



## REDCOM BOARD OF DIRECTORS

### Minutes

June 7, 2024 @1pm

**Special Meeting**  
**Santa Rosa Fire Training Tower**  
**2126 West College Ave.**  
**Santa Rosa, CA**

**Join by Teams Meeting 1-323-886-6897 Conference # 688 830 96#**  
**Director Dr. Luoto will have his location at**  
**The Public Library**  
**316 Estrella Ave, La Selva Beach CA, 95076**

**Public is Welcome at this location.**

**Since we have one Board Member remote for this meeting. He will be meeting the guidelines that are required per the Brown Act.**

**Present:**

**Mark Heine – Sonoma County Fire – Vice Chair**  
**Jason Boaz – Healdsburg**  
**Dr. Mark Luoto – County EMS Medical Director (Remote TEAMS)**  
**Bryan Cleaver – CVEMSA**  
**Dave Crawl – Coast Life Support**

**Not Present:**

**Brenda Bacigalupi – REDCOM Administrative Assistant**  
**Steve Akre – Sonoma Vally – Chair**  
**Scott Westrope - SRFD**

**Others Present:**

**Evonne Stevens – REDCOM Executive Director**  
**Nick Barber – REDCOM**  
**KT McNulty – SLS**  
**Ethan Pawson – Legal Counsel**  
**Matt Gloeckner – SRFD**  
**Matt Tognozzi – Local 1401**  
**Kurt Heike – AP Triton – Principle**

Ken Reese – REDCOM Communication Manager  
Paul Ricci – SRFD  
Kellie Crumbliss – REDCOM  
Jack Thomas – SRS  
Bill Adam – SOCO Fire Chief Asst Counsel  
Anthony Westergaard – SRFD  
Paul Lowenthal – SRFD  
Monica Vanoni – REDCOM  
Darrell Kopriva – REDCOM  
David Byrum – SCFD  
Jason Jenkins – SRPD  
Tim Maybee – AP Triton  
Brain Meader- SCFD-EMS  
Darrin DeCarli – GFD  
Marc Lagourgue – SRFD  
Stephen Dalporto – 1401  
Zach Brown – 1401  
Sam Hoel – 1401  
Melissa Estrella-Lee– ACTIC  
Peter Goyhenetche - SLS  
Chris Matties – SRFD  
Greg Fontana – REDCOM  
Andrew Guerrieri – REDCOM

Remote on TEAMS:

Unsure who attend. No one wrote their names on the list.

Notice: Copies of additional materials provided to the Board of Directors for information on agenda items are available at the REDCOM fire & EMS 9-1-1 Center.

1. Call to Order Made by Mark Heine at 1305. Roll call was made since we have one Director working remotely, all present, Dr. Mark Luoto is remote.

We will be pulling item 5C at the advice and consultation with legal counsel.  
Other than that, I will look for a motion from the Board to approve the agenda.

2. Approval of the Agenda Motion to approve agenda made by Dr. Luoto, Second Bryan Cleaver – Discussion – No further comments – Approved unanimously. Roll call was made since we have remote Board Member. Motion passed.

3. Approval of the May 15, 2024, REDCOM Board of Directors Meeting Minutes.

Motion to approve Minutes made by Scott Westrope, Second Bryan Cleaver – Discussion – No further comments – Approved unanimously. Roll call was made since we have remote Board Member. Motion passed.

4. Public Comment Period

In this time-period, anyone from the public may address the REDCOM Board of Directors regarding any subject over which the Board has jurisdiction, but which is not on today's agenda. Individuals will be limited to a three-minute presentation.

No action will be taken by the Board as a result of any items presented at this time.

There was discussion from the public related to topics on the Board agenda.

Mark Heine - Closing public comment period.

5. New Business

a) Receipt of AMR West Notice of Termination of Contractor Agreement for Fire and EMS Dispatch Services effective October 8, 2024

On June 4, 2024, AMR notified REDCOM in writing that it is terminating its contractor Agreement with REDCOM without cause pursuant to section VII.A.4 of the Agreement. - Mark Heine -This action item is before the Board is simply to acknowledge receipt of the letter and acceptance of their notification. I need a motion to acknowledge receipt of AMR Termination letter.

Motion made by Bryan Cleaver, Second Scott Westrope – Discussion – No further comments – Approved unanimously. Roll call was made since we have remote Board Members. Motion passed.

b) Declaration of state of emergency

The Board will consider declaring a state of emergency related to the need to secure a new contractor for the provision of fire and ambulance dispatch services.

Mark Heine - Item B was put on here after some initial consultation with the Board's legal counsel. Not that item B opens up necessarily any different purchasing requirements, regulations or process the board may want to do, or not do. It just was put on here in alignment with what we did with the Control 2 and Control 4 issues. So, the board could acknowledge that we are under the time clock here to determine the pathway forward at least at any interim while we perhaps either also determine the long-range planning or do a long-range planning process as the second phase. I will look for a motion.

Motion made by Jason Boaz that we declare a State of emergency related to that we need to secure a new contract with the provision of Fire and Ambulance dispatching services, Second Scott Westrope – Discussion – No further comments – Approved unanimously. Roll call was made since we have remote Board Members. Motion passed.

c) Demand for AMR Performance Security of \$2 million

Pursuant to section VII.B of the contractor Agreement with AMR, the Board will consider requiring AMR to provide security for performance in the amount of \$2 million. – Mark Heine - We will be pulling item 5C at the advice and consultation with legal counsel.

B. Performance Security: CONTRACTOR agrees to provide security for performance of this Agreement in the amount of \$1,000,000, in a form acceptable to REDCOM. This amount will increase yearly by \$100,000 each year during the term of this Agreement until a full year of annual operating costs is reached, as long as costs for obtaining such performance security do not exceed \$10 per \$1,000 coverage in any year. This security is intended to allow REDCOM to continue to provide dispatch services in the event of CONTRACTOR bankruptcy, work stoppage, or major breach that remains uncured as described in Section IV.B, above, that result in REDCOM terminating the Agreement. As conditions precedent to REDCOM calling the performance security, REDCOM shall: (i) terminate the Agreement; and (ii) remove CONTRACTOR from services.

d) Establishment of Board Ad Hoc committee.

The Board President will consider forming a Board Ad Hoc committee to evaluate actions required and present recommendations to the full Board at special meetings for the transition of the REDCOM services contract in light of early termination of the contractor Agreement by AMR. Consideration will be given to the process to immediately secure a new contractor, to secure new outside legal counsel, and to identify a comprehensive strategic planning process.

Bryan Cleaver - The motion is that the Board form an Ad Hoc of three members who are charged with procurement of a contractor given the emergency declaration within 120 days. Given that you also received and accepted AMR's notice. But the Ad Hoc will return to this Board if it appears. Will not meet the 120-day deadline with an alternate solution, and at that point. The Board would Redirect potentially. A Renegotiation with AMR as its contingency plan should we fail to meet the 120 days.

Motion made by Bryan Cleaver, Second Dave Crowl – Discussion – No further comments – Approved unanimously. Roll call was made since we have remote Board Members. Motion passed.

Mark Heine - Should we now take a step to appoint those Members that will serve on the ad hoc? Who has a desire to serve on the ad hoc? We appoint Scott Westrope, Bryan Cleaver, and Mark Heine to the ad hoc for the purpose of previously stated. This is the ad hoc to work with. Whatever stakeholders are necessary to identify the potential for an immediate procurement process to select an emergency contractor.

Motion passes for the Ad Hoc Members AD Hoc 1.

Scott Westrope – I will make a motion that the second Ad Hoc is formed by the Board of Supervisors to explore a comprehensive strategic planning process in line with the working groups we discussed under item 6C. And also, to explore the purchasing policy guidelines and outside the proposal for the board.

Ad Hoc 2 Legal counsel and person policy Members will be Jason Boaz, Dave Crowl, Steve Akre.

Motion made by Scott Westrope Second Bryan Cleaver – Discussion – No further comments – Approved unanimously. Roll call was made since we have remote Board Members. Motion passed.

e) Scheduling special Board meetings to address transition of the REDCOM services contract.

The Board will consider a schedule of special Board meetings to address and implement the transition of the REDCOM services contract considering the early termination of the contractor Agreement by AMR. Mark Heine – Item E was to consider the board scheduling additional Special meetings given the original notice of AMR because of the compressed time frames. This on here for conversation amongst the board members. If you feel that there is a need for us to perhaps schedule a Special Board meeting every couple of weeks we can always cancel if there is not an actionable item for us. Right now, getting back on track with our regular schedule is not going to be conducive to this process. Perhaps we can let the Ad Hocs work. If they have actionable items to brief the Board on, we can Schedule a meeting then.

Scott Westrope - Maybe I would recommend setting the 1st Special meeting in a month and that gives the Ad Hoc some time to meet and get together. The next meeting is July 11<sup>th</sup>.

Mark Heine - We could just stick with that for now and if there is a need with the Ad Hocs we can get on a more rapid schedule.

Jason Boaz – That is kind of where I am at. I am thinking one month is good for now, but after that it should be at least every two weeks.

Mark Heine - If there is anything special, we can always put one together.

Mark Heine – Evonne can we move your item down a little bit? I would like to let APR Triton weigh in.

Evonne Stevens – Yes.

f) Executive director report on staffing recommendation

The REDCOM executive director will give a brief report on a reorganization staffing recommendation. Motion to approve Evonne to make changes to staff.

Motion made by Scott Westrope, Second Dave Crowl – Discussion – No further comments – Approved unanimously. Roll call was made since we have remote Board Members. Motion passed.

## 6. Old Business

### a) Dispatch Services Review Report

The Board will receive a report from AP Triton focusing on the recommendations contained within the report and will consider related actions.

Kurt Hinke - I do not see any reason to go into more depth. The reports pretty extensive, but I would be happy to answer any questions that you all might have.

Mark Heine - No actionable item on this right now rather than an Ad hoc, which was previously built.

### b) Define RFP Scope of Work

The Board will consider defining the scope of work for a Request for Proposal process to secure a new administrative contractor...strategic planning process – Mark Heine - May not be necessary at this point. It has been resolved through the formation of the Ad Hoc committees, does anyone agree with that?

Everyone agreed.

### c) Formation of Working Groups

The Board will consider the formation of working groups to address specific topics related to the Joint Powers Agreement. Mark Heine - I would assume it is sort of in the same. We are waiting for Ad Hocs to report back, and if they see clear working groups, they want to establish, or they would like the board's help with the can certainly weigh in on that.

There was no action on that item.

7. Next Special meeting will be – July 11, 2024, at 1:00 pm, In person only.

8. Adjournment- Motion to adjourn. Motion to adjourn Made by Bryan Cleaver, second Dave Crowl – Discussion – No further comments – Approved unanimously. Roll call was made since we have remote Board Members. Motion passed at 1425.