

**FIRST RESPONDER NETWORK AUTHORITY
MINUTES OF THE DECEMBER 13, 2016
COMBINED COMMITTEE MEETINGS
SACRAMENTO, CA**

On December 13, 2016, the First Responder Network Authority (FirstNet) held an open public joint meeting of the FirstNet Governance and Personnel, Finance, Technology, and Consultation and Outreach Committees. The meeting took place in Sacramento, CA and began at 8:00 AM PST. The open sessions of the FirstNet Committee meetings were made available to the public via teleconference and webcast. A transcript of the open session and the archived copy of the webcast can be found on the FirstNet website.

JOINT COMMITTEE MEETING

Roll Call: The following Board/Committee members were present: Sue Swenson (Chair), Jeff Johnson (Vice Chair), Teri Takai, Ed Horowitz, Neil Cox, Kevin McGinnis, Suzanne Spaulding, Christopher Piehota, James Douglas, and Annise Parker. A quorum was present for each committee.

Meeting Overview

FirstNet Board Chair Sue Swenson started the meeting by providing a brief overview of the meeting agenda. Chair Swenson stated the session would cover the annual review of Board committee activities, annual charter reviews, and updates from the Chief Customer Office (CCO), Chief Technology Office (CTO), Chief Financial Office (CFO), and an update from the newly formed Network Program Office (NPO). Chair Swenson further indicated that a closed session to review procurement and acquisition-sensitive matters would commence following the combined Committee meetings.

Conflicts Statement and Reminder

Board Secretary Karen Miller-Kuwana read the conflicts statement and asked for any recusals from the Committee members. In response, all participating Committee members indicated no conflicts of interest and the meeting proceeded.

New Board Member

FirstNet Board Chair Sue Swenson opened the meeting by officially welcoming new FirstNet Board member Christopher Piehota, the new federal designee for the Department of Justice.

MATTERS DISCUSSED

Governance and Personnel Committee Annual Performance Evaluation

The Governance and Personnel Committee's responsibilities include the review, approval, oversight, and recommendation of FirstNet's governance policies and procedures and employee hiring and performance evaluations. In the past year, Chair Swenson reported that the Committee passed two Committee Resolutions, including to (1) recommend approving Committee Charter revisions and (2) recommend revising the Public Safety Advisory Committee (PSAC) Charter. Chair Swenson also reported that the Governance and Personnel Committee worked with the National Telecommunications and Information Administration (NTIA) to review nominations for new Board members and renew the terms of three existing Board members. The Committee also worked with FirstNet senior-leadership to establish the NPO and the CCO. Chair Swenson also noted that the Committee had reviewed and reassessed the adequacy of the current charter and had no proposed changes.. Next, Chair Swenson turned the meeting over to Neil Cox, Chair of the Technology Committee, but not before thanking Barry Boniface for his service to the FirstNet Board. Chair Swenson added that Mr. Boniface had brought a wealth of experience to the Board and that he would be missed.

Technology Committee Annual Performance Evaluation

The Technology Committee is responsible for reviewing and recommending actions related to FirstNet's medium and long-term technology strategies, plans, and research and development activities. Technology Committee Chair Cox reported that the Committee passed two resolutions, including to (1) revise the Committee Charter and (2) release the Request for Proposals (RFP). The Technology Committee also conducted an overview of the Identity, Credential and Access Management (ICAM), previewed demonstrations of prototypes and prototype applications that will be used on the NPSBN, and reviewed feedback from the Early Builder projects (which help inform how the technology and spectrum may be used by public safety entities). In November, the Technology Committee participated in the FirstNet Innovation and Testing Lab ribbon cutting in Boulder, CO, and while in attendance, Committee and Board members learned about device and testing certifications, application ecosystems, and rooms built to avoid radiofrequency (RF) interference. Technology Committee Chair Cox also noted that the Committee had reviewed and reassessed the adequacy of the current charter and had no proposed changes.

Technology Committee Update

Chief Technology Officer Jeff Bratcher began the update on a personal note and thanked the first responding emergency medical technicians (EMTs) who attended to Mr. Bratcher's father when he suffered a massive heart attack. Mr. Bratcher credited the EMTs with saving his father's life

and added that his father was thankfully on his way to recovering. Mr. Bratcher also thanked Mr. Boniface for his support as Chair of the Technology Committee.

Mr. Bratcher first reported on the ribbon-cutting for the Innovation and Testing Lab and noted that it was a well-attended event, with the Mayor of Boulder, local fire chiefs, sheriffs, police chiefs, Board members and FirstNet Chief Executive Officer (CEO) Mike Poth in attendance. The Innovation and Testing lab is approximately 4600 square feet of space with 3400 square feet dedicated to network equipment and 1200 square feet dedicated to user testing area. Mr. Bratcher continued with a description of the lab's network server rooms, screen room, RF isolation room, device testing room, user test area, battery back-up and power distribution system, and the external RF antennae. Mr. Bratcher also recognized the fantastic work that his team did in the 12 months prior to the actual construction of the Innovation and Testing Lab to bring it within a four month build time frame and under budget.

Next, Mr. Bratcher provided an update on FirstNet's network policies effort. Mr. Bratcher explained that the policies included the CORE and RAN technical and operational requirements, the Network Management Standards, back office and user requirements, monitoring and compliance requirements for Network Management operation and use, and public safety and user training. Mr. Bratcher further explained that the network policies constitute the basis for the network interoperability and will provide the development and operational framework for the network partner. To date, CTO has established the criteria to define whether a network policy document is needed and to whom the policy will apply. CTO has also analyzed the candidate policies to determine which should be developed and has narrowed an initial list of approximately 150 policies down to about 40 policies. The network policies are currently in development and review and are expected to be finalized post-award and released in conjunction with the delivery of the State Plans.

Mr. Bratcher also provided an update on CTO's engagement with the Early Builder projects: the Los Angeles Regional Interoperable Communications System (LA-RICS) project has nearly 600 devices installed in public safety vehicles; the State of New Mexico's system has validated some of the remote core connectivity functions and are working on agency adoption concerns; Adams County's (ADCOM) has 20 sites and CTO continues to leverage the sites for device and prototype device testing; the State of Texas in Harris County has acquired significant Long Term Evolution (LTE) expertise and deployment with their system and capabilities; and New Jersey continues with their 32 sites on their deployable assets and have conducted significant disaster recovery and training exercises with those sites.

Mr. Bratcher concluded with a brief update on the Public Safety Communications Research Division (PSCR) Public Safety Innovation and Accelerator Program, noting that the program's

\$30 million in grants or cooperative agreements will soon be made available to all non-federal entities.

Following the CTO Update, Ed Horowitz, Neil Cox, and Kevin McGinnis each took the opportunity to compliment Mr. Bratcher and his team and commented on the outstanding quality of the Testing Lab facility. Mr. McGinnis also offered his appreciation to the CTO staff, and in particular the applications and devices team for providing him with a highly informative and interactive update. Chair Swenson thanked Mr. Bratcher for the work he and his team have done to move FirstNet from the planning stage to the operational stage, and asked two follow-up questions. The first, was whether Mr. Bratcher could elaborate on the steps that are being contemplated to ensure the cyber security of the devices and applications that will exist on the network. Mr. Bratcher explained that he has hired a dedicated and experienced security focused staff in the planning and development group and application security engineers to focus on cyber security issues. Mr. Bratcher added that cyber security will be built into the network up front – it will not be an afterthought. The second question asked Mr. Bratcher to explain the working relationship between the PSCR and CTO. Mr. Bratcher answered that CTO works closely with PSCR and noted that they had set aside funding for topics that FirstNet will need to continue to research. CTO and PSCR will develop the list of research topics and will also work closely as PSCR moves forward with the aforementioned Public Safety and Innovation and Accelerator Program. Following Mr. Bratcher’s response, Chair Swenson took the opportunity to praise the PSCR and detailed her recollection of working with Derrick Orr and the PSCR staff prior to CTO being established.

Consultation and Outreach Committee Annual Performance Evaluation

The Consultation and Outreach Committee is generally responsible for reviewing, approving, overseeing, and recommending actions related to FirstNet’s outreach to eligible state and territory, federal, rural, and tribal users of the NPSBN. Consultation and Outreach Committee Chair Jeff Johnson reported that the Committee passed one resolution to revise the Committee Charter. The Consultation and Outreach Committee also provided advice and guidance on a number of actions, including the creation of the CCO (from the Office of the User Advocacy), the 2016 Strategic Plan, the PSAC tasking; and the RFP process and timeline. The members of the Consultation and Outreach Committee engaged in more than 65 outreach engagements as well as state consultation meetings, and participated in FirstNet’s broadened consultation and outreach strategy to extend beyond public safety associations. The Committee members also participated in two national Single Point of Contact (SPOC) meetings, quarterly SPOC meetings, and monthly PSAC Executive Committee conference calls. Consultation and Outreach Committee Chair Johnson also noted that the Committee had reviewed and reassessed the adequacy of the current charter and had no proposed changes. .

Chief Customer Officer Update

The transition from User Advocacy to CCO represents a transition from a planning and information gathering organization to an operational organization that is ready to execute the operational role with the network partner and ensure an outstanding customer base experience. Chief Customer Officer Rich Reed explained that the CCO's responsibilities have been expanded to include product management and product marketing, and CCO has begun to work more closely with the NPO and CTO to develop network policies and state plans. Mr. Reed also highlighted certain FY 2016 CCO activities, including: (1) hosting the fourth annual State Point of Contact (SPOC)-fest meeting with a newly improved dialogue-heavy schedule of events; (2) engaging the states and SPOCs with an expanded outreach and focus at the governance level to include 46 governance meetings, 36 metropolitan meetings, 24 executive and governor staff level meetings and 18 consultation task team meetings; (3) educating the stakeholders and engaging with public safety online through the FirstNet website, Twitter, Facebook, blogs, and YouTube videos; and (4) participating in 600 engagements (that equates to engagements with 75,000 public safety personnel). Mr. Reed then turned the CCO update over to Director of State Plans, Brian Hobson.

Mr. Hobson continued the CCO Update with a more in-depth discussion of State Plans. Mr. Hobson explained that in 2015, FirstNet conducted a massive data collection which informed the RFP. In 2016, 31 states and territories voluntarily submitted revised or updated data representing over 1,500 surveys of 180,000 personnel for a total of over 12,000 public entities and nearly 1.8 million public safety personnel surveyed. CCO plans to use this revised and updated data to prepare for and develop the state plans.

The State Plans team is also working to clarify and define through consultation the content that will be populated in the State Plan template that was included in the RFP. Specifically, the State Plans team recognized that there are two distinct "types" of content for the state plans and state plans portal. The first is the information that will be critical to informing stakeholders' decisions about adoption (i.e. information about coverage, cost, service plans and adoption), and the second is information that will be critical to the governors opt-in and opt-out decisions. CCO's approach will be, first and foremost, to engage the governors with executive summary level data that demonstrates FirstNet's value proposition to each state. This information is anticipated to be divided into five high level sections: (1) FirstNet background; (2) consultation overview; (3) RAN development; (4) FirstNet operations; (4) network policies; (5) and the governor's decision (process guide). Of these five sections, the consultation overview and RAN development sections would be highly customized for each state.

At the conclusion of the state plans update, Mr. Reed added that there was a significant amount of coordination involved with the State Plans team, CTO and NPO. Further, Mr. Hobson reiterated that the development and delivery of the state plans will continue to be informed by consultation with the diverse FirstNet stakeholders.

Following Mr. Hobson, the Director of Consultation, Dave Buchanan, provided a preview of CCO's 2017 consultation goals and state plans communications. Mr. Buchanan reported that the primary focus is on consultation activities and events that will ensure an effective and efficient state plan delivery. Mr. Buchanan mentioned many of the 2017 activities are a continuation of the 2016 consultation activities and will include educating and engaging the key decision makers, meeting with individual SPOCs, and hosting nationwide, regional, and state level consultation meetings.

In 2017, CCO also plans to continue to explain the state plan delivery process and to capture and reflect each state's priorities in the respective state plan. Mr. Buchanan also reported that CCO had the opportunity to begin implementing these 2017 consultation goals at the SPOC Fest, where CCO discovered that states are still trying to ascertain the process for the governor's decision. CCO intends to continue the dialogue on this topic and convey to the states that their input will continue to influence the state plan process.

CCO will also take a closer look at the people and process that will be involved in the governor's decision-making process, including those people who CCO has strategically conducted outreach and consultation with over the last 12 to 18 months. In addition, CCO will continue to work with public safety officials at local level because governors will look to major city fire and police chiefs and county sheriffs for input in the decision making process. Likewise, CCO will continue to engage state government officials with management and business expertise, like CIOs, budget directors, procurement and administrative officers, attorneys generals, policy advisors and chiefs of staff, as governors will also look to these individuals for input.

Lastly, Mr. Reed added that CCO will also implement this 2017 "deeper" dive engagement strategy with federal agencies and tribes. In response to a request from Chair Swenson to elaborate on CCO's federal outreach, Mr. Reed reported that CCO has three staff members dedicated to federal outreach and has conducted almost 550 federal engagements. Mr. Reed also reminded the Board that the federal agencies will not receive a state plan, and instead will be included in the state plans, so federal engagement is conducted differently.

Chair Swenson also queried both Mr. Reed specifically and the Board generally, as to whether it is time to take the FirstNet story to more mainstream media outlets. Mr. Reed reported that FirstNet's Comms team is beginning to receive mainstream media inquiries, but at this point in the acquisition process, it is difficult to provide information beyond what is already publicly available. Mr. Reed assured Chair Swenson, however, that the Comms team is close to having a dialogue with more mainstream media outlets.

Mr. Poth also asked Mr. Reed to briefly discuss the NTIA's role both at SPOC Fest, and with the state opt-in/opt-out process. Mr. Reed detailed that NTIA participated at SPOC Fest and announced the grant program that would be available to opt-out states and participated in the

stakeholder dialogue around the opt-in/opt-out process. The State Plan team has also developed a productive partnership and engages in weekly conversations with NTIA.

Finance Committee Annual Performance Evaluation and Charter Review

The Finance Committee is generally responsible for reviewing, approving, overseeing, and recommending actions related to FirstNet's financial budgetary and business development activities. Finance Committee Chair James Douglas reported that the Committee passed three resolutions recommending (1) approval of the Boulder Headquarters Lease Agreement, (2) the FY 2017 Budget, and (3) the Amendment and Restatement of Resolution 14 Delegation of Financial Responsibility. The Finance Committee also reviewed the draft RFP, reviewed the Boulder Lease, participated in several Finance Committee briefings, and recommended the FY 2017 \$6.585 billion budget (\$6.5 billion for the NPSBN contract award and subsequent task orders and \$85 million for FirstNet's operating budget). Finance Committee Chair Douglas also noted that the Committee had reviewed and reassessed the adequacy of the current charter and proposed that the charter be changed to reflect the language that was adopted in Board Resolution 78 Amendment and Restatement of Resolution 14 Delegation of Financial Responsibility.

Votes Taken

The Finance Committee voted unanimously to approve the minutes from the Finance Committee meeting previously held on August 26, 2016.

The Finance Committee voted to recommend that the Board approve the changes to the Committee charter proposed by the Board Secretary.

Chief Financial Officer Update

Chief Financial Officer Kim Farington began her update with the report that FirstNet received a clean or "unmodified" audit opinion for FY 2015. Ms. Farington also reported that FirstNet continues to make significant steps toward establishing its financial independence, including transitioning the Accounts Payable function to FirstNet. The CFO has also performed financial modeling throughout the year and is in the process of establishing a formal Investment Review Board framework. On the policy and internal control side, the CFO has established the first ever Financial Management Regulation and completed the internal control evaluation. Lastly, the CFO had operationalized the enterprise-wide managerial cost accounting environment.

From a budget perspective, Ms. Farington reported FirstNet's cumulative approach by month for FY 2016, and stated that for FY 2016, FirstNet's total obligations budget was \$126 million, and of that, FirstNet spent \$104 million, for an 82% utilization rate. On the expense side, FirstNet had an expense budget of approximately \$92 million and utilized \$71 million of that expense budget, for a 77% utilization rate. Ms. Farington explained that the obligations variance is attributed to two "good news" stories, including a 33% cost savings from FirstNet's original

estimates on grant obligations within the Spectrum Relocation grants program and contracts that FirstNet purposefully did not let in the fourth quarter of FY 2016 in anticipation of FirstNet receiving its own procurement authority.. With respect to the expense variance, the \$20 million delta is attributed to those same contracts that were purposely not awarded and grant expenses that were not expensed as previously anticipated in the fourth quarter. Ms. Farington did note, however, that she expects to see the grant expenses “hit” in the January timeframe, and that the expenses that did not post in FY 2016 will carry over to FY 2017.

Vice Chair Johnson asked Ms. Farington how FirstNet is doing with the statutorily imposed administrative expenses spending cap. In response, Ms. Farington assured the Board that FirstNet is staying under the cap and, at this half-way point of the administrative expenses spending cap, has only utilized 40%. Chair Swenson added that FirstNet has been very disciplined and that early on, the Board adopted a “frugal” budgetary approach to FirstNet’s operations. Chair Swenson thanked Ms. Farington, the CFO team, Mr. Poth, and those individuals who have been part of FirstNet since its inception for their continued financial diligence.

Board member Suzanne Spaulding also commented that she was very impressed with FirstNet’s “clean” unmodified audits and internal controls, particularly given that these significant accomplishments are not mirrored across the federal government and that, as FirstNet matures as an agency, she looks forward to “closing the gap” between obligations and expenditures. Ms. Farington agreed and stated that her personal target would be 2-5% of the actual budget, and added that the deltas should decrease now that FirstNet has been granted procurement authority. Mr. Poth reiterated this point, and explained that now that FirstNet’s has independent procurement authority, the typical six to nine (if not longer) month delay between the time a contract is obligated and then expensed will end, and this will tighten the deltas or variances. FirstNet will also be able to recognize a savings from not having to pay the 5% shared service fee for all contracts that were awarded by our shared service provider.

Finance Chair Douglas and Edward Horowitz also commented that it was great to see FirstNet benefit financially from its increased independence and that the organization is operationally ready to be in a self-sustaining public-private partnership with a potential awardee. Chair Swenson agreed and added that FirstNet was poised to move to the next stage of having customers and revenues and actual profit and loss statements instead of just a cost budget.

Network Program Office Update

Mr. Poth began the NPO update with an introduction of James Mitchell and a brief description of Mr. Mitchell’s transition from managing the RFP evaluation and acquisition process to his new role as Director of the NPO. Mr. Mitchell then spoke about FirstNet’s high-level mission – to manage and administer the NPSBN program and network partner, with a focus on the operational processes that FirstNet has put in place within the NPO. Mr. Mitchell explained that

the NPO evolved from the demands of FirstNet's internal needs as we progressed from the RFP evaluation and program development phase into the NPSBN contract execution phase. NPO includes a concert of operations that include task teams from across NPO, CCO and CTO, and includes two major functions. The first, is Program Business Management, which includes more typical project management functions, program support, scheduling, and risk assessment and monitoring. The second is Program Execution, which includes network policy development, acquisition support, and post award planning. Mr. Mitchell reported that the NPO has hired a staff of seasoned and skilled program managers to manage the engagement with FirstNet's network partner and essentially provide quality assurance and added that NPO plans to hire additional staff for the Execution Program in 2017.

Mr. Mitchell continued the update with a brief description of NPO's FY 2016 accomplishments, which include the RFP release and evaluation, planning and performance management, post-award transition activities, risk management committees and the spectrum relocation grant program.

Mr. Mitchell also responded to Chair Swenson question of what he thought would be the biggest challenge with the NPO and the NPSBN contract execution. Mr. Mitchell stated that he thought the biggest challenge would be culturally communicating to those individuals who may have traditionally been involved in government acquisitions that FirstNet's relationship with the network partner will be a true partnership. Mr. Mitchell also stressed the importance of maintaining the sense of urgency and focus on the mission behind the NPSBN – to connect and serve public safety. President TJ Kennedy added that FirstNet is operational and ready to make the NPSBN a reality and that the goal of enabling public safety to get the network that they need is the core value that guides these operations. Vice Chair Johnson also noted that the insight that has gone into preparing for the execution of the NPSBN contract should not be underestimated. This preparation is critical to ensuring the success of the public-private partnership.

Mr. Mitchell continued with an overview of FirstNet's post-award 100-day activities timeline. This timeline identifies high-level expectations post-award and includes a kick-off meeting, various review processes, a critical design review meeting and mission critical service roadmap review, network implementation plan review, state plan portal delivery and network design review. Mr. Mitchell also emphasized that during this first 100 days post-award, FirstNet will be working closely with its network partner, with comprehensive input from the partner to ensure the deliverable is what FirstNet expected it to be. Mr. Kennedy added that this 100 day timeline is, in part, dependent on the partner and the partner's ability to speed up the deployment of the network. Mr. Kennedy assured the Board that FirstNet is prepared to adjust and move faster if the partner is prepared to move quickly. Chief Counsel Jason Karp also added that, although at the end of the day, there will be a contract in place that identifies the responsibilities and commitments of both parties, FirstNet intends to have a collaborative relationship with the

partner, with clear lines of communication that optimizes the commitments of both parties to public safety.

In response to the mention of emergency management in the NPO Organizational Structure slide, Board member Kevin McGinnis clarified that while emergency management will have a role in the NPSBN program, that role will be limited in its application.

Next, Mr. Mitchell spoke about the deliverable review and acceptance process that FirstNet has established to manage the vast amount of information that the partner will provide. This process defines the process that NPO Contract Management, NPO Program Support, FirstNet Integrated Task Teams, and CCO and CTO will follow. Mr. Mitchell also explained that the Quality Assurance Surveillance Program (QASP) management process will allow FirstNet to ascertain that the contract is being executed as we expect it to be executed. This QASP management process is a two-way street process that provides FirstNet with real-time access to the partner's data and allows for corrective action by the partner. Mr. Poth added that the work product from the deliverable review and acceptance process and QASP management process will be useful for quarterly Board reports as well.

At the close of the NPO update, Mr. Mitchell provided an update on the Spectrum Relocation Program. Mr. Mitchell reported that the program is on schedule and we expect that spectrum incumbency will not be a problem post-award. Both Chair Swenson and PSAC Chair Harlin McEwen commended Mr. Mitchell and the grant relocation team for their success with this critical spectrum relocation program.

Chair Swenson thanked everyone for their participation, and again, thanked the FirstNet team for the work they have done to ready FirstNet operationally for this next phase of contract execution.

Board Adjourned

The Board voted unanimously to adjourn the meeting, and Chair Swenson announced that the Board would reconvene in a closed session.