

**MARIN TELECOMMUNICATIONS AGENCY**

**FINANCE & POLICY COMMITTEE**

**MINUTES OF THE SPECIAL MEETING  
MARCH 11, 2009  
SAN RAFAEL CITY COUNCIL CHAMBERS  
1400 Fifth Ave., San Rafael CA**

**Directors present:**

Andrew Berman, Chair, City of Mill Valley  
Judy Arnold, County of Marin  
Larry Bragman, Town of Fairfax  
Larry Chu, City of Larkspur  
Barbara Heller, City of San Rafael

**Staff present:**

Barbara Thornton, Executive Officer  
Gregory W. Stepanicich, General Counsel  
Suki Sennett, Clerk

**Agenda item A: Call to order:** Chairman Berman called the meeting order at 8:20 PM.

**Agenda item B: Consent Calendar- Approve minutes of December 22, 2008**

*M/S/P Heller/Bragman, to approve the minutes of December 22, 2008 as read.*

AYES: ALL

NOES: NONE

Motion carried

**UNFINISHED BUSINESS**

**Agenda item C: 2006-07 MTA Audit Memo**

Thornton said the Finance & Policy Committee at their December 22, 2008 meeting discussed the "condition" identified in the Auditor's letter to the MTA Board which stated "MTA does not have an internal process to prepare financial statements in accordance with generally accepted accounting principles including the related disclosures". The Committee agreed that the Executive Officer should prepare a statement acknowledging that the committee had discussed the Condition and consulted with the Auditor, John Maher. Following these discussions the Committee acknowledged the condition and agreed that given the small size of the Agency, having the financial statements prepared externally at the end of the year was reasonable and acceptable for the needs of the Agency. In February the MTA had received the draft 2007-08 Audit Report which does not identify the same condition. That change was based upon having a review for the Financial Statements prepared by Maher Accounting Firm by the Executive Officer and a knowledgeable Board member and receiving their concurrence with the Financial Statements as prepared. As such the condition mentioned in the 2006-07 Audit would not be noted in the 2007-08 Audit. She requested the Committee's approval of this memo to file regarding MTA's 2008-09 Audit. Director Chu regarding the memo to file said there should be something to reference the

original audit that was closely linked to the original letter and it should indicate the Finance & Policy Committee had received the memo.

*M/S/P Arnold/Chu, to approve this memo for file regarding MTA's 2006-07 Audit.*

AYES: ALL

NOES: NONE

Motion carried

## **NEW BUSINESS**

### **Agenda item D: Draft Work Plan for 2009-2010**

Executive Officer said based on the input from the Board at the February 28 Workshop and considering MTA's baseline agency work, the following areas were proposed for MTA's 2009-2010 Work Plan. Staff welcomed input from the Committee to confirm the proposed areas of work, and proposed bringing a proposed 2009-2010 Work Plan and budget back to the Committee in April/May 2009. The new items to be added to the Work Plan included:

1. Broadband Stimulus Opportunities
2. AT&T franchise fee and PEG fee audit
3. Marin Wireless project
4. Continue discussion with Novato regarding joining MTA
5. CATV low income discount
6. Legal and regulatory monitoring and involvement at the federal, State and Local levels (anticipating the level of activities would be higher than in the past due to DIVCA and PEG issues, and Broadband initiatives). Thornton said this would be big area because there were many changes coming down the road.

Discussion ensued. Director Bragman said he would like to add a follow-up on Comcast's franchise provisions that involve providing computers to Pickleweed Community Center. Chairman Berman said the formation of a Broadband Access Advisory Committee (BAAC) appeared to have some Board support and perhaps should be added to the list. Prioritization and timing of when it should be brought back to the Board was a consideration. He requested Thornton talk with Tom Robinson regarding consulting costs on the Stimulus Package. He cautioned that we shouldn't be counting too much on funding from the Package given Michael Eisenmenger's comments. Director Chu questioned how much Thornton could do given her scope of hours and staff support.

Director Arnold said it was advisable to come up with a realistic schedule prior to going back to the Board and to determine what we could do within the current staffing levels.

### **Agenda item E: Executive Officer Evaluation Process**

Thornton reviewed changes in past Executive Officer's evaluation process. Given the changes, she said the process should be re-considered by the Committee so that it would be appropriate to the MTA's current structure. She suggested that the Committee may want to consider having the Committee review the Executive Officer's evaluation with the Executive Officer, and then have the full MTA Board review it with the Executive Officer. Both of the sessions would be done in closed session in accordance with Government Code Section

54957. Director Bragman recommended Thornton provide a summary of accomplishments. Director Chu said he would provide Thornton with a copy of Larkspur's evaluation form. There was agreement that the Committee would first review the evaluation with the Executive Officer, then go on to the Board.

Thornton should do an annual evaluation on Suki Sennett. There should also be an evaluation of the General Counsel. Thornton should ask Anne Montgomery for a copy of Mill Valley's city attorney evaluation form. Thornton then summarized the process: she would get Mill Valley's evaluation for Stepanicich's evaluation, she would provide the Committee with a list of her accomplishments, schedule a Finance & Policy meeting and in closed session have her and Stepanicich's evaluation and review the objectives for the coming year.

**Agenda item F: Committee requests for future meeting agenda items**

The following future agenda items were agreed upon:

- Budget – preliminary draft ready in April or May
- Proposed Work Plan
- Audit
- Low income discount report (Bragman)

Thornton would select date of next Committee meeting.

**Agenda item G: Open time for items not on the agenda - none**

**Agenda item H: Adjourn**

*M/S/P Arnold/Heller, to adjourn*

AYES: ALL

NOES: NONE

Motion carried

Meeting adjourned at 9:25 PM.