01 p.m.
2. Roll Call – All 4:01 – 4:02 p.m.
3. Approve the Minutes – Board Chairperson 4:02 – 4:03 p.m.

(Decision: Motion to approve the minutes from the 4-22-21 meeting)

MOTION: A motion was made to approve the minutes of the April 22nd, 2021 meeting of the PSERN Operator Board of Directors by [Kurt Triplett](#). The motion was seconded by [Chief Scoggins](#). Members unanimously approved the motion.

4. Approve the Agenda – Board Chairperson 4:03 – 4:04 p.m.

(Decision: Motion to approve the agenda for today’s meeting)

Agenda item 6 was changed from a Discussion to a Decision topic.

MOTION: A motion was made to approve the amended agenda for the meeting of the PSERN Operator Board of Directors by [Brenda Bauer](#). The motion was seconded by [Kurt Triplett](#). Members unanimously approved the motion.

5. Public Comment – Board Chairperson 4:04 – 4:04 p.m.

There were no public comments.

6. Staffing Agreement: PSERN Operator and King County – David Mendel 4:04 – 4:14 p.m.

(Decision)

- The staffing agreement relates to resolution 21-08. Resolution 21-07 is for the Operator insurance topic.
- The staffing agreement honors the provisions of the ILA and it balances the needs of the County as the employer with the autonomy of the Operator.
- Key Provisions:

- The terms honor the ILA provisions.
- The Executive Director (ED) will be a TLT employee, with a 3-year maximum term from their date of hire. Being TLT will ensure the ED position is at-will.
- ED Classification – Program Project Director.
- Other Operator staff hired under this agreement will be Career Service FTEs.
- A date correction to the agreement was made for Recital B, changing the levy vote from 2014 (incorrect) to 2015 (actual). This change will be made prior to the agreement being signed.
- The Operator’s staffing plan will be developed soon. It is projected to include 3 employees (ED + 2 staff). 5 FTEs will be approved by the County Council to give the Board the flexibility to decide on changes.
- The County’s duties relative to the ED would be limited to Administrative and the Board will have authority over daily work, discipline, termination, etc.
- MOTION: A motion was made to approve the staffing agreement between the PSERN Operator and King County and approve the Board chair to execute the agreement on behalf of the PSERN Operator by [Chief Scoggins](#). The motion was seconded by [Kurt Triplett](#). Members unanimously approved the motion.

7. Executive Director Recruitment – David Mendel 4:14 – 4:20 p.m.

- Board members will be involved in the recruitment process.
- Steps will include:
 - Recruitment kickoff
 - Application screening
 - Interview panel(s)/participants
 - Review reference checks
 - Final candidate selection
- The Board would convene to make final decisions.
- An executive session could be held for discussing and selecting the candidates.
- Another executive sessions could be held for interviews.
- Per the Board Chair, Board members are to send an email to David Mendel with their areas of interest.
- The job announcement will be advertised in 6-7 places as per the hiring plan (majorly public safety oriented). The goals will be to get as much advertisement as possible through the connections that we know and on platforms, like LinkedIn, to get the best candidate.
- Doing outreach and/or informational interviews are encouraged.

8. PSERN Operator Insurance and Related Agreements – David Mendel 4:20 – 4:25 p.m.

(Decision: Motion to approve the PSERN Operator insurance and related agreements – Resolution 21-07)

- As per the county recommendation to have appropriate insurance coverage for the Board of Directors, PSERN staff conducted research and were able to identify two groups, WCIA and Enduris. Enduris was the least expensive option and had slightly better initial coverage.
- For the operator, Tom Brubaker reviewed the Master Agreement from Enduris.
- There is no property coverage with either policy as currently quoted.
 - Property insurance is not yet needed because the Project and County are insuring the infrastructure and system until FSA. Also, PSERN will not “own” anything for some time. As PSERN transitions to operations, it can adjust the policy and add property insurance as needed.

MOTION: A motion was made to approve the Master Agreement for Enduris included in the Board packets and authorize the Chair of the Board to execute the Master Agreement on behalf of the PSERN Operator by [Kurt Triplett](#). The motion was seconded by [Brenda Bauer](#). Members unanimously approved the motion.

9. Executive Director and Board of Director’s Work Plan – David Mendel 4:25 – 4:28 p.m.

(Discussion)

- At the direction of the Board during the April 2021 meeting, PSERN staff developed a workplan that was shared in the meeting materials packet.
- The workplan includes a breakdown of future tasks/activities that being in Q2 2021 through Q1 2023 (PSERN FSA).
- Also included was a suggested RACI chart to indicate roles and responsibilities between the Board and ED.
- It is recommended to have an additional review once the ED is hired to ensure everyone's perspective is properly represented.

10. Board of Directors vs. PSERN Joint Board Duty Analysis – David Mendel 4:28 – 4:33 p.m.

(Discussion)

- Per Attorney Deanna Gregory, there are no inherent conflict of interest with the Joint Board and the Board of Directors co-existing. The same has been documented.
- If a complaint was made it is possible that a judge might find that there really is not a difference between the two boards.
- To guard against future problems the following recommendations were offered:
 - Ensure that decisions are limited to the powers granted in the ILAs.
 - Continue to be fair and equitable in all decisions.
 - Respond to any public disclosure requests of one board with any responsive records from the other board
 - If one of the boards receives a public disclosure request (PDR) both boards may have records that would be considered responsive).

11. Future Topics – David Mendel 4:33 – 4:36 p.m.

(Discussion)

TOPICS:

- Executive Director recruitment updates.
- Recruitments decision for the next round of staffing.
- Contracting and other policy work.
- Securing legal representation for the Operator.
- Open public meeting act OPMA training updates - The 90-day deadline is **June 13th**.
 - **ACTION ITEM (Board members complete the OPMA training before 6/13).**
- Update on Operator insurance.
- Share recruitment participation preferences with David Mendel (**ACTION ITEM**)
- Share the ED job announcement with professional networks - post the announcement on social media (**ACTION ITEM**)

12. Executive Session – (If needed)

- There was no executive session

Adjourn 4:37 p.m.

Next Meeting: June 24, 2021

Title: Recruitment Update
Meeting Date: June 24, 2021
Staff Contact: David Mendel
Action: Decision

PSERN Operator Staff Report Agenda Item #6



Agenda Item #6: ED Recruitment Update – Reference Checks

BACKGROUND:

At this time the staffing agreement between the PSERN Operator and King County is fully executed. Additionally, the approved job announcement has been posted and the online application is open. Once final candidates are selected, they will be asked to undergo background and reference checks.

In the County, reference checks are done electronically. Candidates that are being seriously considered for employment are asked to give email addresses for those people they use as reference checks, and then an automated system takes over from there to reach out and complete the reference check. Related reports are generated once the reference check is completed and an evaluation of what was submitted by the references is made available. A sample of this evaluation, in the form of a ranking matrix, is located in figure 1 of the analysis section of this report. Before the reference checks can be administered to the selected candidate(s) the questions need to be approved by the Board.

As a result, the intent of this staff report is to provide example reference check questions from King County Human Resources (HR) that have been used previously in executive level recruitment processes. The goal is for the Board to either approve the questions or make changes to them prior to their approval.

Issue 1: Does the Board approve the provided reference check questions or what changes are needed prior to their approval?

ANALYSIS:

This section provides questions used by King County HR in executive level reference check processes. The first seven questions in the sample require narrative answers and the remaining questions are answered numerically, using a scale of one to seven. Please note, it has been confirmed that the reference check questions can be modified if needed. Questions can be added, changed, or removed.

Proposed Reference Check Questions:

Typically, executive level reference checks include the following questions:

1. What is / was your main connection to the candidate?
2. How current is your relationship with the candidate?
3. How long did you work / interact together?
4. Did you work in direct contact, sometimes on same projects, rarely same projects, (describe work relation)?
5. What would you say are / were the candidate's top 3 key strengths?
6. What would you say is / was candidate's most significant accomplishment with your company?

Title: Recruitment Update

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Staff Contact: David Mendel

Action: Decision



7. What would you say are / were the candidates top 3 areas that need improvement to increase professional performance?
8. If you had an opportunity, would you hire or recommend hiring candidate again (1 = not at all likely, 7 = very likely)?
9. How would you rate the overall quality of candidate's job performance (1=not good quality, 7=very good quality)?
10. Do you think candidate is ready to be promoted (1=not at all, 7=totally)?
11. Do you think candidate has enough challenge at work (1=not at all, 7=totally)?
12. Does candidate appear to be satisfied with his / her job (1=not at all, 7=totally)?
13. Do you respect candidate for their ability to (a-n)?
 - a. Anticipate future consequences and trends accurately
 - b. Quickly zero in on the critical tasks
 - c. Make good decisions based on analysis, wisdom, experience, and judgement
 - d. Most solutions/suggestions turn out to be correct when judged over time
 - e. Make decisions in a timely manner (with incomplete info and tight deadlines/pressure)
 - f. Deliver results and exceed goals
 - g. Communicate a compelling and inspired vision or sense of core purpose
 - h. Negotiate skillfully in tough situations (both internal and external)
 - i. Be both direct and forceful as well as diplomatic
 - j. Be open to change
 - k. Learn quickly when facing new problems
 - l. Analyze both successes and failures for clues to improvement
 - m. Quickly grasp the essence and the underlying structure of anything
 - n. Anticipate where the land mines are & plans the approach accordingly

(From 1 to 7, where 1=no respect, 4=average, 7=total respect)

Specific Relative Ranking Help (for Executive Level Reference Checks):

For the below sample ranking matrix, it is important to note the relative variations between the attributes rather than the absolute rating or overall average. The average represents the average of all attributes for a candidate.

For the following sample ranking matrix:

- Attributes scoring **higher** than the average are displayed in **green** and are likely to be strengths.
- Attributes scoring **lower** than the average are in **red** and are likely to be an area where some attention is needed.
- Attributes in **yellow** are around the **average** and not seen as going one way or the other.

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Staff Contact: David Mendel
Action: Decision

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Figure 1:



ADDITIONAL INFORMATION:

None

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CONCLUSION:

The preceding analysis explored questions for use in the upcoming Executive Director's reference check process. PSERN staff does not have a strong recommendation as to whether changes are needed to the list of reference check questions provided to the Board. However, a decision is needed from the Board as to if the questions are usable or, if not, what changes are needed prior to their approval.

STAFF REPORT REFERENCE DOCUMENTS:

None

PSERN Operator Staff Report Agenda Item #8

Title: Procurement Policy
Meeting Date: June 24, 2021
Staff Contact: David Mendel
Action: Discussion



BACKGROUND:

Developing a procurement policy is an essential need for the PSERN Operator. Creating an appropriate procurement policy for the PSERN Operator will help ensure the Operator acts consistently with applicable laws and that procurement is executed and managed at the highest professional and ethical standards. Moreover, this policy should be established prior to the Operator entering into complex procurement processes.

The intent of this staff report is to provide procurement policy information with the expectation that a policy can be developed, voted on, and approved during a future meeting of the PSERN Operator Board of Directors. Prior to the development and approval of a procurement policy two issues need to be addressed.

Issue 1: Is there an existing procurement policy that fits the needs of the PSERN Operator, or will a customized policy need to be drafted?

Issues 2: Will legal support be needed prior to the adoption of a procurement policy?

ANALYSIS:

The following analysis addresses the issues identified in the previous section.

Issue 1: Is there an existing procurement policy that fits the needs of the PSERN Operator, or will a customized policy need to be drafted?

A number of existing procurement policies are available from PSERN partner agencies (King County and VCC) as well those made publicly available through the Municipal Research and Services Center [MRSC](#). Three policies were reviewed for this report. They included the VCC Purchasing Policy, the King County Policy for Goods and Services, and the Beacon Hill Water and Sewer District Purchasing Manual. Upon reviewing the noted agency specific purchasing / procurement policies, a number of commonalities were readily apparent. However, and seemingly more importantly, critical differences also seemed to exist. Some of these differences between the policies are summarized here:

- Thresholds (monetary limits) and the related processes for purchases, services, and public works contracts.
- Various RCWs are references across the example policies, but they are not all uniformly referenced.
 - Some may not be relevant to the needs of the PSERN Operator.
- Each agency has a different flow / hierarchy for approving procurements.
 - These approval flows would need to be made specific for the PSERN Operator.

Procurement policy guidelines are also published by the MRSC. Through reviewing the [MRSC](#)'s published policy guidelines a number of key points were identified:

General Guidelines

- *For each type of procurement (purchases, services, and public works contracts), acknowledge general principles of:*
 - *Minimal competition for small purchases/contracts*
 - *Informal competition for larger purchases/contracts*
 - *Formal competition for the largest and most complex purchases/contracts*
- *Reference any RCW sections that contain purchasing and contracting guidance specific to your agency. This includes bid limits, small works rosters and vendor lists, and formal competitive requirements.*

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Title: Procurement Policy
Meeting Date: June 24, 2021
Staff Contact: David Mendel
Action: Discussion

- *If your agency has no statutory guidance, it should establish reasonable thresholds and processes for purchases, services, and public works contracts. When establishing these policies, you should document other similar bid limits and competitive requirements.*
- *Clearly identify who has the authority to take actions regarding purchases and contracts. Establish clear roles and responsibilities for all relevant agency staff, ranging from elected officials and department heads to field and office personnel.*
- *Add a section to your [code of ethics](#) to guide the personal and professional conduct of agency personnel who manage or participate in procurement activities. For instance, the [purchasing manual for the City and County of Yakima](#) states:
(Reference: [MRSC](#))*

Based on the differences observed in the example policies and the guidelines offered by the [MRSC](#), the development of a customized procurement policy for the PSERN Operator is likely needed.

Issues 2: Will legal support be needed prior to the adoption of any procurement policy?

As introduced in the above section, through reviewing the published policy guidelines offered by the [MRSC](#) one of the initial steps for determining a procurement policy's appropriate thresholds and standards is for an agency to determine if there is statutory guidance relevant to that agency. Per the [MRSC](#), "RCW sections that contain purchasing and contracting guidance specific to your agency [should be followed]. This includes bid limits, small works rosters and vendor lists, and formal competitive requirements."

Given the need to further investigate how the PSERN Operator's procurement policy is influenced by existing statutes (particularly any potentially relevant codes in the RCW), any draft policy should be developed, or at a minimum reviewed, by legal counsel prior to its adoption by the Board.

ADDITIONAL INFORMATION:

None

CONCLUSION:

The preceding analysis explored issues related to the adoption of a procurement policy for the PSERN Operator, the potential use of existing policies as templates, and the need for legal support in the development and / or review of said policy. Following the analysis of the example policies, the development of a customized procurement policy is likely necessary and its review or overall development by legal counsel is recommended.

STAFF REPORT REFERENCE DOCUMENTS:

None

PSERN Operator Staff Report Agenda Item #9

Title: Legal Representation
Meeting Date: June 24, 2021
Staff Contact: David Mendel
Action: Discussion



BACKGROUND:

Securing legal representation for the PSERN Operator is an essential need to support its continued work and compliance with applicable laws. The intent of this staff report is to provide an overview of the legal representation hiring plan for the Operator, with the expectation that the Board will make a decision at the July 22nd meeting regarding which law firm the Operator should hire.

Prior to the hiring of legal representation for the PSERN Operator, one issue needs to be addressed.

Issue 1: In selecting proper legal representation for the PSERN Operator, a law firm needs to be selected that offers (at a minimum) a diversity of legal services / expertise, is regionally located, has land mobile radio system experience, legislative knowledge, offers competitive rates, and is able to accept the PSERN Operator as a client.

ANALYSIS:

To help research potential law firms that could serve the needs of the PSERN Operator, inquiry letters were sent on behalf of the PSERN Operator to three prominent law firms in the King County Region. The firms have worked with the PSERN Project and various Board members in the past. During that work they have shown many of the necessary capabilities needed by the PSERN Operator. The goal is to collect and analyze the replies to the inquiry letters and then make a recommendation on which firm would be best suited to provide legal consultation services for the PSERN Operator.

The solicitation letter, provided as attachment A, indicates several areas of law that the PSERN Operator may seek consultation on in the future. These noted areas are:

- Labor/employment law;
- Litigation;
- Contracting, procurements and vendor management;
- Property/land use and environmental;
- Taxes;
- Legislation;
- Interlocal cooperation or other legal agreements; and
- Radio Site Lease management.

The letter also noted the following required areas of experience:

- FCC or other public safety communications regulations;
- Public safety communications, including the 9-1-1 system and land mobile radio;
- WA state statutes regarding operation of non-profit government organizations and interlocal cooperation agreements;
- Federal, state and local regulatory compliance;
- Public Finance; and
- Labor unions.

Moreover, specific information was requested from the contacted law firms. The requests are summarized below:

- A letter, no longer than 5 pages, addressing the envisioned services and experience.
- Hourly rates for the following:
 - Interns (if billable);

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- Legal assistants (if billable);
 - Associates;
 - Partners; and
 - Any other applicable fees and or rates.
- A resume or curriculum vitae for the principle or lead attorney to be assigned to the Operator.

The replies from the law firms and a related analysis will be made available to the Board prior to the upcoming July 22nd meeting.

ADDITIONAL INFORMATION:

None

CONCLUSION:

The preceding analysis explored the hiring plan for the PSERN Operator's legal representation. By following the plan, the expectation is the Board will have the information needed, prior to the July 22nd Board meeting, to make a decision on hiring legal representation for the PSERN Operator.

STAFF REPORT REFERENCE DOCUMENTS:

- A. Inquiry letter for legal services for the PSERN Operator



Puget Sound Emergency Radio Network
501 5th Avenue, Suite 600
Seattle, WA 98104

Date: June X, 2021

Name
Title
Company Name
Street Address
City, ST, Zip

Subject: Inquiry for legal services for the PSERN Operator

Dear Mr./Ms Name:

The intent of this letter is to solicit a letter of interest from interested firms to provide ongoing professional legal services to the Puget Sound Emergency Radio Network Operator. The PSERN Operator is looking to acquire services from a single firm that encompass the breadth of issues a small non-profit governmental organization may face in delivering services to multiple local jurisdictions and agencies.

Background:

In 2015 King County began in earnest a project called the Puget Sound Emergency Radio Network (PSERN) Project (“Project”) to build a new emergency radio communications system to be used by agencies in King County. The network primarily serves fire/EMS, police and 9-1-1 dispatch agencies, but will also be used by hospitals, public transportation providers, utilities, schools and other general governmental agencies to support their operations.

Not only is the Project building this important network, but it also has created a new governmental non-profit organization called the Puget Sound Emergency Radio Network Operator (“PSERN Operator” or “Operator”). The Operator will own, operate, maintain, update, upgrade and repair the infrastructure that has been amassed during the project, which includes land mobile radio equipment at over 60 locations, dispatch console equipment at ~20 sites, numerous radio towers, shelters and diesel fuel generators.

The Operator formed in March 2021 after 11 partner cities along with the County fully executed an interlocal cooperation agreement and appointed directors to the Board of Directors who will govern the Operator. Articles of incorporation have been filed with the Secretary of State and the Board has adopted its bylaws and is meeting on a monthly basis. While the Operator does not take over operations from the County until early 2023, it will need to spend the next 18+ months getting ready to take over operations by getting legal representation established as well as many other tasks.

Initially King County will employ staff who will be contracted back to the Operator under a separate agreement, however it is expected that in 2023 or 2024 the Operator will direct hire its own staff and be the employer from that point forward.

Once taking over operations, the Operator will charge user fees to its user agencies which will fund all of its legal expenses.

More information about the Operator and the Project can be found at www.psern.org

Scope of legal services:

The Operator will potentially need a myriad of legal consultation services which include but are not limited to:

- Labor/employment law;
- Litigation;
- Contracting, procurements and vendor management;
- Property/land use and environmental;
- Taxes;
- Legislation;
- Interlocal cooperation or other legal agreements; and
- Radio Site Lease management.

Required Experience:

Firms interested in representing the PSERN Operator should have experience working with the issues contained in the scope above, have familiarity with:

- FCC or other public safety communications regulations;
- Public safety communications, including the 9-1-1 system and land mobile radio;
- WA state statues regarding operation of non-profit government organizations and interlocal cooperation agreements;
- Federal, state and local regulatory compliance;
- Public Finance; and
- Labor unions.

Submittal Response:

The Operator is seeking submittal letters of interest from firms looking to represent it for the issues described in this letter. If you are interested in submitting for this work please reply with a letter that is no longer than 5 pages in length, addresses the envisioned services and experience detailed here and includes hourly rates for the following:

- Interns (if billable);
- Legal assistants (if billable);
- Associates;
- Partners; and
- Any other applicable fees and or rates.

Additionally, a resume or curriculum vitae no longer than 3 pages for the principle or lead attorney to be assigned to the Operator should also be included.

Due Date:

Responses are due to aeichhorn@kingcounty.gov no later than 5 PM, July 8, 2021. Questions can be sent to the same contact. The PSERN Board of Directors will consider all submissions that meet the response requirements in making a decision on who to contract with.

Sincerely,

Lora Ueland
PSERN Operator Board of Directors Chairperson