

Southern California Joint Pole Committee

437 So. Cataract Ave. Unit 3
San Dimas, CA 91773
Phone (909) 592-4001

July 10, 2007

A regular meeting of the **ad hoc Committee on Reorganization** took place on the above date, at 1:30 p.m., at the Committee office. Those in attendance were:

Ms. Velma Prouty	AT&T California
Ms. Paula Haney	NextG Networks
Ms. Kourtney Aboudara	NextG Networks
Mr. Steve Rodriquez	T-Mobile USA
Ms. Lynn Prescott	Verizon Wireless
Mr. Rick Freyre	City of Los Angeles (teleconference)
Ms. Sue Thomas	Sprint PCS(teleconference)
Ms. Lupe Hernandez	Cingular Wireless
Mr. Larry Chow	Southern California Edison
Ms. Sherri Goetz	Southern California Edison
Ms. Jennie Corella	Committee Staff
Ms. Jean Baccus	Committee Staff

Ms. Prouty opened the meeting by addressing the first issue on the agenda, **Item 1280: Authorized Signatures Agreement Amendment**. This item remains open due to the lack of signatures for City of Los Angeles, and City of Burbank.

The next item on the agenda is **Item 1440: Review of 1998 Agreement**. Ms. Prouty stated that the review is to aid the members in ensuring that all members are in compliance with the agreement, and the Routine Handbook. She added that the ad hoc would review each section individually, and discuss any members concerns, or questions.

Ms. Corella questioned if those members that did not choose to sign the 1998, do they continue to be bound to the 1988 agreement? Ms. Hernandez responded that if they have poles in the database, it is incumbent on these members to process a JPA to remove their poles from record. The members reviewed and discussed page 1 of the agreement.

On page 2, section 2 (f), the members discussed the need of the definition of cost causer. On page 2.2 of the Routine Handbook, there is a definition of the term cost causer. The members read the definition, and the consensus is that the definition in the agreement should remain as is until the definition is revised in the Routine Handbook. The members agreed that should they discover necessary changes to the Agreement, they then would revisit the definition of cost causer.

Next, the members reviewed and discussed the operating boundaries found on page 3 of the agreement. They noted the verbiage, “North from the Mexican border”. All the members are aware that San Diego is not a member of the SCJPC. Therefore, this description appears incorrect. Mr. Chow stated that when one reads the boundaries for the NCJPA, there is an overlap between the North and the South. He added that the NCJPA boundary reads to the Southern end of Kern County, and the SCJPC boundary reads to the North of Kern County; therefore there is an overlap. This is noted, however, this issue does not create a problem for either entity.

Ms. Prouty inquired into sub-section (s): Special Work. Ms. Corella reported that as the section states, the committee would bill a member for any clerical work performed by the SCJPC staff that is not a benefit to the entire committee. Ms. Prouty questioned if the SCJPC office was performing this type work. Ms. Corella responded that in her tenure, she has not seen this happen. Ms. Baccus stated that historically, the staff has performed work for third parties (NCJPA), and were compensated.

Page 6 the members questioned section 4, sub-section (c’) that states that the committee would hold an annual administrative board meeting. However, for clarification this could mean the annual nominating committee, which meets annually to elect committee officers. The members discussed the use of the term, “office manager”, since the title has been changed to, “manager of operations”. This was noted, and if any changes were made to the agreement, this term would be revised.

Section 5, (a) states that members must attend a minimum of 80% of all meetings, or may be assessed a penalty, pursuant to the by-laws, Article IX, Section 2. The members then reviewed this section in the by-laws. The by-laws state that members attendance would be tracked one year from the signing of the by-laws. Ms. Corella stated that the committee office has been tracking attendance, and that the by-laws were revised, and signed again in July 2005.

The members discussed the issue of assessing members a penalty for lack of attendance.

Section 6 (1), Ms. Hernandez proposed adding the term “audited” to “financial statements”, in that the committee is now requesting an audited financial statement. It was agreed to add the term to the by-laws as well – Article III, Section 4.

Mr. Chow stated that Section 6 (b) (4) mentions the need of a California Certificate of Convenience and Necessity (CPCN). However, he added that wireless organizations are now issued Wireless Identification Numbers (WIN).

Mr. Rodriguez stated that wireless organizations are issued a WIN due to taxing laws, however, it serves a similar purpose as a CPCN.

The members then discussed corporate mergers, takeovers, and buyouts. It was agreed not to change a members code or merge accounts until an official

notice is sent to the committee from a principal officer, or an authorized representative. This section would be discussed further at the next meeting.

The committee office has been changing code, "ATS" to "MCI". It was agreed that this should not have transpired. The office would no longer make these changes, and reverse those records that were changed. Since Mr. Beckermann, the current representative for MCI has not instructed any changes to either MCI Telecommunications, or MCI Metro-ATS, the committee office would no longer make any changes. A similar situation is occurring with AT&T Communications, and AT&T Local Services where both are ATT. However, the staff would also reverse these changes.

There were no miscellaneous items. The meeting adjourned at 2:10 p.m., until August 7, 2007.

Jennie Corella, Manager of Operations

Southern California Joint Pole Committee

437 So. Cataract Ave. Unit 3
San Dimas, CA 91773
Phone (909) 592-4001

August 7, 2007

A regular meeting of the **ad hoc Committee on Reorganization** took place on the above date, at 12:45 p.m., at the Committee office. Those in attendance were:

Ms. Velma Prouty	AT&T California
Ms. Paula Haney	NextG Networks
Ms. Kourtney Aboudara	NextG Networks
Mr. Sheldon Cox	City of Pasadena
Mr. Malcolm Brown	Verizon Wireless
Mr. Robert Allen	City of Los Angeles (teleconference)
Ms. Sue Thomas	Sprint PCS(teleconference)
Ms. Jennie Corella	Committee Staff

Ms. Prouty opened the meeting by addressing the first issue on the agenda, **Item 1280: Authorized Signatures Agreement Amendment**. This item remains open due to the lack of signatures for City of Los Angeles, and City of Burbank.

The second item on the agenda is Item 1436: Compliance with Routine Handbook. Mr. Chow stated that this is an SCE concern. He added that the issue of unauthorized attachments would be handled in the Routine Revision ad hoc committee. In reference to poles left in the field, it has been agreed that member representatives would be the single point of contact

Mr. Cox inquired if there is a method to ascertain the length of time which would transpire before a particular pole is removed from the field.

Mr. Prouty responded that AT&T California has a program where contractors are handling the task of removing poles left in the field. She added that she is unable to identify the time frame of removing any particular pole at this time.

Mr. Cox added that the City of Pasadena receives customer inquiries as to the time frame when a particular pole would be removed from the field.

Mr. Prouty stated that she has arranged that the AT&T California managers, on a quarterly basis, update for the City of Anaheim's list of poles that require removal. Ms. Prouty gave Mr. Cox the name of the person to contact, within her organization, in reference to pole removals.

The next item on the agenda is **Item 1440: Review of 1998 Agreement**. Ms. Prouty stated that the ad hoc would review pages 10 and 11 of the agreement. She instructed the ad hoc to read part 7 of the agreement, and note any questions and/or concerns for discussion.

Ms. Prouty inquired about the third paragraph in section 7, on page 10, which states, "shall be mailed to all members at least (7) days prior to such

meeting”. Ms. Corella stated that she no longer mails documents to the members, instead the documents are uploaded onto the web site to be retrieved by members at their leisure. It was agreed that this statement does read correctly.

Mr. Chow questioned the last paragraph of section 7. The paragraph states that, “No meeting of the Administrative Board shall be convened unless and until there are present at such meeting representatives of Members which own at least three quarters (3/4) of the shares apportioned among the Members as provided above in the Section 7.” He stated that the primary shareholders are SCE, AT&T California, and Verizon California. He added that if one of the aforementioned members is not in attendance, then the Board meeting is unofficial. He added that Verizon California has missed one meeting.

Mr. Chow recommends that the Verizon California representative, and alternate be contacted and informed that they hold a large percentage of voting shares, and it is imperative that they attend all Board meetings.

The members discussed this section and agreed that a member utility has three options in reference to Board attendance, 1) to attend, 2) to have his/her alternate attend, and 3) to teleconference, or have the alternate teleconference.

The members discussed the issue of voting rights. The question arose if the alternate has the right to vote on issues, or is it a right for the member representative only. The members read the section that alludes to voting privileges. It was agreed that the representative may appoint an alternate, and must notify the JPC manager who and when their respective alternate would attend any meetings. Noted as well is that members may designate several alternates if desired.

The members then reviewed Section 8. Ms. Prouty questioned the reference to non-members in this section, and inquired if the committee office is performing work for non-members. Ms. Corella responded that the office is not performing work for non-members. She added that perhaps, when the agreement was written, the office might have been performing work for non-members. Ms. Prouty suggested deleting the reference to non-members.

Mr. Chow suggested reviewing the Agreement entirely, and compiling a list of proposed revisions. When the list is complete, the ad hoc would then take the proposed revisions as one packet to the entire Board members for their approval.

Ms. Prouty stated that there is a question in regards to cost causers discussed at the last meeting that should be added the list of proposed revisions. It is agreed that the ad hoc would continue to review the agreement and compile the list of proposed revisions.

The ad hoc would continue with section 8, page 12 at the next scheduled meeting.

There were no miscellaneous items. The meeting adjourned at 1:30 p.m., until September 11, 2007.

Jennie Corella, Manager of Operations

Southern California Joint Pole Committee

437 So. Cataract Ave. Unit 3
San Dimas, CA 91773
Phone (909) 592-4001

September 11, 2007

A regular meeting of the **ad hoc Committee on Reorganization** took place on the above date, at 12:40 p.m., at the Committee office. Those in attendance were:

Ms. Velma Prouty	AT&T California
Ms. Paula Haney	NextG Networks
Ms. Kourtney Aboudara	NextG Networks
Mr. Larry Chow	Southern California Edison
Ms. Sherri Goetz	Southern California Edison
Mr. Wayne Brown	Southern California Edison
Ms. Lupe Hernandez	AT&T Wireless
Mr. Justin Cashmer	Verizon California
Mr. Daniel Riggs	Verizon California
Mr. Steve Rodriguez	T-Mobile USA
Mr. Sheldon Cox	City of Pasadena
Mr. Lynn Prescott	Verizon Wireless
Mr. Robert Allen	City of Los Angeles (teleconference)
Ms. Sue Thomas	Sprint PCS
Ms. Jennie Corella	Committee Staff
Ms. Jean Baccus	Committee Staff

Ms. Prouty opened the meeting by addressing the first issue on the agenda, **Item 1280: Authorized Signatures Agreement Amendment**. She stated that there is no change in this item.

The second item on the agenda is **Item 1436: Compliance with Routine Handbook**. This item was tabled for the next meeting.

The third item on the agenda is **Item 1440: Review of 1998 Agreement**. Ms. Prouty asked the members to review page 12 of the agreement. The members discussed the operating fund. The operating fund is monies that are maintained to prevent short-term cash shortages. The agreement states that the operating fund balance should not exceed 20% of the previous years expenses. The members discussed if the 20% is sufficient for current expenses.

Ms. Corella stated that \$3,125.00 is taken from new members fee and placed in the Operating fund. She added that she would need to research how this amount is calculated.

The members inquired how the 20% was determined. Ms. Corella responded that she is not aware how the writers of the agreement arrived at this percentage.

It was agreed to contact the committee auditor in regards to the 20% limit on the operating fund.

Ms. Thomas inquired if there never was a need to pull from the operating fund, what becomes of the funds. Ms. Corella stated that she was informed that in the event that the committee disbanded, the money would be returned to the members.

Ms. Baccus reported that since members are assessed for the expenses for the previous month, the money in the operating fund pays the bills, and is replenished when the members pay their assessment invoices. The problem arises when a member(s) do not pay their assessment invoices, and the operating fund is not replenished.

Ms. Corella reported that historically, the board members agreed to retain a new members entire fee rather than credit the monthly expenses. She added that this amount is also in the operating fund.

The members discussed taking some money from the new members initial fee and depositing it into the operating fund to bring it up to 20% of the prior years expenses. The remaining balance can then be credited to the members.

Ms. Corella stated that this action requires board approval. The consensus is to place this issue on the discussion calendar of the next Board meeting. The proposal is to bring the operating fund to \$109,000.00.

Ms. Corella would contact the committee accountant, and the committee legal in reference to the percentage factor for the operating fund balance.

The members then reviewed (c) Furniture, fixtures, Equipment, and Intellectual Property, and (d) Special Work. There were no issues or concerns from the ad hoc members on these two sections.

There were no miscellaneous items. Ms. Prouty announced that the ad hoc would be reviewing page 13 at the next meeting.

The meeting adjourned at 1:15 p.m., until October 9, 2007.

Jennie Corella, Manager of Operations

Southern California Joint Pole Committee

437 So. Cataract Ave. Unit 3
San Dimas, CA 91773
Phone (909) 592-4001

October 9, 2007

A regular meeting of the **ad hoc Committee on Reorganization** took place on the above date, at 10:00 a.m., at the Committee office. Those in attendance were:

Ms. Velma Prouty	AT&T California
Ms. Paula Haney	NextG Networks
Mr. Malcolm Brown	Verizon Wireless
Mr. Larry Chow	Southern California Edison
Ms. Sherri Goetz	Southern California Edison
Ms. Lupe Hernandez	AT&T Wireless
Mr. Sheldon Cox	City of Pasadena
Mr. Lynn Prescott	Verizon Wireless
Mr. Rick Freyre	City of Los Angeles (teleconference)
Ms. Sue Thomas	Sprint PCS
Ms. Jennie Corella	Committee Staff
Ms. Jean Baccus	Committee Staff

Ms. Prouty opened the meeting by addressing the first issue on the agenda, **Item 1280: Authorized Signatures Agreement Amendment**. She stated that there are two members who have failed to sign the first amendment to the 1998 Agreement. Those members are the City of Los Angeles, and the City of Burbank. After brief discussion, the consensus is, as a follow up reminder, to again send both members the amendment page to sign.

The second item on the agenda is **Item 1436: Compliance with Routine Handbook**. The two issues under this item are unauthorized attachments, and poles left in the field. Both issues were brought to the table by SCE.

Mr. Chow reported unauthorized attachments issue has been discussed, and is no longer an issue.

He further stated that in regards to poles left in the field, this has been remedied by all members providing their single point of contact for customer complaints on poles left in the field.

He stated that in regards to compliance with the Routine Handbook, there still remain transfers and PTD's requiring completion.

Ms. Prouty stated that in regards to AT&T California, they are now engaging contractors that are dedicated to transferring equipment.

Ms. Hernandez stated that she would like clarification on the issue of unauthorized attachments. She added that the committee legal reviewed the Agreement for any leverage the committee could use in regards to illegal attachments. His response is that there is language in the Agreement to handle illegal attachments. Therefore, she added that the issue of

unauthorized attachments is not resolved, and continues to be an open issue. Since the purpose of this issue sitting on the Reorganization agenda would pertain to the Agreement, and not be misconstrued as the issue of Section 4.1 in the Routine ad hoc committee. This issue is how to handle those members that blatantly disregard the Routine and attach illegally. Their financial gain, and objectives for attaching illegally clearly outweigh the financial impact of the current penalty fee in the handbook. She reiterated that these issues are not truly resolved. She further stated that the question is where to go with these issues.

Mr. Chow responded that SCE brought to the table what he believed would be a remedy to this issue.

It was agreed that both, unauthorized attachments, and poles left in field would remain an open issue in this ad hoc.

The third item on the agenda is **Item 1440: Review of 1998 Agreement**. Ms. Prouty asked the members to review page 13, the remainder of Section 8-Financing Operation of the Committee- sub-sections E, F, and G. The members had no questions or concerns with these sections.

There were no miscellaneous items.

Actions items for this ad hoc is the sending of a copy of the first amendment to the Cities of Burbank, and Los Angeles, to be signed by an authorized officer.

The meeting adjourned at 10:25 a.m., until November 13, 2007.

Jennie Corella, Manager of Operations

Southern California Joint Pole Committee

437 So. Cataract Ave. Unit 3
San Dimas, CA 91773
Phone (909) 592-4001

November 13, 2007

A regular meeting of the **ad hoc Committee on Reorganization** took place on the above date, at 11:45 a.m., at the Committee office. Those in attendance were:

Ms. Velma Prouty	AT&T California
Ms. Paula Haney	NextG Networks
Mr. Malcolm Brown	Verizon Wireless
Mr. Steve Rodriguez	T-Mobile USA
Ms. Sherri Goetz	Southern California Edison
Ms. Lupe Hernandez	AT&T Wireless
Mr. Sheldon Cox	City of Pasadena
Mr. Lynn Prescott	Verizon Wireless
Mr. Robert Allen	City of Los Angeles (teleconference)
Ms. Sue Thomas	Sprint PCS
Mr. Cory Autrey	Sprint-Nextel
Ms. Jennie Corella	Committee Staff
Ms. Jean Baccus	Committee Staff

Ms. Prouty opened the meeting by addressing the first issue on the agenda, **Item 1280: Authorized Signatures Agreement Amendment**. Ms. Corella reported that she sent follow-up amendments to both City of Los Angeles, and City of Burbank. She added that she sent the documents to both representatives, as well as their alternates. However, she has not received a response to date.

The second item on the agenda is **Item 1436: Compliance with Routine Handbook**. Ms. Hernandez clarified the first concern for this item, poles left in the field. She stated that if poles are left in the field, then that member is not adhering to the Routine Handbook. She added that the ad hoc is attempting to arrive at a solution to bring any member that is not following the Routine Handbook, into compliance. She further stated that a letter was drafted, and sent to the committee legal in regards to this concern. His response states that there is leverage in the 1998 agreement to handle those members that are in breach or default. The options are suspension or termination of membership. She added that in her opinion, the ad hoc should arrive at a solution since Edison has raised a concern for this issue on several occasions, and this concern has been on the agenda for several months.

Ms. Prouty responded she was under the impression that this issue was somehow connected to the 4.1 concerns. Ms. Hernandez responded that members are not following section 4.1, and/or are blatantly attaching to poles illegally.

Ms. Prouty stated that this item would be tabled for the next meeting for further extensive discussion. She instructed the ad hoc members to be prepared to provide their thoughts, and to discuss extensively a resolution to this issue for the next meeting.

The third item on the agenda is **Item 1440: Review of 1998 Agreement**. Ms. Prouty asked the members to review section 9 – Hold Harmless. Mr. Autrey suggested that the ad hoc members have their respective legal departments review this section for interpretation, and clarification.

It was agreed not to have the committee legal review the agreement until the ad hoc has completed their review of the entire 1998 agreement. At the completion of the ad hoc review, there should be a list of revisions or concerns to be sent to the committee legal.

The members reviewed their notes from previous meetings, and noted the proposed revisions.

The consensus is that each ad hoc member should have the entire 1998 agreement reviewed by his or her respective legal departments prior to having it sent to the committee legal for his review.

There were no miscellaneous items.

The meeting adjourned at 12:15 p.m., until January 2008.

Jennie Corella, Manager of Operations