



## Agenda Item Summary

BCC Approved File ID 23-00794 bf

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**File #: 23-00794**

**Agenda Date: 12/12/2023**

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### **Agenda Item Name:**

#### **Trunked Radio System Purchase- Final purchase and approval**

### **Presenter:**

Harold Theus, Fire Chief

Tommy Crosby, Assistant County Manager

David Forziano, Senior Assistant County Attorney

### **Description:**

Staff has completed negotiations with the City of Gainesville for the purchase of the Trunked Radio System with the City of Gainesville.

### **Recommended Action:**

Contingent on the City Commission's approval of the Estoppel Agreement on 12-14-2023, approve and authorize the Chair to sign the Purchase Sale Agreement, Co-Location Agreements, and Estoppel Agreement, approve and authorize the County Manager to sign all User Agreements with all 10 users of the Trunked Radio System, and authorize the County Manager to approve and execute all documents necessary to complete the transaction (e.g., application for FCC approval to transfer radio frequency licenses; assignment of Motorola maintenance agreement/software licenses).

### **Prior Board Motions:**

September 26, 2023

Commissioner Cornell, Chair Prizzia, Assistant County Manager Crosby, Commissioner Chestnut, Commissioner Alford, Commissioner Wheeler, GRU General Manager Tony Cunningham, and County Attorney Torres presented comments.

Commissioner Cornell moved the following:

1. To extend the MOU till December 31, 2023, and direct County staff to identify any open items in October for a Board discussion by the end of October so that the Board can provide clear direction.
2. Staff to draft a memo with a brief history of the sale and expressing the County's interest and its importance to public safety so that it can be provided to the Governing Board as soon as it is selected to educate them on the matter and complete the sale by the end of the year. Grant authority to staff to negotiate with the newly selected Board.
3. If the sale cannot be completed by the end of the year, then staff is directed to move forward with implementing a Countywide System.

The motion carried 5-0.

February 28, 2023

Commissioner Alford moved the following:

Part 1:

Authorize Staff to purchase the Trunked Radio System from Gainesville Regional Utilities for Eight Million Dollars and assume ownership and operation on October 1, 2023 with payments for service from all users fixed for 5 years. GRU will agree to pay \$164,000 per year for 5 years (\$820,000), and the City of Gainesville will agree to pay \$937,000 for 2 years and \$750,000 for the following 3 years (\$4,124,000). Authorize Staff to memorialize these terms and prepare a contract in collaboration with the County's Legal and Procurement Offices

Part 2:

If GRU and the City of Gainesville will not contractually agree to these full amounts staff will cease discussions with GRU and begin development and construction of a County-owned trunked radio system immediately.

Part 3:

Authorize staff to immediately advertise and hire a Radio Systems Manager

2nd Commissioner Cornell

Chair Prizzia recognized Tamara Robbins, Tommy Crosby, County Manager Lieberman, and Bruce Borders who presented comments to the Board.

The motion carried 5-0.

February 23, 2021, the BoCC heard the Presentation, Commissioner Prizzia, Assistant County Manager Crosby, Commissioner Alford, Commissioner Prizzia, and Commissioner Alford presented comments.

Commissioner Alford moved the following: SRA. 2nd Wheeler

- Authorize the Chair to execute an agreement with the City of Gainesville/GRU for the Trunk Radio System for this year only.
- Authorize staff to continue negotiations with GRU to develop a long term partnership agreement for the Trunk Radio System.
- Authorize staff to explore alternate plans for a County-wide radio system in the event the parties are unable to reach an agreement.

The motion carried 5-0.

April 14, 2020, Staff presented presentation on the proposed ordinance. Board approved authorization to advertise ordinance to amend Ordinance #2016-06, to provide funding for the Radio Management System.

March 14, 2019, BoCC Special Budget Meeting, Commission directed the County Manager to review all the critical safety infrastructure needs in conjunction with the Sheriff and the City of Gainesville and bring back a proposed list that could potentially be used for a half cent sales tax referendum.

October 23, 2018, County Commission Commissioner Hutchinson moved to hear the presentation, discuss alternatives, and funding options. Also provide direction to staff. Federal Engineering recommends that the County continue operating on the current radio system managed by GRUCom, which is alternative 1 of 2 within the final report with the following changes:

1. Direct staff to return with some governance models they believe would be more functional.

2. Direct staff to return with Funding Options including tax initiatives and County debt.
3. Place this item on upcoming Joint City of Gainesville meeting.
4. Direct the County Attorney to work with the appropriate personnel to update County Ordinances to enable the building codes to provide operation of radios within building/structures.
5. Commissioner Chestnut, Commissioner Byerly, Commissioner Hutchinson, and Commissioner Byerly presented comments.

Commissioner Byerly exited at 10:28 a.m. due to obligations with the Canvassing Board.

Chair Pinkoson presented comments. The motion carried 3-0 with Commissioner Byerly out of the room.

October 10, 2017, County Commission approved the RFP ranking and authorized staff to negotiate an agreement.

November 14, 2016, joint City/County Commission meeting, both commissions authorized the Radio Management Board to obtain a radio system consultant.

December 7, 2015, joint City/County Commission meeting, both commissions authorized the Radio Management Board (RMB) to hire a radio system consultant.

**Fiscal Note:**

072.54.5425.529.63.98 - \$8,419,286

052.00.0064.519.99.24 - \$1,000,000 project# ARP2021x006 (ARP)

Plus: \$4,124,000 City of Gainesville and \$820,000 GRU collected over 5 years

**Strategic Guide:**

Public Safety

**Background:**

At the Board's December 12, 2023 meeting, staff will present the attached powerpoint presentation to the Board, which provides a general overview of the transaction.

In summary, the County will purchase the TRS from the City for \$8M. The TRS equipment is located primarily at 6 tower sites, two of which are owned by the City, one of which is leased by the City, with the remaining three sites already leased by the County. Accordingly, this transaction includes three "co-location agreements", which allows the County to keep the TRS equipment in-place at the three tower sites controlled by the City. Staff will present the details of this transaction and the associated agreements as part of its powerpoint presentation.

The agreements before you today are in compliance with the Board's direction on February 28, 2023 and the June 2023 Interlocal Agreement, with one exception. Instead of requiring a separate written legal opinion to be provided by the City Attorney, the TRS Purchased Agreement includes the following representations and warranties by the City to the County: the new GRU Authority Board is authorized to sell the TRS to the County; that the TRS is not a "city utility system" as that phrase is used in Part I, Section 5.04 of the City's Charter, nor is the TRS a "part" of a "city utility system" as

those terms are used in Part I, Section 5.04 of the City's Charter because the TRS does not have any role, whatsoever, in the capacity of any of the "city utility systems" ability to "produce, distribute or treat"; that the City represents and warrants to the County that the sale of the TRS to the County would not "materially reduce the capacity of" any of the City's utility systems, including but not limited to the City's telecommunications system, "to produce, distribute or treat," as referenced in Part I, Section 5.04 of the City's Charter.

The TRS Purchase Agreement before you today provides that the County will purchase the TRS System from the City for \$8M. The purchase price includes the assignment of specific FCC radio frequencies currently licensed to the City, as well as all software license needed to operate the purchased equipment. It also includes Make Ready Charges that the County will pay to the City for certain security improvements to the three City-controlled tower sites. At closing, the parties will enter into a Co-Location Agreement for each of the three City-controlled tower sites. The monthly rent for the two City-owned tower sites will remain fixed for the initial 5-year term of the co-location agreements, but would increase at the rate of 3% per year thereafter. The annual rental for the tower site leased by the City may increase annually at no more than 50% of the CPI increase.

The TRS Purchase Agreement also requires the County to assume the City's Motorola Maintenance Agreement. The TRS System is primarily comprised of Motorola equipment. The City has a contract with Motorola for Motorola to maintain the TRS equipment. Under the terms of the TRS Purchase Agreement, the County would assume that contract, including future payment obligations to Motorola. The term of the Motorola maintenance contract still has approximately 2-3 years left on it (*i.e.*, 2023/24, 2024/25 and 2025/26) and would require the County to pay Motorola the balance of the contract price for those three years, which is approximately \$3,855,691.

At closing, the County would enter into User Agreements with the City and GRU that would govern the City/GRU's use of the TRS System. As per the TRS Purchase Agreement, GRU would pay to the County \$164,000.00 per year for the initial five (5) years (a total of \$820,000), and concurrently the City pay to the County \$937,000.00 per year for the initial two (2) years and \$750,000.00 per year for the following three (3) years for use of the TRS System.

The County Team and the County's legal team have tried to reduce and mitigate the risks of this transaction to the County. However, HB 1645 adds uncertainty and risk, as do currently pending and threatened lawsuits regarding HB 1645 and the appointment of new GRU Authority Board, that cannot be entirely eliminated by contract provisions. In an attempt to mitigate some of those risks, the City Commission will be asked to approve and execute the Estoppel Agreement. As the City Commission is not a signatory of the Purchase Agreement, the intend of the Estoppel Agreement is to prevent (*i.e.*, estop) a future City Commission from claiming that the new Authority Board did not have the requisite legal authority to approve the sale of the TRS to the County or the requisite legal authority to bind the City to the terms and conditions of the Purchase Agreement.