



Legislation Text

File #: 2021-1400, **Version:** 1

To: Sonoma County Board of Supervisors

Department or Agency Name(s): General Services, Sheriff's Office, and the Department of Emergency Management

Staff Name and Phone Number: Caroline Judy, 565-8058; Pamela Asselmeier, 565-1753; Connie Newton, 565-8884

Vote Requirement: 4/5th

Supervisory District(s): Countywide

Title:

Telecommunications Site Subleases at Mt. St. Helena in Napa County

Recommended Action:

- A) Authorize the Director of General Services, or designee, to execute sublease(s) or other site agreements with the County of Napa and City of Napa for premises use at the existing telecommunications facility at Mt. St. Helena, 4955 Lake County Hwy., Calistoga, CA (Napa County APN 017-010-031-000), for County's operation of radio equipment and antennas in existing vaults and on existing tower, to commence on or about January 25, 2022, and terminate on or about December 31, 2039.
- B) Authorize the Director(s) of General Services or Department of Emergency Management, or their designees, to transfer ownership of new monopole tower and pad after construction in lieu of payment of monetary rent as allowed under the sublease with Napa County.
- C) Authorize Director of General Services, or designee, to enter into all appropriate agreements for the planning, design and construction of the new monopole tower and pad and related telecommunications improvements contemplated hereunder consistent with County Code and policies.
- D) Authorize Director of General Services to enter into additional agreements to locate County telecommunications equipment in third-party owned vaults and/or towers at the site, and for colocation of third-party owned antennas on County's monopole tower, if constructed, on form approved by County Counsel, under terms to be negotiated consistent with the site agreement with Napa County, and subject to the existing master lease with United States Bureau of Land Management.
- E) Post the Notice of Exemption with County of Napa Clerk.

(4/5th Vote Required)

Executive Summary:

On 12/14/2021 the Board approved noticing the county's intent to enter into a sub-lease with the County of Napa and/or City of Napa for the use of Mt. St. Helena telecommunications facility.

The County's telecommunications system, which includes a network of communications towers and equipment, supports first responder agencies, public safety fire cameras, and other important county-wide radio services. This system is managed by the County's Sheriff's Office Telecommunications Bureau (T-Comm).

The General Services Department (GSD) manages the leases and the capital investment projects necessary to support the communications tower infrastructure. T-Comm continues to address areas in the County that provide little to no telecommunications coverage to public safety and other County users. One of these areas is the eastern portion of the county along Calistoga road. To improve coverage in this area, the County, through the Department of Emergency Management (DEM), proposed and was awarded a grant to develop a telecommunications site in Napa County at their Mt. St. Helena site. Due to unforeseen issues, project delays and escalated construction costs, additional funding is needed to fully develop the site. The Board is being asked to consider funding the unanticipated costs of the project and to approve a new sublease with the County of Napa for vault space for three racks and tower space for at least five antennas, and as necessary, a new sublease with the City of Napa for vault space for one rack and tower space for a microwave antenna.

Discussion:

Background

T-Comm is continually proposing and implementing telecommunications enhancements and projects to support the County's needs and address areas in the County that provide little to no telecommunications coverage. One of these areas is the eastern portion of the Sonoma County along Calistoga Road. In an effort to provide more coverage in this area, the County, through DEM, proposed and was awarded a State Homeland Security Grant (Grant) to develop a telecommunications site in Napa County at the Mt. St. Helena site (Site). Both the County of Napa and the City of Napa maintain equipment vaults at the Site, and the County of Sonoma may place equipment in one or both of said vaults. Acquiring operational rights at this Site will provide new coverage as well as additional redundancies, as recommended by the Sonoma County Civil Grand Jury in its 2020-2021 Final Report. This improved coverage will support public safety and improve multi-agency communication and interoperability, which is critical for effective disaster response.

The original project proposed to the State Homeland Security Grant Program assumed the project objectives could be completed with enhancements to the existing Napa County facility. Since then, experts have determined that best practices in telecommunications now require the construction of a concrete pad and monopole which will support the County's new antennas. Additional equipment will be needed in the building, referred to as a vault, which houses the electronics. The Board approved use the use of \$125,000 General Fund Contingencies on December 14, 2021 to complete the additional scope of work.

The sublease with Napa County would include an option to install and operate a new monopole tower and supporting pad, substantially in the form of the agreement(s) attached to this report, the final terms and conditions of which shall be subject to approval by County Counsel. The term of the agreement with Napa County to commence on or about January 25, 2022, and terminate on or about December 31, 2039. If County does not exercise the option to and install and operate a new tower and pad, County would pay rent to Napa County for the existing vault and tower space consistent with telecommunications rental rates for the site published by the State of California Department of General Services and pay rent for vault and tower space to Napa County at the discounted cooperator status rate. No monetary rent is owed to the City of Napa for vault and tower space.

Phase I is the Grant funded project phase. The Sublease with County of Napa and the City of Napa will allow the Sheriff to install equipment procured with the grant funding at the site and become operational. Thus, Phase I procures the grant-approved equipment needed to add the desired radio coverage at the Site and allows for installation of the radio equipment in the City of Napa's existing vault and/or radio equipment in the

County of Napa's existing vault and antenna equipment on County of Napa's existing tower. Equipment procured with the Grant will remain under the County's ownership. Phase I also includes leasing vault space from the City of Napa for one rack and the installation and operation of a microwave on the City's tower for long term. No monetary rent is required to be paid to the City of Napa for the leased premises.

Phase II is the County funded project phase. The Sublease with Napa County will include an option for Sonoma County to develop the Site with a new monopole tower, to be anchored in a concrete pad. As part of Phase II, the County's telecommunications antenna equipment will be transferred from the Napa County Tower to the new monopole tower at the Site after construction. Ownership of the Phase II improvements (i.e., the tower and concrete pad) will be transferred to Napa County for its long term management and as consideration for the premises. Phase II, if approved, will be County funded and therefore not subject to Grant conditions. After completion of Phase II improvements, County seeks authority to convey ownership of the newly constructed tower to the County of Napa in lieu of monetary consideration during the lease term. After ownership is conveyed to Napa County, County of Sonoma will lease back from Napa County vault space and antenna space on the new tower, at no cost to the County of Sonoma, based on in-lieu funded Phase II improvements, for the duration of the sublease term to continue operating County's telecommunications equipment.

Lease Details

The County would establish a new presence at the Napa County telecom facility at Mt. St. Helena for emergency and safety communications purposes through a new sublease with Napa County and, if necessary the City of Napa. County shall either pay rent to the County of Napa for vault and tower space at State published rates applicable to agencies meeting the cooperator status, or exercise its option that, in lieu of monthly rent, Sonoma County will convey to Napa County the Phase II improvements. The Site improvements are described below. The Site is subject to a Communications Use Lease dated December 10, 2019 from United States Bureau of Land Management (BLM), as lessor to Napa County, as lessee (Master Lease).

The term of the lease with Napa County will commence on or about January 25, 2022 and continue through December 31, 2039, which is the termination date under Napa County's Master Lease. Engineering services have already commenced for the design of the planned Phase II site improvements. Prior to commencement of installation of any equipment at the Site, County desires to execute a sublease with the County of Napa and the City of Napa to secure rights for installation of equipment in Phase I and Phase II.

For Phase I, the sublease with Napa County will provide Sonoma County with rights to install and operate radio equipment in Napa County's vault and install and operate additional antennas on the Napa County owned tower. Sonoma County will also lease vault space from the City of Napa for one rack and tower space on the City's tower at the Site for a microwave antenna ("City of Napa Premises"). Also for Phase I, County seeks delegated authority to enter into a sublease with City of Napa for no monetary consideration, for one rack in the City's vault and for one microwave on the City's tower or vault roof, for the duration of the City master lease term. County seeks authority to reimburse both lessors for actual electric charges incurred at the site.

For Phase II, the sublease with Napa County will provide Sonoma County with use rights for ground space within Napa County's existing master leased premises from BLM, sufficient for the construction, installation, operation and repair of a new monopole tower approximately 20 ft. tall with a supporting concrete pad, and

thereafter, installation of one or more antennas, including microwave antenna(s), on said tower, which activities are subject to receipt of funding requested herein. The premises will therefore include all of the following: approximately three (3) rack spaces in the Napa County Vault and if needed space in the City of Napa owned vault, and approximately seven (7) spaces collocated on the existing Napa County tower and ground space for said new monopole tower and pad ("County of Napa Premises").

Consideration for the County of Napa Premises are the Phase II improvements to be performed by the County. The monopole tower, concrete pad and associated infrastructure shall be referred to as the "Phase II Improvements". County shall endeavor to complete construction of Phase II Improvements within two years of execution of the sublease with Napa County, or risk termination of the ground space sublease rights. The total cost of the Phase I equipment and labor to be install in both premises is approximately \$350,000 and is funded by a Homeland Security Grant award. The total cost of the Phase II Improvements (construction of a concrete pad and monopole), equipment and labor for the County of Napa Premises work is estimated at approximately \$125,000, which is outside the original grant scope but necessary to optimize the improvement in functionality and durability.

The County shall not owe monetary rent during the sublease 18-year term to Napa County in exchange for the conveyance of the installed Phase II Improvements.

Upon completion of the Phase II Improvements, both County GSD or DEM shall be authorized to convey ownership therefore to Napa County by a mutually acceptable transfer document approved by counsel, in a manner consistent with all funding sources, in lieu of rent for the sublease term, reflecting an agreed upon value of said Phase II Improvements, subject to termination during the initial 10 years for material breach only, and provided Napa County agrees to lease back said improvements to County at no additional rent. Thereafter, Napa will assume all costs for ongoing maintenance for the Phase II Improvements and the County shall have no obligation to remove the same during the term of the agreement or upon termination.

County shall pay other reasonable and necessary site operational expenses, such as generator back up fees, electricity charges and site maintenance, for continued use by Sheriff's T-Comm Bureau, which will funded from the General Fund and incorporated into the General Services real estate operational budget. The sublease will be subject and subordinate to the Master Lease between Napa County and BLM and may not be terminated by Napa County without cause in less than ten years; following the initial ten years, Napa County can terminate the sublease for convenience on 90 days' notice. The BLM has termination rights based on a breach of any terms or conditions in the master lease or for nonuse. BLM can also terminate "when in the public interest," subject to payment based on the "initial cost of improvements" after depreciation; thus, the BLM's termination rights could result in earlier termination without consideration for County's site improvements. The lease shall be on form and terms approved by County counsel.

Environmental review for the Master Lease has been conducted and a Categorical Exclusion under the National Environmental Policy Act (NEPA) was issued by BLM with a Decision Record dated October 10, 2019. If required by BLM for any site improvements, including construction of the Phase II Improvements, County shall seek and obtain additional environmental clearance and approval from BLM prior to the construction and operation of the Phase II Improvements.

County, individually or in cooperation with Napa County and the City of Napa, will post a Notice of Exemption

with respect to the Phase I equipment installation and the Phase II Improvements. If required, County shall pay for and prepare all necessary documentation to comply with CEQA/NEPA in conjunction with construction and installation of the Phase II Improvements prior to construction thereof, and post associated compliance documents in coordination with Napa County.

Operation of the County telecommunications equipment of the existing Napa owned tower and new monopole tower will provide significant benefits for the County and the general public through provision of critical public safety communications serving both east Sonoma County as well as for west Napa County. Napa County has previously installed and maintains fire watch cameras on the existing Napa tower.

County will initially pay all costs associated with purchase and the installation of its Phase I equipment, with expected reimbursement through Grant funds to reimburse County in whole or in part. Napa County is permitted under Section III, Par. A of the BLM Master Lease to rent space on the Property to County. Both Counties will cooperate to obtain any necessary consents or approvals from BLM concerning the improvements or other equipment to be installed by County. County is advised that BLM considers County's anticipated operations at the Site do not trigger payment of rent to BLM.

The County will have a non-exclusive, unrestricted right to use all access roads, easements and right-of-ways leading to or surrounding the Premises including any space necessary for the installation, maintenance and operation of Sonoma's communications equipment. Such ingress and egress is approximately 6.4 miles in length through Robert Louis Stevenson State Park with last 800 ft. over public land; access through State parks is authorized under an agreement between State Parks and County of Napa.

Staff recommends that the Board delegate authority to the Director of General Services to execute sublease(s) with County of Napa and City of Napa, as applicable, in form approved by County Counsel with the following terms: the initial term will commence on or about January 25, 2022 through December 31, 2039, for the County of Napa Premises for no monetary consideration unless County declines to exercise its option to or fails to timely install the Phase II Improvements, and in such event County shall pay if and as required by the County of Napa rent for the Premises consistent with the State Telecom Guidelines, in an amount not to exceed \$2,000 per month. If County completes the Phase II Improvements, County shall not owe monetary rent under the sublease and instead the installation and subsequent transfer of ownership of the Phase II Improvements, with a leaseback to Sonoma County for continued operations, shall be considered adequate consideration for the sublease throughout a minimum agreed upon term of ten (10) years, subject to termination for material breach, and thereafter subject to termination without cause until expiration of the sublease on December 31, 2039. Staff recommends that the Board delegate authority to the Director of General Services to execute a sublease with the City of Napa in a form approved by County Counsel with the following terms: an initial term to commence on or about January 25, 2022 through on or about December 31, 2039, for no monetary rent for one rack in City's vault and a microwave on City's tower. County shall pay reasonably required fees for site and road maintenance, electricity charges and access to and fuel for an emergency power generator.

The County may terminate the sublease with either the City of Napa or County of Napa upon prior written notice on the happening of any one or more of the following events: (a) The Sonoma County Board of Supervisors fails to appropriate sufficient funds for the initial funding of the project and the Improvements; (b) the Board discontinues, in whole or in part, the program or agency for which the Premises were licensed; or

(c) the funding, whether County, State or Federal, for the program or agency for which the Premises were licensed is reduced or withdrawn.

Procedural Authority:

Government Code Section 25350 requires two (2) Board actions to approve this item; and a notice of intent is required for an agreement where County is tenant, the lease agreement is greater than \$50,000 in total value.

Strategic Plan:

This item directly supports the County's Five-year Strategic Plan and is aligned with the following pillar, goal, and objective.

Pillar: Resilient Infrastructure

Goal: Goal 2: Invest in capital systems to ensure continuity of operations and disaster response.

Objective: Objective 1: Strengthen critical communications infrastructure, interoperability, and information technology tools relied upon during disasters.

Prior Board Actions:

Board Summary Report approval of Notice of Intent to Execute Subleases and authorize other actions on December 14, 2021 as Item No. 12.

FISCAL SUMMARY

Expenditures	FY 21-22 Adopted	FY22-23 Projected	FY 23-24 Projected
Budgeted Expenses	\$180,000		
Additional Appropriation Requested			
Total Expenditures	\$180,000		
Funding Sources			
General Fund/WA GF			
State/Federal	\$55,000		
Fees/Other			
Use of Fund Balance			
Contingencies	\$125,000		
Total Sources	\$180,000		

Narrative Explanation of Fiscal Impacts:

In 2019, the Sonoma County Sheriff's Department received a Homeland Security Grant through County Department of Emergency Management (DEM) in the amount of approximately \$350,000 primarily for purchase of updated equipment, but also for labor and materials to install that equipment in Phase 1. This Grant includes approximately \$55,000 for County Facilities Development and Management (FDM) to manage the design, planning and transactional work associated with the project such as the engineering, real estate services, project management and construction administration of the project. On December 14, 2021, the Board approved the use of \$125,000 in General Fund Contingencies to fund the Phase II improvements. That budget adjustment will be made during the Q2 consolidated budget adjustments.

Staffing Impacts:			
Position Title (Payroll Classification)	Monthly Salary Range (A-I Step)	Additions (Number)	Deletions (Number)

Narrative Explanation of Staffing Impacts (If Required):

None

Attachments:

None

Related Items "On File" with the Clerk of the Board:

- 1 - Proposed Sublease between County and County of Napa with Premises and Site Map Depiction
- 2 - Proposed Sublease between County and City of Napa with Premises and Site Map Depiction
- 3 - Notice of Exemption