

Southern California Joint Pole Committee

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

January 8, 2008

A regular meeting of the **ad hoc Committee on Reorganization** took place on the above date, at 12:50 p.m., at the Committee office. Those in attendance were:

Ms. Velma Prouty	AT&T California
Ms. Paula Haney	NextG Networks
Ms. Shawna Dubois	NextG Networks
Mr. Steve Rodriguez	T-Mobile USA
Ms. Sherri Goetz	Southern California Edison
Ms. Lupe Hernandez	AT&T Wireless
Mr. Larry Chow	Southern California Edison
Mr. Lynn Prescott	Verizon Wireless
Mr. Cory Autrey	Sprint-Nextel
Ms. Jennie Corella	Committee Staff
Ms. Jean Baccus	Committee Staff

Ms. Prouty opened the meeting by stating that the first issue on the agenda, **Item 1280: Authorized Signatures Agreement Amendment** remains an open item due to the lack of signatures from the City of Los Angeles, and the City of Burbank. She added that Ms. Corella has sent a third request to the aforementioned members in October 2007. However, she has not received a response to date.

The second item on the agenda is **Item 1436: Compliance with Routine Handbook**. Ms. Prouty reported that the ad hoc members were to return this month with their respective suggestions on a process to handle those members non-compliant with the Agreement and Routine handbook. She further added that the ad hoc has identified some issues that some members are currently non-compliant. Those issues are 1) poles left in field, 2) members attaching prior to issuing a JPA, and 3) compliance to board attendance per 1998 Agreement and By-Laws.

Mr. Chow stated that he would like to add the issue of finalizing JPAs. He added that in instances where the work has been completed, and one or two years have elapsed, how much longer are the joint members on the JPA to wait for the initiator to finalize the JPA? He added that the impact of one specific JPA, that has not been finalized, is that other JPAs are waiting on the finalizing of the JPA in question to finalize their respective JPAs to maintain proper sequential order.

Ms. Hernandez responded that the Routine Handbook does in fact address the time-frame issue. She added it states that the JPA should be finalized 90 days from the time the Form 48 was issued.

The third item on the agenda is **Item 1440: Review of 1998 Agreement**. Ms. Prouty asked the members to review section 10 – *Breaches by Members or Member’s Default*. She added that the ad hoc would review this section up to sub-section C.

Ms. Hernandez stated that she found sub-section C puzzling with the closing verbiage of, “except that this subsection “C” shall not apply to Joint Pole Authorizations”. She questioned when the office staff would have work over and above anything that does not apply to JPAs.

The members discussed this section briefly, and shared instances where members would bill one another without generating a JPA. Ms. Hernandez stated that the section has been clarified to her satisfaction.

There were no miscellaneous items.

The meeting adjourned at 1:10 p.m., until February 12, 2008.

Jennie Corella, Manager of Operations

Southern California Joint Pole Committee

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

April 8, 2008

A regular meeting of the **ad hoc Committee on Reorganization** took place on the above date, at 10:25 a.m., at the Committee office. Those in attendance were:

Ms. Velma Prouty	AT&T California
Ms. Paula Haney	NextG Networks
Ms. Shawna Dubois	NextG Networks
Mr. Steve Rodriguez	T-Mobile USA
Ms. Sherri Goetz	Southern California Edison
Ms. Lupe Hernandez	AT&T Wireless
Ms. Shawna Henderson	AT&T Wireless
Mr. Larry Chow	Southern California Edison
Mr. Lynn Prescott	Verizon Wireless
Ms. Sue Thomas	Sprint-Nextel (teleconference)
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 it appears this issue is a standing item with two members remaining to sign the first amendment to the 1998 Agreement.

The second item on the agenda is **Item 1436: Compliance with Routine Handbook**. She reported that the ad hoc is to arrive at a process to handle those members who are not in compliance with the Routine. She added that she is not ready at this time, and inquired if any members had any suggestions for this process.

Ms. Haney stated that there are many infractions resulting in non-compliance to the Routine. She added that in her opinion, each infraction should be addressed subjectively.

Ms. Goetz stated that one issue that had been a bullet point is poles left in field. She further stated that per prior meetings, this is the first non-compliance issue to be addressed by this ad hoc.

Ms. Hernandez interjected that the ad hoc should address one non-compliance issue at a time. They should agree on a resolution on the current non-compliance issue, then move on to the next issue.

This could remain an open item to allow members to bring any non-compliance grievances to the table.

The members agreed on this method in resolving non-compliance.

The third item on the agenda is **Item 1440: Review of 1998 Agreement**. Ms. Prouty asked the members to review section 10 – *Breaches by Members or Member's Default – subsection (d)*. The ad hoc would review the remainder of section 10.

The members reviewed the section. There were no issue or concerns with this section.

The members questioned the issue of those members whose board meeting attendance has fallen below 80 %. According to the agreement and the by-laws, member's attendance record must be at least 80% annually.

Mr. Chow stated that in his opinion, this problem lies within the application process. He added that members join the SCJPC without fully understanding their responsibilities, commitments, and the core purpose of joint use and the committee. To this he added that in the initial application process, the interested applicant should send a representative to an interview meeting where the members could orient them about the SCJPC.

The consensus is that the attendance issue would be a bullet point linked to Item 1436 – compliance.

There were no miscellaneous items.

The meeting adjourned at 10:50 a.m., until May 13, 2008.

Jennie Corella, Manager of Operations

Southern California Joint Pole Committee

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

May 13, 2008

A regular meeting of the **ad hoc Committee on Reorganization** took place on the above date, at 9:00 a.m., at the Committee office. Those in attendance were:

Ms. Velma Prouty	AT&T California
Ms. Paula Haney	NextG Networks
Mr. Steve Rodriquez	T-Mobile USA
Ms. Sherri Goetz	Southern California Edison
Ms. Lupe Hernandez	AT&T Wireless
Ms. Shawna Henderson	AT&T Wireless
Mr. Larry Chow	Southern California Edison
Mr. Lynn Prescott	Verizon Wireless
Mr. Art Johnson	City of Los Angeles (teleconference)
Mr. Robert Allen	City of Los Angeles (teleconference)
Mr. Robert Wolfe	AT&T California (teleconference)
Ms. Jennie Davis	City of Los Angeles (teleconference)
Ms. Jennie Corella	Committee Staff
Ms. Jean Baccus	Committee Staff
Ms. Angela Pranata	Committee Staff

Ms. Prouty opened the meeting by stating that the first issue on the agenda, **Item 1280: Authorized Signatures Agreement Amendment** remains an open item due to the lack of signatures from the City of Los Angeles, and the City of Burbank. She added that Ms. Corella has sent a third request to the aforementioned members in October 2007. However, she has not received a response to date.

The second item on the agenda is **Item 1436: Compliance with Routine Handbook**. Ms. Prouty reported that the ad hoc members were to return this month with their respective suggestions on a process to handle those members non-compliant with the Agreement and Routine handbook. She further added that the ad hoc has identified some issues that some members are currently non-compliant. Those issues are 1) poles left in field, 2) members attaching prior to issuing a JPA, and 3) compliance to board attendance per 1998 Agreement and By-Laws.

Mr. Chow stated that he would like to add the issue of finalizing JPAs. He added that in instances where the work has been completed, and one or two years have elapsed, how much longer are the joint members on the JPA to wait for the initiator to finalize the JPA? He further added that the impact of one specific JPA, that has not been finalized, is that other JPAs are waiting on the

finalizing of the JPA in question to finalize their respective JPAs to maintain proper sequential order.

Ms. Hernandez responded that the Routine Handbook does in fact address the time-frame issue. She added it states that the JPA should be finalized 90 days from the time the Form 48 was issued. She stated that according to Section 18.1 a member may issue a Form 48 for another member, and that member may notate that if the issuing member does not final the JPA, the joint member has the option to exercise Section 18.1-F and bill via authorized cost item 14.

Mr. Chow stated that in the method in which business is transacted today, perhaps the time frames in the Routine are too limited in accomplishing all the work entailed; however, those members that are waiting two and three years, that time is too long. He added that perhaps the members should arrive at a reasonable time frame, and a method to address those members who are non-compliant.

Ms. Hernandez stated that the authorized cost of finalizing another members JPA is so minimal, that there is no incentive for the initiating party to rush and final the JPA.

Ms. Davis stated that the authorized cost for finalizing another members JPA does not nearly compensate for the resources expensed in completing the JPA. Mr. Allen stated that this issue should be addressed in the authorized costs elements ad hoc committee when reviewing the costs.

Mr. Chow inquired which of the attending members are finalizing other members JPAs. He added that those members partaking in this task should provide the ad hoc with the resources, and time expensed within their respective organizations to aid in determining a more equitable cost.

Ms. Prescott suggested rather than the current cost of \$78.00 per *JPA*, revising the cost to be \$78.00 per *POLE*. Ms. Hernandez agreed that a per-pole cost could prove more equitable.

Ms. Hernandez stated that when the members submit their authorized costs, they could fill in their proposal of an equitable cost for finalizing another members JPA, and/or the per pole cost.

The consensus is that those members finalizing JPAs for other members would bring their data of resources and time expensed to the next ad hoc meeting to aid in determining a per pole authorized cost.

Ms. Prescott stated that she would like to add another concern to the list of non-compliance issues. She would like to add member attaching prior to approval of JPAs.

The third item on the agenda is **Item 1440: Review of 1998 Agreement**. Ms. Prouty asked the members to review section 11 –*Bankruptcy-subsection (a) 1-4*.

The members reviewed the section. Mr. Wolfe questioned subsection (a)-1, and inquired when a member is late and when one is in default. Ms. Corella responded that a member is late until 180 days past the due date at which time that member is classified as in default.

There were no other questions or concerns on this section.

There were no miscellaneous items.

The review of action items is:

- DWP is to provide the ad hoc with their expenses and resources in those instances when they finalize another members JPA(s). This action correlates with Item 1436: Compliance with Routine Handbook, and AC Item 14.

The meeting adjourned at 9:40 a.m., until June 10, 2008.

Jennie Corella, Manager of Operations

Southern California Joint Pole Committee

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

June 10, 2008

A regular meeting of the **ad hoc Committee on Reorganization** took place on the above date, at 1:45 p.m., at the Committee office. Those in attendance were:

Ms. Robert Wolfe	AT&T California
Ms. Paula Haney	NextG Networks
Mr. Cory Autrey	Sprint-Nextel
Mr. Larry Chow	Southern California Edison
Ms. Sherri Goetz	Southern California Edison
Ms. Lupe Hernandez	AT&T Mobility
Ms. Shawna Henderson	AT&T Mobility
Mr. Lynn Prescott	Verizon Wireless
Mr. Art Johnson	City of Los Angeles (teleconference)
Ms. Jennie Corella	Committee Staff
Ms. Jean Baccus	Committee Staff
Ms. Angela Pranata	Committee Staff

Ms. Wolfe 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 from the City of Los Angeles, and the City of Burbank. Ms. Corella reported that Mr. Lippert of the City of Burbank contacted her and stated that he would bring the signed amendment to the next Board meeting. Mr. Wolfe requested a briefing on the amendment. Ms. Corella stated that the amendment is to allow new members to sign a corporate resolution to be attached to the Agreement, and include an appendix attached to the Agreement listing the members, and adding to it as new members enter the committee. This eliminates the necessity of having all members sign a new agreement for every incident of new membership. She added that all members have signed the Agreement itself.

The second item on the agenda is **Item 1436: Compliance with Routine Handbook**. Mr. Wolfe remarked that all members must be non-compliant with the Routine Handbook in one way or another. Mr. Chow briefed Mr. Wolfe on this item. He stated that the items listed on the agenda are issues that require addressing since there are frequent offenses. The ad hoc is discussing a method of drawing these infractions to the attention of the offenders. Therefore, the ad hoc is attempting to create a process to address the offenses. This would be a step process where perhaps the offender is given a notification, and then move step-by-step to perhaps committee suspension.

Mr. Wolfe proposed engaging the JPC office to finalize the JPAs that require this, rather than having the members handle this task which could create friction among members.

Ms. Goetz responded that the JPC office does not have data needed to maintain and become aware of outstanding JPAs.

Ms. Corella stated that currently, there is an administrative authorized cost for a member who finalizes another member's JPA. The current cost is \$78.00, and it is agreed that this cost is minimal and not punitive in any way. There has been discussion of imposing a \$100.00 per pole administrative authorized cost.

It was agreed that this item remains open as this time for further discussion.

The third item on the agenda is **Item 1440: Review of 1998 Agreement**. The next section for review is 11 *-Bankruptcy- subsection (b) Election to Assume Agreement*.

The members reviewed the section. Mr. Wolfe questioned when would a member elect or not elect to assume the agreement.

The member's discussed this section and stated that there has been an incident where an entity deemed not to assume the agreement. The situation involved the Altrio filing, and the purchase of Altrio's assets by Champion communications. In the purchase of assets, Champion elected not to assume the Agreement, and choose to transact business via lease agreements.

The members continued to review this section, and there were no other questions or concerns on this section.

There were no miscellaneous items.

The review of action items is:

- There were no action items.

The meeting adjourned at 2:30 a.m., until July 16, 2008.

Jennie Corella, Manager of Operations

Southern California Joint Pole Committee

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

July 8, 2008

A regular meeting of the **ad hoc Committee on Reorganization** took place on the above date, at 10:30 a.m., at the Committee office. Those in attendance were:

Ms. Robert Wolfe	AT&T California (teleconference)
Mr. Steve Rodriguez	T-Mobile USA
Ms. Paula Haney	NextG Networks
Mr. Cory Autrey	Sprint-Nextel
Mr. Larry Chow	Southern California Edison
Ms. Sherri Goetz	Southern California Edison
Ms. Lupe Hernandez	AT&T Mobility
Ms. Shawna Henderson	AT&T Mobility
Mr. Lynn Prescott	Verizon Wireless
Mr. Dennis Walls	City of Los Angeles
Ms. Jennie Corella	Committee Staff
Ms. Jean Baccus	Committee Staff
Ms. Angela Pranata	Committee Staff

Ms. Wolfe opened the meeting by addressing the first issue on the agenda, **Item 1280: Authorized Signatures Agreement Amendment**. Mr. Wolfe reported that from the previous meeting, the rep for the City of Burbank stated that he would be submitting their signed document. Ms. Corella responded that the City of Burbank did indeed submit their signed amendment.

The second item on the agenda is **Item 1436: Compliance with Routine Handbook**. Mr. Wolfe opened discussion by stating that at the previous meeting, he stated that in his opinion, all members are not 100% compliant with the Routine Handbook, being it intentional or unintentional. The agenda lists five issues that the ad hoc agrees are repeat offences. They are:

1. Pole left in field
2. Members attaching prior to issuing JPA
3. Compliance to board attendance per 1998 Agreement and By-laws.
4. Finalizing JPAs in timely manner
5. Members attaching prior to approval of JPA

Ms. Hernandez stated that issue 3 could be removed in that it would be addressed at the next Board meeting. It was agreed to remove issue 3.

Ms. Prescott opened discussion by stating that the ad hoc is attempting to arrive at a process of notifying a member when they are non-compliant with the Routine, and the process to get them compliant.

Mr. Chow clarified what prompted the agenda item list. He stated that the list is issues that have been prevalent over the last years. The objective is not to address each item individually, but to create a single step process that when a member habitually is non-compliant what process is taken to address any specific member about any one of the listed issues. He added that the ad hoc reviewed the Agreement and By-laws to determine any leverage to correct the behavior of non-complying members. They also inquired with the committee legal who responded that there is a section in the agreement that addresses breaches of agreement. He further added that the ad hoc would like to create a method to bring members back into compliance, rather than expulsion.

Mr. Wolfe stated that perhaps rather than expulsion, perhaps a set time suspension could be considered. Those members in non-compliance would not be allowed to generate paperwork.

Ms. Hernandez responded that suspending them from processing their paperwork would do greater harm to joint members than it would the offending member. Those members in non-compliance are not processing their paperwork in a timely manner, which results in loss and/or delayed revenue.

Mr. Wolfe stated that in his opinion, expulsion sounds like a hollow threat, where suspension of processing documents has greater leverage. He then questioned how the committee would go about expelling members.

Mr. Chow stated that the committee legal stated that expulsion from the committee would be in part due to a material default. He added that it appears that the material default is for financial obligations, and not non-compliance to the Routine handbook. Therefore, he agrees with Mr. Wolfe that a suspension of transactions could be a part of the step process. However, as mentioned earlier, there are some members who build prior to transacting any paperwork.

Ms. Prescott stated that she agrees that suspension would work in several of the afore-mentioned instances, such as finalizing JPAs in a timely manner, and members attaching prior to approval of JPA. However, she could not comment on the issue of members attaching prior to issuing a JPA.

Ms. Hernandez stated that issues 2 and 5 could resolve themselves once the ad hoc agrees on a punitive and deterring penalty to address section 4.1.

Mr. Chow stated that he agrees that expulsion should be the last step in the process.

Mr. Wolfe suggested creating a 3-step notification that a member is not in compliance. If after three notices the offender has not corrected the offence, then it would go to litigation of a committee consisting of 2 power and 2 communication members.

Mr. Wolfe also suggested engaging the committee attorney to create an appropriate 3-step outline to bring members into compliance. The steps could be 1) contact, 2) identify the issue, and 3) aid member in rehabilitation.

Mr. Autrey stated that the issues should be explicitly identified in the Routine.

Ms. Haney suggested the ad hoc creating the outline for the step process, and then having the committee attorney review for accuracy and correctness.

Ms. Prescott suggested assigning some of these issues to the Routine ad hoc committee for discussion since it appears that these issues are being discussed in that ad hoc committee.

Mr. Wolfe stated that there is talk in the North of imposing actual costs of a transaction, not just a penalty, but the actual cost of the work.

Ms. Prescott stated that the step process and all other issues the ad hoc would agree on must be in the Routine Handbook.

The members discussed creating a step process outline for the lawyer to review. Mr. Chow stated that the process must be generic enough to be applied to all non-compliant concerns.

Ms. Hernandez stated that the first step would be creating the 2 powers, and 2 communications member committee. The final step is bringing all documents to the committee for their review, the next step to allow offending members to provide their documentation.

The ad hoc members extensively discussed the elements for the step process. They have created a first draft of the step process. It looks as follows:

If resolution cannot be achieved between members then take the following steps:

1. Bring a formal written notification of the issue to the Admin Board.
2. Admin Board to request a written response to the written notification within 30 days.
3. Admin Board appoints a committee consisting of 2 power and 2 communication companies.
4. Committee hears both sides.
5. Committee to validate the facts and make recommendations to the Admin Board.
6. Admin Board to provide final decision.

The members agreed to review the first draft of the step process and would discuss it further at the next meeting for any revisions, and additions.

The third item on the agenda is **Item 1440: Review of 1998 Agreement**. Mr. Wolfe recommended tabling this issue at this time.

There were no miscellaneous items.

Mr. Walls stated that his organization did evaluate the cost for processing another members JPA. He reported that their cost is \$500.00 per JPA.

The review of action items is:

- Draft one of the step process is to be sent to the ad hoc members.

The meeting adjourned at 12:10 p.m., until August 12, 2008.

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 12, 2008

A regular meeting of the **ad hoc Committee on Reorganization** took place on the above date, at 1:10 p.m., at the Committee office. Those in attendance were:

Ms. Robert Wolfe	AT&T California
Ms. Paula Haney	NextG Networks
Mr. Cory Autrey	Sprint-Nextel
Ms. Sherri Goetz	Southern California Edison
Ms. Lupe Hernandez	AT&T Mobility
Ms. Shawna Henderson	AT&T Mobility
Mr. Lynn Prescott	Verizon Wireless (teleconference)
Mr. Dennis Walls	City of Los Angeles
Ms. Jennie Corella	Committee Staff
Ms. Jean Baccus	Committee Staff
Ms. Angela Pranata	Committee Staff

Ms. Wolfe opened the meeting by addressing the first issue on the agenda, **Item 1280: Authorized Signatures Agreement Amendment**. Mr. Wolfe stated that the only member remaining to sign the amendment agreement is the City of Los Angeles.

The second item on the agenda is **Item 1436: Compliance with Routine Handbook**. The following concerns are to be addressed within this ad hoc:

1. Pole left in field
2. Members attaching prior to issuing JPA
3. Compliance to board attendance per 1998 Agreement and By-laws.
4. Finalizing JPAs in timely manner
5. Members attaching prior to JPA approval

Mr. Wolfe inquired if the ad hoc had decided earlier to remove concern number three.

Mr. Autrey stated that it was returned from the board meeting for rewording of the by-laws.

Ms. Haney stated that in her recollection, the committee would have a test period of one year at 50% attendance requirement.

Ms. Corella stated that the one year period did pertain to the 50% attendance requirement, and if 50% did not result in the positive, then the requirement would revert to the Agreement requirement of 80% attendance.

Mr. Wolfe questioned if this concern should remain on the agenda. Mr. Autrey reiterated that this issue was returned for rewriting of the by-laws.

Ms. Hernandez stated that according to the Agreement, the attendance requirement is 80%. However, since the committee agreed to require only 50% attendance, the by-laws should memorialize this deviation to the Agreement, which was approved by the Board.

Mr. Wolfe stated that he would work on the By-laws to address the issue of the 50% attendance requirement.

Mr. Wolfe then continued to address the remaining concerns. He inquired if the members would like to discuss the remaining concerns. The members opted not to discuss these issues at this time.

In regards to number four, finalizing JPAs in a timely manner, Mr. Wolfe stated that his belief for the lack of any mention of penalties toward members in non-compliance, is because in the early days of the committee, members would not think of not complying with the Routine handbook directives and time conditions. Members would finalize JPAs within the time constraints.

Item: 1440: Review of 1998 Agreement, was next on the agenda. Due to time constraints it was agreed that this item would be tabled at this time.

Under miscellaneous items, Mr. Walls stated that he would like to revise **Form 9**. He added that he would like a field to reference a work order.

Ms. Hernandez stated that this issue is a Routine Revision issue. It was agreed that this minor revision could become effective immediately. The form has been revised to include a date and accounting field, and would be placed on the JPA alert.

Ms. Goetz questioned if there is a copy of a Form 8, since it is mentioned in section 18 – Form 8 Joint Right of Way Memo, and mentioned in Section 8.1. This form is a method of notification. Ms. Hernandez stated that she would attempt to locate a copy from her historical paperwork.

Mr. Walls stated that the current Form 9 is not in the format he originally created. Ms. Hernandez responded that it has been modified. Mr. Walls stated that he would work on the Form again, and submit it at the next Routine meeting with any revisions if necessary.

The review of action items is:

- Mr. Wolfe to revise by-laws in regards to attendance requirement.
- Mr. Walls to work on Form 9 for Routine Revision meeting
- Form 9 revision for JPA Alert page

The meeting adjourned at 1:35 p.m., until September 9, 2008.

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 8, 2008

A regular meeting of the **ad hoc Committee on Reorganization** took place on the above date, at 12:00 p.m., at the Committee office. Those in attendance were:

Ms. Robert Wolfe	AT&T California (teleconference)
Mr. Steve Rodriguez	T-Mobile USA
Ms. Paula Haney	NextG Networks
Mr. Cory Autrey	Sprint-Nextel
Mr. Larry Chow	Southern California Edison
Ms. Sherri Goetz	Southern California Edison
Ms. Lupe Hernandez	AT&T Mobility
Ms. Shawn Henderson	AT&T Mobility
Mr. Lynn Prescott	Verizon Wireless
Ms. Jennie Corella	Committee Staff
Ms. Jean Baccus	Committee Staff
Ms. Angela Pranata	Committee Staff

Ms. Wolfe opened the meeting by addressing the first issue on the agenda, **Item 1436: Compliance with Routine Handbook issue**, 1) poles left in field. Mr. Chow stated that historically, it has been agreed that the ad hoc members would provide a single point of contact should there be any customer, commission, or city complaints regarding two poles in the field. He added that this process has been in effect for approximately one year, and it appears that the process is effective. He further added that the process has been successful both with Verizon California, and AT&T California.

Mr. Wolfe inquired into the current single point of contact for AT&T California. Mr. Chow responded that previously, it was his predecessor, Ms. Prouty. Mr. Wolfe responded that he is not aware of being contacted in regards to poles in field in the last three months. Mr. Chow responded that SCE has a group within joint pole, headed by Mr. Adolph Gonzales, that has tech specs located in various districts, and when SCE receives a complaint in regards to poles in field the tech spec meets with the other utility technicians. The SCE techs establish a business relationship with the member engineering counterparts to remedy the issue. This is the primary reason why Mr. Wolfe is not aware of the poles left in field issues. Mr. Chow stated that by addressing this issue at an engineering level is proving highly effective.

The members reaffirmed that this issue was originally brought to the table to create a process to address members that are not in compliance with the routine handbook and/or the 1998 agreement. The objective of the process is to bring members back into compliance.

The members then reviewed and discussed the revised by-laws created by AT&T California (see attachment I).

Ms. Goetz notated that the verbiage in the first paragraph, "monthly" should read, "monetary". The correction was noted.

Mr. Chow suggested rather than specify an exact dollar amount (\$500.00) to state the verbiage, "an approved" in place of the quoted dollar amount. The revision was noted.

Mr. Goetz stated that it was agreed that the tracking of attendance and the penalty would be based on a rolling forward monthly attendance, not a 12-month calendar year.

The members reaffirmed that their primary concern with this issue is administrative board attendance. Brought to the ad hoc members attention is the term in the second paragraph that states, " and/or assigned ad hoc committees". Mr. Chow stated that the penalty would apply only to administrative board meetings as originally presented to the board members. Although the ad hoc is in agreement that the ad hoc meetings are important in establishing policy, Mr. Chow reiterated that when presented to the members at the board meeting, the penalty would be applicable to administrative board meetings only. He added that perhaps in the future, the requirement for ad hoc meeting attendance could be added to the policy. The consensus is to delete ad hoc meetings.

Ms. Hernandez stated that since the idea of penalizing members for lack of board attendance was brought to the attention of the committee members, the participation has increased.

Mr. Autrey questioned if there is an impact in how the board meetings transpire now that the attendance has increased. Ms. Hernandez responded that in her opinion, there is no great difference. Ms. Haney stated in her opinion, it is too early to judge an impact on the meetings. Perhaps time would prove a positive impact due the increase of attendance.

Mr. Wolfe suggested implementing the penalty phase January 1, 2009.

Mr. Autrey stated that it appears the ad hoc is forcing the issue of board attendance on members by penalizing them for lack of attendance. He added that members might be too busy, and/or not have a huge interest in member attendance or limited resources. He further added that greater attendance might not prove beneficial, and those members that are truly interested in any pending open items would participate and provide input and dialogue.

Ms. Prescott stated that what the ad hoc is attempting to resolve is to ensure that members are in compliance with the agreement. Board attendance is part of the agreement. If members continually act in non-compliance with the agreement and routine handbook, the next step could possibly be a threat of expulsion.

Mr. Chow stated that what the ad hoc is attempting is to create a process to avoid the threat of expulsion. The process the ad hoc creates would be the step prior to any threats.

Ms. Prescott suggested creating a policy to be reviewed and revised annually by the operating committee. The policy could be revised without visiting and revising the by-laws on an annual basis. The policy would outline the process, penalty fees, and percentage of required attendance.

Mr. Wolfe stated that since the South does not vote on issues by proxy, the issue of attendance is extremely relevant since the lack of attendance could

affect the outcome of the voting process. He added that he notated some situations that could be excusable for missing a meeting, such as deaths, transportation issues, civil and natural disaster, and labor stoppages.

The members finalized the revisions to the proposed revised by-laws drafted by AT&T California. The consensus is to place the draft on the discussion calendar of the next administrative board meeting agenda.

The members then created an outline (see attachment II) for the policy that is to be completed at the next Operating meeting.

Item: 1440: Review of 1998 Agreement, was next on the agenda. The members reviewed section 11-C, 1-3, Cure or Adequate assurance. The members discussed the section briefly. Mr. Wolfe stated that in section 11-C, (1) the time frame of 10 days to cure by payment all susceptible defaults appears limited. He added that his organization could not process payments in such a short time frame. The members had no other comments. Section 11-D would be the point where the ad hoc would pick up the next review.

Under miscellaneous items, Mr. Chow opened discussion on voting shares required to carry a motion. In reading the agreement section 7, voting procedures of the administrative board, it was noted in order to adopt or modify the by-laws, amend the agreement, or make changes in membership, at least three quarters of the shares voting must vote in favor of. For clarification, 75% of those members voting must approve the motion, excluding those members who are present, but have abstained.

The review of action items is:

- Revisions to by-laws article IX, section 2 on board discussion
- Operating committee to document membership attendance policy.

The meeting adjourned at 1:45 p.m., until November 5, 2008.

Jennie Corella, Manager of Operations

Attachment I

Proposed By-Law Revision/attendance/penalty

ARTICLE IX

Internal Controls

Section 1

As is on 08/08/2008;

Section 2

Meeting attendance by all Members will be tracked and assessed, for a period of one year from the effective date of these By-Laws, to evaluate whether or not a monthly penalty needs to be established for non-attendance.

Proposed Revision;

Section 2

Meeting attendance by all Members will be tracked for a period of one year from the effective date of August 1, 2008. Members who miss greater than 50% of the previous twelve months Administrative Board and/or assigned ad-hoc committee meetings shall incur a \$500.00 penalty for inadequate attendance. The penalty will be included in the next monthly assessment. The penalty may be assessed monthly thereafter for continued non-attendance. Further penalties shall be waived for current attendance resulting in an average of greater than 50% per the By-Laws. *In consideration of Section 5 "ORGANIZATION" (a) Representatives and Alternates of the 1998 Southern California Joint Pole Agreement this policy shall be reviewed after an effective period of 12 months (1 year) and each August thereafter by the sitting Operating Committee of the SCJPC.*

Attachment II

MEETING ATTENDANCE POLICY:

- Percentage? 50%
- Time Frame? Previous 12 months (rolling calendar)
- Monetary Penalty? \$500.00
- Assessment? The penalty will be included in the next monthly assessment. The penalty may be assessed monthly thereafter for continued non-attendance. Further penalties shall be waived for current attendance resulting in an average of greater than the specified percentage of Administrative Board meeting attendance.
- Based on the needs of the Committee these requirements can be modified by the Operating Committee when deemed necessary.