

**SUBMITTAL TO THE BOARD OF SUPERVISORS
COUNTY OF RIVERSIDE, STATE OF CALIFORNIA**

628
(2277)



FROM: Riverside County Information Technology (RCIT)

SUBMITTAL DATE:
September 2, 2016

SUBJECT: Accept and approve the Riverside County Broadband Master Plan and Policy; Approve Resolution No. 2016-197 Setting Forth Support for Riverside County's Broadband Fiber to the Premise Master Plan; and Approve and execute the Agreement with Best, Best & Krieger (BB&K) LLP, without seeking competitive bids, for legal consultation services [All Districts], [Not to exceed \$250,000; 45500-RCIT Operating Fund].

RECOMMENDED MOTION: That the Board of Supervisors:

1. Accept and approve Riverside County Broadband Master Plan and Broadband Policy; and
2. Approve and have all five (5) Supervisors sign Resolution No. 2016-197 Setting Forth Support for Riverside County's Broadband Fiber to the Premise Master Plan, contained in the second page of the Master Plan; and,
3. Approve the Agreement with BB&K, in an amount not to exceed \$250,000, without seeking competitive bids, for legal consultation services related to securing Broadband networks throughout the County of Riverside; and,
4. Authorize the Purchasing Agent, in accordance with Ordinance No. 459, based on the availability of funding and as approved by County Counsel to sign amendments that do not change the substantive terms of the BB&K agreement, and sign amendments to the compensation provisions that do not exceed 10% of the total amount.

Steve Reneker
Chief Information Officer

FINANCIAL DATA	Current Fiscal Year:	Next Fiscal Year:	Total Cost:	Ongoing Cost:	POLICY/CONSENT (per Exec. Office)
COST	\$ 250,000	\$ 0	\$ 250,000	\$ 0	Consent <input type="checkbox"/> Policy <input checked="" type="checkbox"/>
NET COUNTY COST	\$ 0	\$ 0	\$ 0	\$ 0	

SOURCE OF FUNDS: 45500-RCIT Operating Fund

Budget Adjustment: No
For Fiscal Year: 16/17

C.E.O. RECOMMENDATION:

APPROVE

County Executive Office Signature

BY:
Jennifer L. Sargent

MINUTES OF THE BOARD OF SUPERVISORS

On motion of Supervisor Washington, seconded by Supervisor Benoit and duly carried by unanimous vote, IT WAS ORDERED that the above matter is approved as recommended.

Ayes: Jeffries, Tavaglione, Washington, Benoit and Ashley
 Nays: None
 Absent: None
 Date: September 20, 2016
 xc: RCIT, Purchasing

Kecia Harper-Ihem
Clerk of the Board
By:
Deputy

Prev. Agn. Ref.: | District: All | Agenda Number:

3-11

APPROVED COUNTY COUNSEL
 BY:
 KARIN L. WATTS-BAZAN
 DATE: 9/14/16

Departmental Concurrence

PURCHASING & FLEET SERVICES
 Lisa Brandl, Director

- A-30
- Positions Added
- 4/5 Vote
- Change Order

SUBMITTAL TO THE BOARD OF SUPERVISORS, COUNTY OF RIVERSIDE, STATE OF CALIFORNIA
FORM 11: Approve and execute the Agreement with Best, Best & Krieger (BB&K) Attorneys at Law for legal consultation services without seeking competitive bids for the duration of the onetime project. All Districts, [Not to exceed \$250,000]; General Fund

DATE: September 2, 2016

PAGE: 2 of 3

BACKGROUND:

Summary (continued)

This agreement will enable development and oversight of a Request for Proposal (RFP), aimed at the private sector, to encourage deployment of advanced digital communications networks throughout the County of Riverside. At its core, digital Broadband is simply high-speed access to the Internet. As it currently exists, Riverside County residents' access to high-speed Broadband internet service is limited to approximately 20% of the total geographic area of the County, and is provided to a disproportionate percentage of residents. As of January of this year, it is estimated that almost 100,000 Riverside County residents have no access whatsoever to high-speed Broadband, comprising 58% of the rural and tribal community populations and 2% of its urban residents. Delivering this limited level of service today are incumbents chiefly comprised of cable companies (Charter/Time-Warner,) telecommunications companies (AT&T,) Digital Subscriber Lines (DSL), (Verizon,) satellite providers (HughesNet, VSAT Systems,) and some fiber-optic infrastructure (Frontier Communications.)

How fast is High-Speed? Citing the FCC 2015 *Broadband Progress Report*, high-speed Broadband has been redefined as 25 Mbps (megabytes per second) download and 3 Mbps upload, an increase from the 4 Mbps standard set in 2010 (just prior to the first iPad to come onto the market.) This increase in speed is a critical step toward not only narrowing the Digital Divide, it also brings to light the growing need for bandwidth speeds that allow for access for multiple-device households. The FCC has redefined the threshold for single devices and for "uses like sharing photos or downloading music" to be 10 Mbps, a far cry from the needs of multiple devices and video streaming.

Why is this important? At issue is the overall economic and educational health of the County's 2.3 million residents, along with our ability to compete in the business and academic arenas. Attracting and retaining business, especially those related to technology that also, in turn, pay higher living wages, is paramount to providing for the overall well-being of our residents. This also holds true for the County's college graduates who often times find it economically necessary to relocate to a different county – or different state entirely – to secure better and higher-paying jobs to begin their careers and raise their families. As FCC Chairman Tom Wheeler recently wrote, high-speed Broadband access is *"crucial not only for delivering today's entertainment and basic communications, but tomorrow's innovations that will educate our children, deliver quality health care, improve energy efficiency, fill the employment ranks, and maintain the United States as the world's leader for the 21st Century."*

What does the future look like? Landline phones are quickly becoming a thing of the past as households look to reduce costs by using their cellular devices or moving to Voice over IP (VoIP) solutions over the Internet. The next trend, it is believed, will be the elimination of Broadcast and Cable TV services, to include those large, bundled programming packages that generally please no one, moving instead to streaming services over the Internet to reduce cost and increase choice. All of these new directions, to include 4K video and Virtual Reality (VR) gaming, however, will require higher speeds of Broadband services, and is where most US Cities and Counties are focusing.

What is Riverside County's plan? The RIVCOconnect initiative has been established to clear the way to providing an environment whereby private sector carriers and service providers are invited to build out a 21st Century High-Speed Broadband network, one based upon 1 Gbps symmetrical data rates. Establishing this environment, however, will require the County, its cities and its unincorporated and tribal communities to expedite permitting processes, provide affordable locations for infrastructure, consider anchor tenancy, revise policies and ordinances to be more Broadband-friendly, and to create the atmosphere of collaboration needed to bring about this new expansion of access to the burgeoning world of 21st Century information. To get us there, RCIT is requesting the services of Best, Best & Krieger (BB&K).

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DATE: September 2, 2016

PAGE: 3 of 3

Any attempt at assessing the potential impacts at this time would be wholly speculative and, therefore, the proposed action is not considered a project under the California Environmental Quality Act (CEQA). The project will undergo environmental review once a conceptual framework for implementation and extension of broadband service is more developed that will allow for a meaningful evaluation of potential impacts, including property impacts due to rights or way acquired or granted for installation of broadband infrastructure. The compliance document under CEQA will be presented to the Board under separate cover for approval in combination with the design submittal.

What do we need BB&K to do? The County previously engaged with BB&K for their services in developing a Broadband Master Plan and Blueprint which is BB&K's first crucial task in this endeavor. This document set forth the framework upon which the public and private partnerships we need will be established. BB&K will then take on and oversee the development and drafting of the Request for Participants (RFP) which will officially set forth the new collaborative effort to bring new fiber infrastructure to the County and increase access to high-speed broadband connectivity to all areas, from Corona to Blythe (Colorado River). BB&K will also assist in evaluation of the RFP proposals and contract negotiations.

BB&K has extensive experience in spectrum law, land usage agreements, and broadband services. They have worked with other public entities, to include the City of Los Angeles, to provide legal advice and counsel in the development of an RFP to solicit private sector companies to build-out fiber-optic infrastructure for the purpose of delivering gigabit-speed internet to all local residents at an affordable rate. Additionally, BB&K is an awarded County vendor and has an ongoing relationship with County and knowledge of County processes and procedures.

Impact on Residents and Businesses

Long term, the **RIVCOconnect** project will encourage the build-out of high-speed Broadband to every resident of the County. As the project progresses, 1 Gbps connectivity will become available to more and more communities, businesses and schools, bringing about enormous improvements in three specific areas.

1. First, this new level of service will help bring the world to all Riverside County residents at very high speeds. Students will have access to vast stores of knowledge and research, working people will be able to submit resumes and search for better paying positions of employment, seniors will have far greater access to benefits and health care without having to leave their homes, and entrepreneurs will find it more efficient to conduct business over these broadband connections.
2. Second, as the information infrastructure grows and gets faster, new businesses will be enticed to look at Riverside County as a location better suited for technology and entertainment fields, broadening the need for a more highly-technical and professional workforce.
3. Third, with an improved business climate with more information-based services, the college students graduating from local institutions of higher learning will be more apt to remain local, while graduates from outside the area will be attracted to relocate here to take advantage of the higher-paying positions and to raise their families in Riverside County.

RESOLUTION NO. 2016-197 SETTING FORTH SUPPORT FOR RIVERSIDE COUNTY'S BROADBAND FIBER TO THE PREMISE MASTER PLAN

WHEREAS, all Riverside County residents, businesses and institutions need high quality gigabit broadband services where they live, work, learn and play; and

WHEREAS, closing the digital divide is important and provides long-term community benefits that include the ability to fully engage in the digital economy, access existing and emerging services, and expands economic opportunities; and

WHEREAS, high speed broadband enables improved healthcare access, treatment and information; and

WHEREAS, high speed broadband enables new business models, creates business efficiencies, drives job creation, and connects goods and services to customers and partners worldwide; and

WHEREAS, high speed broadband enables changes in how we access educational resources, collaborate, conduct research and continue to learn anytime, anyplace and at any pace; and

WHEREAS, high speed broadband enables greater civic participation and brings communities together, helps improve public safety, and makes our transportation systems more resilient and efficient; and

WHEREAS, the County of Riverside and other community partners can work together to affect the deployment decisions of broadband providers by lowering the cost of entry and operation of systems in our communities, reduce the risks of delays during the planning, permitting and construction phases, provide opportunities for increasing revenue, and creating new avenues for competitive entry; and

WHEREAS, the County of Riverside supports the adoption of consistent expedited broadband permitting processes throughout participating jurisdictions; and

WHEREAS, the County of Riverside supports the concept of 'Dig Once' whereby conduit is installed for future or immediate use for fiber optic cable installation whenever underground construction occurs in a roadway; and

WHEREAS, the County of Riverside supports the aggregation of demand by all participating communities as anchor tenants of selected provider(s) if acceptable services are available.

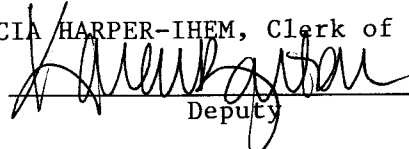
NOW, THEREFORE, BE IT RESOLVED on this 20th day of September 2016 that the Riverside County Board of Supervisors does hereby support the Riverside County Broadband Master Plan and the development of a Request for Participation (RFP) for the deployment of gigabit fiber services to all homes, businesses and institutions countywide.

ROLL CALL:

Ayes: Jeffries, Tavaglione, Washington, Benoit and Ashley
Nays: None
Absent: None

The foregoing is certified to be a true copy of a resolution duly adopted by said Board of Supervisors on the date therein set forth.

KECIA HARPER-IHEM, Clerk of said Board

By  Deputy

STEVE RENEKER
Chief Information Officer

DAVE ROGERS
Chief Technology Officer



LOUIS RAJA ARUL DOSS, ACIO
Enterprise Applications Bureau
VEVA HARGUINDEGUY, ACIO
Converged Communications Bureau
JIM SMITH, ACIO
Technology Services Bureau

To: Board of Supervisors/Purchasing Agent

Date: September 7, 2016

Via: RCIT, Procurement Contract Specialist

From: Steve Reneker, Chief Information Officer

Subject: Sole Source Procurement for Professional Legal Services / Broadband Master Plan

The below information is provided in support of my Department requesting approval for a sole source.

1. **Supplier being requested:** Best, Best & Krieger, Attorneys at Law (BB&K)
2. **Vendor ID:** 0000003456
3. **Supply/Service being requested:**
Professional legal services provided by BB&K to develop the County's Broadband Master Plan, and to draft and oversee the formal RFP for Countywide Broadband Fiber from start to finish.
4. **Alternative suppliers that can or might be able to provide supply/service and extent of market research conducted:**
There is no other legal service with an equivalent level of expertise in this field.
5. **Unique features of the supply/service being requested from this supplier, which no alternative supplier can provide:**
BB&K has extensive experience in spectrum law, land usage agreements, and broadband services. They have worked with other public entities, to include the City of Los Angeles, to provide legal advice and counsel in the development of an RFP to solicit private sector companies to build-out fiber-optic infrastructure for the purpose of delivering gigabit-speed Internet to all local residents at an affordable rate. Additionally, BB&K is an awarded County vendor and has an ongoing relationship with County personnel and knowledge of County processes and procedures.
6. **Reasons why my department requires these unique features and what benefit will accrue to the county:**
The RIVCOconnect Gigabit Community Broadband Initiative is seeking the build-out of a privately-funded fiber-to-the-premises (FTTP) infrastructure, to include the private service ownership and operation that will deliver gigabit-speed internet to all Riverside County residents. BB&K has extensive expertise in this realm, as well as those areas that may be closely related, e.g., land usage agreements and FCC law. The benefits accrued to the County will be an efficient RFP process, a reduced number of legal roadblocks, and the experienced counsel of a team of professionals with the County's best interests at heart.

7. Period of Performance: From July 1, 2016 to June 30, 2017 (one fiscal year)

Is this an annually renewable contract? No Yes
 Is this a fixed-term agreement: No Yes

8. Identify all costs for this requested purchase. If approval is for multiple years, ongoing costs must be identified below. If annual increases apply to ongoing costs such as CPI or other contract increases, provide the estimated annual cost for each consecutive year. If the annual increase may exceed the Purchasing Agent's authority, Board approval must be obtained. (Note: ongoing costs may include but are not limited to subscriptions, licenses, maintenance, support, etc.)

Description:	FY16/17	Total
One-time Costs:		
Master Plan Document and Oversee RFP process and evaluation.	\$250,000	\$250,000
Total Costs	\$250,000	\$250,000

9. Price Reasonableness:

BB&K charges a rate consistent with hourly rates invoiced to the City of Los Angeles and other clients for similar services.

10. Does moving forward on this product or service further obligate the county to future similar contractual arrangements or any ongoing costs affiliated with this sole source? (Maintenance, support, or upgrades, if so, please explain)?

This would not obligate the County beyond this term of agreement, although additional services may become required in future fiscal years to assist in the later stages/phases of the project.

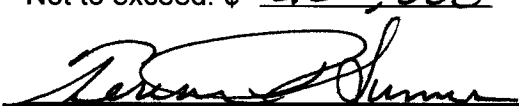
11. Projected Board of Supervisor Date (if applicable): September 20, 2016

 9/7/16
 Steve Reneker, Chief Information Officer Date

Purchasing Department Comments:

Approve Approve with Condition/s Disapprove

Not to exceed: \$ 250,000 One time Annual Amount through 6/30/17

 9/13/16 17-102
 Purchasing Agent Date Approval Number
 (Reference of Purchasing Documents)

List Attachments:

RIVERSIDE COUNTY
BROADBAND MASTER PLAN



RIVC
CONNECT



ACCESSING THE FUTURE

RESOLUTION NO. 2016-197 SETTING FORTH SUPPORT FOR RIVERSIDE COUNTY'S BROADBAND FIBER TO THE PREMISE MASTER PLAN

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Kevin Jeffries
First District

John Tavaglione
Second District

Chuck Washington
Third District

John Benoit, Chairman
Forth District

Marion Ashley
Fifth District

FORM APPROVED COUNTY COUNSEL
BY W. Benoit DATE 9/11/16
BY NEAL R. KIPNS

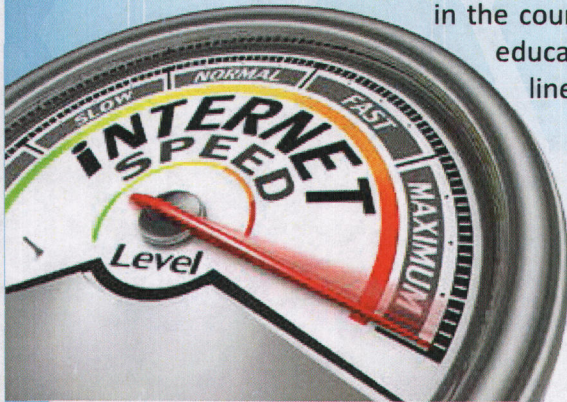
BROADBAND RFP - MASTER PLAN

Executive Summary

In large segments of Riverside County – as well as across the country as a whole – residents have no access to high-speed internet service or broadband. Approximately 58% of the total population who are without broadband reside in rural, unincorporated, and tribal communities. These Riverside County residents, numbering almost 100,000 in total, are the individuals most at risk of falling behind in the 21st Century world of information, the 21st Century economy, and occupy the “have-not” side of the Digital Divide.

RIVCOconnect is a Riverside County initiative, supported by the Riverside County Board of Supervisors and Executive Office, and led by Riverside County Information Technology (RCIT), that seeks to remove the barriers that today obstruct service providers from building out an improved communications infrastructure to 21st century capabilities. A principal goal of this initiative is to present a Request for Participants (RFP) in early 2017, to invite the private sector, either incumbent vendors or business entities new to the County, to work in cooperative fashion and create partnerships to deliver Broadband services Countywide at speeds of 1 Gbps and above. Another goal of RIVCOconnect is that this service be provided to all residents at an affordable cost, one that allows our citizens to access high-speed connections to information, entertainment, health care, government services, employment opportunities, and educational growth. This collaborative effort calls for the development of expedited permitting procedures, providing low-cost locations for broadband equipment and offering incentives such as anchor tenancy. These efforts will be required of not only the County, but cooperation will be sought from our twenty-eight cities, numerous unincorporated locations, and twelve tribal communities as well.

It is not intended that this new broadband infrastructure and service will be owned and operated by the County of Riverside or any other public agency. Rather, the goal is to create the conditions for the private sector to see the new opportunities that will lead to the construction of the largest such high-speed broadband network in the country. Gigabit-speed Broadband will pave the way for economic growth, educational advancement, rising employment in professional and technical lines of business, and increased security for the County’s seniors.

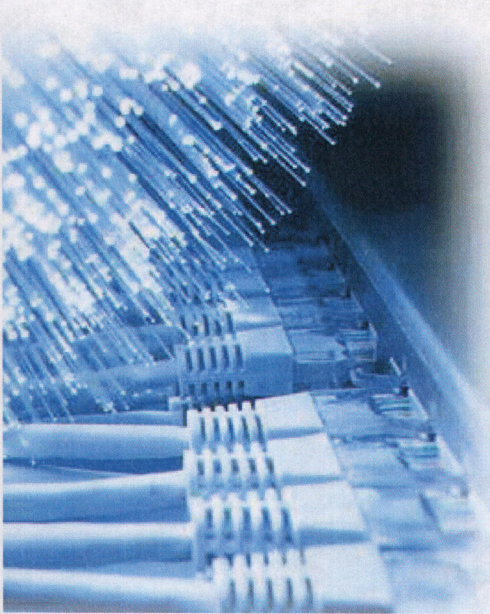


1. Purpose of this Plan

The County will seek out broadband providers who will work with it to ensure that every home and every business in the County has access to high-quality broadband services, at affordable rates.

To that end, the County is proposing to take a series of steps (some organizational, and some involving collection and creation of databases) that: (a) will make it easier and less expensive for broadband providers to plan and install new broadband networks, or extend and enhance existing broadband networks in the County; (b) will allow the County to serve as an anchor tenant on selected broadband network(s), and provide selected broadband providers additional opportunities to identify and take advantage of new revenue opportunities in the future. The County then intends to issue a Request for Participants (RFP) to identify companies interested in leveraging these efforts and incentives to install new, or extend and/or enhance existing, broadband networks to offer services via fiber to the premises (FTTP) and to the business.

Because broadband deployment is capital-intensive and benefits from economies of scale, it is anticipated that the RFP will be more successful if it is issued collaboratively with cities in the County, tribal nations and special districts (as appropriate), and if those entities and other key governmental agencies, including schools, housing authorities and health care networks, as well as private companies, work together through the development of the RFP to aggregate demand and identify resources that may encourage expansion of broadband throughout



the County.

By adopting this Master Plan, the County will establish a road map that can be used by County departments to work together to develop the RFP. This plan can also serve as a model to be adopted by the cities, tribal nations and special districts who wish to collaborate with the County in this worthwhile initiative. With the goal of encouraging the County's cities and tribal communities' adoption and endorsement of this plan as it relates to areas within their jurisdiction, and securing their full commitment to working with the County as this process moves forward, attached to this Master Plan is a form of Resolution that these collaborating partners can sign. Others, such as special districts, other public agencies and private parties are also invited to commit to identifying resources that can be made available to potential entrants, and to express their interest in joining as an anchor tenant where appropriate.

If this plan is adopted, the County would move immediately to work with other communities, agencies and tribal nations throughout the County, and to obtain information from private companies and other public agencies with a goal of issuing a collaborative RFP by the 1st quarter of 2017.

A significant part of this plan involves working with broadband providers, and with other organizations in the County in an effort to close the Digital Divide¹. This is, and has been, a priority of the County, as the ability of residents to participate fully in the economy, and the ability of the County and other entities (health care organizations and schools, for example) to deliver services efficiently depends more and more on widespread broadband availability and adoption. But it is also beneficial to broadband providers, as it creates new market opportunities for them.

The Digital Divide is, in many cases, associated with income, age and ethnicity. In Riverside County, the divide is geographic as well. Given the low population densities and remoteness of some parts of the County, it may not be economically feasible to close the Digital Divide by deploying FTTP without significant government assistance, and in some locations wireless solutions may be the only practicable alternative. Thus, as part of this plan, the County does intend to identify resources, and to work with existing organizations to create opportunities for provision of enhanced wireline or wireless broadband networks throughout the County.

2. The Need for the Network

Although California is home to a wellspring of innovation that has led the growth and evolution of information technologies, the use of broadband by California residents is only approximately equivalent to the national average. Riverside County especially needs high-quality broadband to entice businesses seeking expansion opportunities, especially given its



focus on sustainable growth. According to the California Department of Finance, the County's population grew from approximately 1.2 million in 1990 to approximately 2.19 million as of the 2010 census. Growth since 2000 has been most rapid, and driven largely by migration: inter-state migration, intra-state migration, and immigration². Growth in employment and housing has also been substantial³.

Among the key benefits of broadband identified by the recent Broadband Opportunity Council report of the U.S. Department of Commerce and U.S. Department of Agriculture:

- Broadband enables greater civic participation, provides tools for open government and streamlines government processes.
- Broadband enables changes in how we access educational resources, collaborate in the educational process, conduct research and continue to learn anytime, anywhere and at any pace.
- Broadband enables improved healthcare access, treatments and information.
- Broadband enables new business models, creates business efficiencies, drives job creation, and connects manufacturers and store-fronts to clients and partners worldwide.
- Broadband can also help bring communities together and improve public safety, reduce traffic and emissions, and make our transportation systems more resilient and efficient.
- Broadband provides a foundation for many of the advancements we will see across industry sectors in the coming years⁴.

To be sure, there are several companies that offer broadband services to businesses and residences in the County, and some providers even offer fiber to the home or business. But in many areas options are limited, or prices for installation and monthly service are too high. In the eastern deserts and rural parts of the County, there are many residences and business that have limited or no access to high speed broadband. But even in areas of denser population, access to abundant broadband may be limited. The Inland Empire Plan identified at least one instance where a business relocated elsewhere because of the absence of adequate broadband resources⁵. The difference in price and quality of services provided where residents and businesses have access to competitive advanced broadband networks, and those where they do not is significant. At the simplest level, many residents in the County pay \$60 a month for broadband services that offer 60% of the download speeds and 5% of the upload speeds offered by a fiber network in Chattanooga, Tennessee for the same price – a gap that can be particularly important for home-based businesses⁶. For \$10 more, the Chattanooga system offers an Internet service that offers 17 times the speed of the connection offered to residences in Riverside County, and 250 times the upload speed. If the County encourages new entry and new investment, the financial and technological benefits will be sizeable.



Companies or entities willing to take a leadership role in building this new broadband infrastructure must be ready to meet a great variety of needs, notably those of government agencies, of businesses, and of residents and community non-profit organizations. And for all of these constituencies, but particularly government agencies, the new infrastructure must be able to meet a range of "Smart Community" needs, including emerging Internet of Things (IoT) technologies, that are part of essential government services⁷.

3. Encouraging Faster Deployment – the Problem and Approaches To Solving It

While the economic development benefits to the County of universally available broadband are clear, incentivizing construction of such a network is not simple.

Barriers to the deployment of broadband include the very size, scale and topography of Riverside County. With 7,300 square miles, the County is larger than Connecticut and is nearly as large as New Jersey. In this century's first decade, the County's population grew to 2,189,641, a rate of 41.6% with no slowdown of growth expected, particularly in the more urban areas of the County. Yet the eastern deserts are likely to remain sparsely populated, at least in large part. Additionally, any builder seeking to deploy broadband infrastructure must be prepared to plan for the cost and potential delay that may result from the need to obtain information from, and to deal with, almost two dozen local governments (each engaged in separate processes of planning and governance,) as well as numerous special districts and state and federal agencies. In addition, the communications marketplace is dominated by well-entrenched incumbents that can make competitive, expansive deployments risky for new entrants, or for those smaller existing companies that currently serve limited geographic or economic markets. Due to state laws, almost any entity can enter the market and use publicly-owned rights of way at no charge, serving whomever they want, wherever they want, so the County is not in a position to simply require network expansions as a condition of operation within the County. That means it must use "carrots" rather than "sticks" to encourage deployment. Getting over these hurdles requires a basic understanding of the economics of telecommunications systems – and how decisions are made to expand (or not expand) deployment.

The free market has presumably led to the deployment of broadband networks where build-out makes economic sense under the status quo. While deployment can be expected to continue, it is our stated goal to ease further and more advanced deployment given the importance of broadband. In order to encourage faster deployment than would otherwise occur, the status quo must change. The Next Generation Network Connectivity Handbook, by Levin & Linn (July 2015) notes that deployment decisions are driven by the following formula: the "new or incremental Capital and Operating Expenses" of the new network⁸ must be less than the risk-adjusted new or incremental revenues, plus the benefits to the provider's system (decreased maintenance costs, increased scale), plus the potential lost revenues that may result from competition if the network is not enhanced. To put it another way: an incumbent will invest to improve existing systems if the cost of doing so is rewarded by additional revenues, reduced costs, or by preventing loss of market share. New entrants will come in if the investment can be expected to yield an adequate return. Graphically, the formula looks like this:

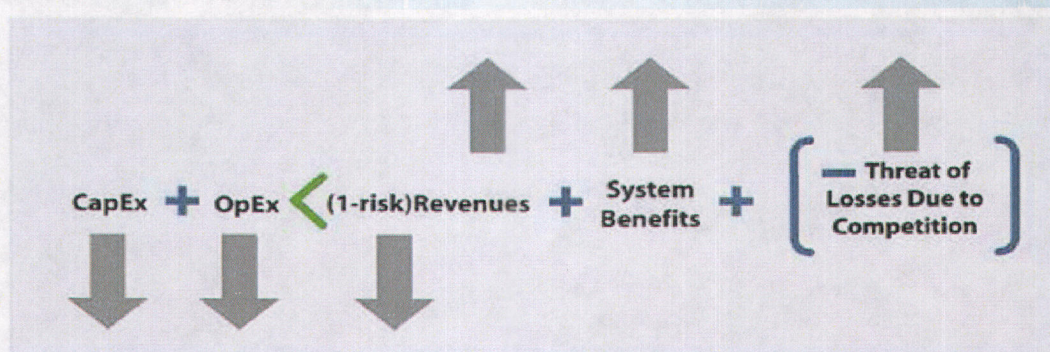


Figure 1: Broadband Cost-Benefit Equation, Levin & Linn, p. 6

Hence, as Levin & Linn suggest, in order to encourage more rapid or widespread deployment than would occur absent any government action, governments must affect the outcome of the deployment decision by:

- *Affecting the costs of entry and operation*
- *Reducing risks (by avoiding project delays, for example)*
- *Increasing revenue opportunities*
- *Increasing system benefits*
- *Creating new avenues for competitive entry, which will lead incumbents to improve their own networks.*

Experts suggest broadband deployment can be encouraged through three key strategies⁹:

- **Asset utilization and improvement.**

Here, “the key inquiry is what assets does a city have that can be provided at no or little incremental cost that improve the economics of deployment and operations. This can include: physical assets, like rights-of-ways (RoW’s), utility poles, conduit, building, etc.: information assets, like information regarding conduit, ducts, and other RoW’s; and processes to improve current assets, such as ensuring that make-ready work is done expeditiously, coordinating with new providers to save costs or allowing them to perform work themselves through approved contractors.”¹⁰

- **Regulatory flexibility to accommodate new business models.**

“The key inquiry here is what rules the city has that may have made sense in a different time and with a different market structure that in today’s market creates a barrier to an upgrade or new deployment. For example, all the projects with national ISPs, including Google Fiber, have allowed neighborhood-by-neighborhood builds, which significantly reduces capital expenditures and risk through a pre-commitment strategy.”¹¹

- **Demand Aggregation.**

“The key inquiry here is how to aggregate demand to demonstrate to existing players the value of an upgrade and to potential new entrants the opportunity in the community. This can be done on both the institutional and residential level.”¹²

As part of the first strategy, the County would create an accessible database allowing potential providers to identify elements necessary for successfully building infrastructure. This database will include County properties and public assets that can be used by fiber optic utilities, and a master uniform zoning system.

As part of the second strategy, the County would develop plans and processes for streamlining permitting and contracting for resources that may be useful in construction of broadband networks. While the work may not be done before the RFP is issued, it is strongly suggested that the County commits to developing a process for approving placement of wireless facilities in the rights of way in conjunction with any large-scale fiber deployment. Those wireless facilities can be used to deliver broadband services to potential customers who may not be reachable by fiber, and as important, can be leased to cellular providers and provide additional revenues for a broadband network.

The third strategy allows providers to aggregate demand, including demand for government telecommunications purchases. Demand aggregation can include creating opportunities for public entities to act as anchor tenants for proposed networks. But it can also include building on the natural advantages of the County – its high growth and development rate – to ensure that there are increasing market opportunities for new entrants through development policies that encourage deployment of broadband infrastructure. The end-result of this process is that Riverside County will be pursuing policies that “lower input costs for adjacent market competition and network upgrades”¹³, hence encouraging efforts to build an



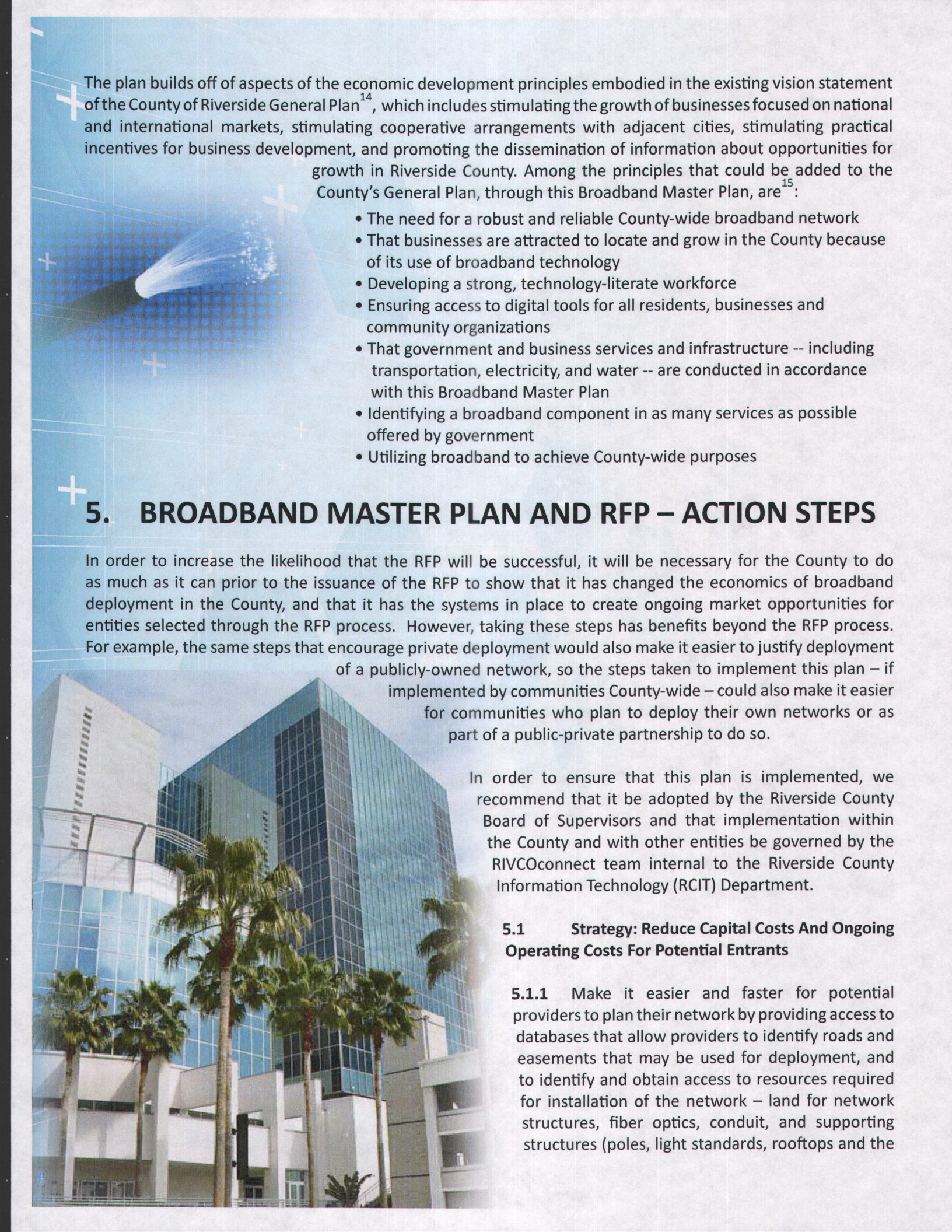
FTTP network throughout the County.

4. How Adoption of This Plan Can Help Deployment

The RIVCOconnect initiative is taking steps to speed deployment of broadband networks throughout the County by reducing costs, reducing risks, increasing opportunities, and creating avenues for competitive entry. The best way to turn this work into results is for County leadership to affirmatively approve this Master Plan. This will not only send a strong message to potential service providers that the County is committed to deployment, it will provide a roadmap to be followed by our partnering cities, tribes and districts across the County who will find great benefit in joining the effort to encourage high-speed broadband deployment. It is envisioned that the County will spend significant efforts seeking public and private partners to coordinate efforts so that Riverside County becomes highly attractive to potential broadband network investments and the increased economic development opportunities that will follow.

After completing the shorter-term steps detailed in the remainder of this plan, the County will issue an RFP. It is believed that the RFP will be fully supported by the other municipal jurisdictions within the County and that they will wish to collaborate in the effort. By issuing an RFP, the County provides an immediate opportunity for private service providers to take advantage of the ongoing efforts and help build out a 21st century broadband network. The longer-term steps reflect a commitment by the County to ensure that, to the extent possible, investments made in broadband networks here will yield benefits to providers and their investors, as well as the County and its residents. These efforts do not prevent any governmental entity from building its own network – in fact, the steps that are being taken in preparation of the RFP would help deployment of a publicly-owned or a privately-owned network. The efforts do not assume that the RFP will solve all broadband issues in the County by resulting in construction of fiber to every home or business in the County. While the goal is to take steps that result in the maximum deployment of fiber, other solutions or other approaches may be required to reach target areas particularly in the eastern portion of the County. This may be possible by taking advantage of grant opportunities, as it has been doing and expects to continue to do through the Inland Empire Broadband Regional Consortium, and by taking advantage of existing municipal fiber, such as the City of Riverside to cite one example.





The plan builds off of aspects of the economic development principles embodied in the existing vision statement of the County of Riverside General Plan¹⁴, which includes stimulating the growth of businesses focused on national and international markets, stimulating cooperative arrangements with adjacent cities, stimulating practical incentives for business development, and promoting the dissemination of information about opportunities for growth in Riverside County. Among the principles that could be added to the County's General Plan, through this Broadband Master Plan, are¹⁵:

- The need for a robust and reliable County-wide broadband network
- That businesses are attracted to locate and grow in the County because of its use of broadband technology
- Developing a strong, technology-literate workforce
- Ensuring access to digital tools for all residents, businesses and community organizations
- That government and business services and infrastructure -- including transportation, electricity, and water -- are conducted in accordance with this Broadband Master Plan
- Identifying a broadband component in as many services as possible offered by government
- Utilizing broadband to achieve County-wide purposes

5. BROADBAND MASTER PLAN AND RFP – ACTION STEPS

In order to increase the likelihood that the RFP will be successful, it will be necessary for the County to do as much as it can prior to the issuance of the RFP to show that it has changed the economics of broadband deployment in the County, and that it has the systems in place to create ongoing market opportunities for entities selected through the RFP process. However, taking these steps has benefits beyond the RFP process. For example, the same steps that encourage private deployment would also make it easier to justify deployment of a publicly-owned network, so the steps taken to implement this plan – if implemented by communities County-wide – could also make it easier for communities who plan to deploy their own networks or as part of a public-private partnership to do so.

In order to ensure that this plan is implemented, we recommend that it be adopted by the Riverside County Board of Supervisors and that implementation within the County and with other entities be governed by the RIVCOconnect team internal to the Riverside County Information Technology (RCIT) Department.

5.1 Strategy: Reduce Capital Costs And Ongoing Operating Costs For Potential Entrants

5.1.1 Make it easier and faster for potential providers to plan their network by providing access to databases that allow providers to identify roads and easements that may be used for deployment, and to identify and obtain access to resources required for installation of the network – land for network structures, fiber optics, conduit, and supporting structures (poles, light standards, rooftops and the

like); and by developing uniform contracts for access so providers will be able to obtain access to property without extended negotiations. Steps to implement:

5.1.1.1 Prior to issuance of the RFP, County will collect and provide links, data bases and datasets on an open data portal that identify County population centers and County demographics; show rights of way and utility easements; show the road condition (whether the road has been recently repaved, or is scheduled to be repaved); areas where utilities may be placed aboveground and where facilities must be placed underground; and developments that are now either under construction or that have been approved or are in the process of being approved. The County's Chief Data Officer in the County's Information Technology Department is responsible for the county's open data portal and the placement of data that can be shared by all agencies and the public.

5.1.1.2 The County of Riverside's Information Technology Geographic Information Systems (GIS) group has developed an ESRI-based application to capture assets and determine what can be made available for consideration in the RFP. This GIS data layer will be placed in the County's Open Data portal. The RIVCOconnect Group in RCIT will be responsible for coordinating placements for communication enclosures and will place those locations as a layer on a GIS system and ultimately in the open data portal as well.

5.1.1.3 Prior to issuance of the RFP, County will identify other County-owned property (storm water culverts, conduits, fiber non-building structures) that may be useful for deployment of fiber infrastructure, and investigate whether those can be used to allow providers to limit the number of actual permits that need to be submitted.

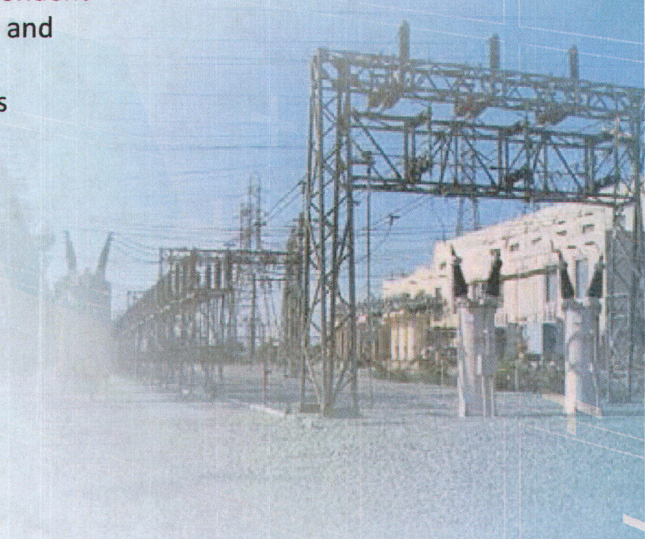
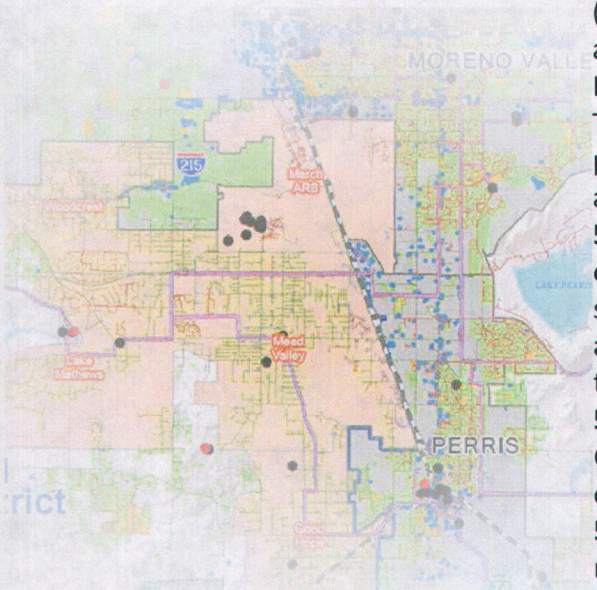
5.1.1.4 The RIVCOconnect group in RCIT will work with County Counsel and the Transportation and Land Management Agency in the creation and maintenance of uniformed contracts.

5.1.1.5 Prior to issuance of the RFP, County will work with municipalities, tribal authorities and other governmental entities in the County (e.g., the Parks District, Riverside Transit Authority) to identify

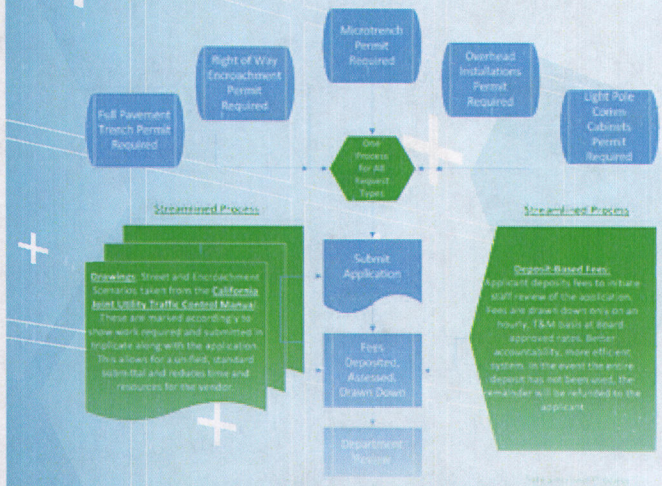
properties that could be made available for access to property to develop, as far as possible, uniform contracts for access to that property, and to determine if similar databases can be made available for roads and structures under their control.

5.1.1.6 Prior to issuance of the RFP, County will work with private entities that may have assets that could be made available for this process, including Southern California Edison (SCE). SCE, for example, possesses an existing network of fiber, conduits, poles and other infrastructure that could be made available to a program participant. The County is working with SCE on a plan that could provide an RFP respondent with more rapid access to SCE assets and infrastructure.

5.1.2 Streamline and reduce the costs associated with the process for obtaining approvals required for project construction/inspection. This would involve ensuring that the process is simple to navigate, and result in coordinated management of the approvals/post-construction inspections for what will be a process that might normally require thousands of permits/applications across the County. In order to



County of Riverside Streamlined Permitting Process



avoid potential conflicts with state or federal law, the expedited process would be available to any entity that was planning a multi-year broadband deployment project. It is envisioned that the process used would be similar to that used recently in the deployment of the Verizon (now Frontier) FiOS system. To implement this strategy:

5.1.2.1 The RIVCOconnect group in RCIT will serve as the single point of contact and departmental coordinator for this effort.

5.1.2.2 Prior to issuance of an RFP, create a broadband deployment group consisting of TLMA, County Counsel, Economic Development Agency, and the Executive Office that will be responsible for:

5.1.2.3 Developing rules for submission of bulk permits applications/traffic control plans, bulk approval of electrical/structural plans for facilities [e.g., the size of the area for which a bulk permit may be issued];

5.1.2.4 Meeting with a potential applicant at the start of the process to gain an understanding of the project, and to assist the applicant in understanding what permits will be required;

5.1.2.5 Developing best practices for placement of aboveground facilities [sides of yards, backyard easements, and so on];

5.1.2.6 Recommending requirements for inspectors, both during and post-construction, as necessary to ensure work can be promptly inspected and corrected/approved;

5.1.2.7 Serving as the primary points of contact for the coordinator with their respective departments;

5.1.2.8 Authorize use of a fee structure for approvals and inspections that recovers County costs on a project basis, and take any steps necessary to implement that fee structure. For example, in connection with the FiOS build, the County charged for permitting based on the time required to review permits, and accepted permits on a neighborhood basis. The same approach would likely make sense here.

5.1.3 The County has 28 incorporated municipalities, so any entity that wished to build a broadband network throughout the County would need to file for permits with at least 29 jurisdictions, as well as the state and federal governments and special districts, depending on the location of the build. Even if the information sought by each jurisdiction was identical, the cost associated with filling out different forms may add significantly to costs and build-out delays. Therefore, the County should direct the RIVCOconnect coordinator to work with other jurisdictions through the local Councils of Government (WRCOG, CVAG) to encourage use of model standards for construction, model forms for permitting, and a consolidated list of the points of contact for each jurisdiction and for cross-jurisdictional issues (such as may arise should a facility located on County property also occupy space within an incorporated municipality). It is unlikely that this effort will be wholly successful, but to the extent variations are minimized, and potential providers know which communities will be working from the same permitting “playbook,” deployment may be encouraged. The forms need not be developed prior to issuance of the RFP, but it would be helpful if the County and other jurisdictions can commit to this process so that the forms can be developed and the structures are in place for cross-jurisdictional cooperation prior to the receipt of RFP responses.

5.2.1 Provide flexibility to RFP respondents as to areas to be served

5.2.1.1 Frame the RFP to allow respondents to define service areas. Given the size and the population density of the County, it is unlikely that any one company will build fiber out to all areas of the County. Provide incentives and opportunities that encourage proposals for service in those lower-density locations.

5.2.1.2 Build on and continue to work with the Inland Empire Regional Broadband Consortium to seek grants for building out underserved areas (grants have thus far come mainly from the California Advanced Services Fund) and offer to work with selected partners to cover underserved areas to the extent permissible.

5.2.2 The County should work with educational institutions to explore opportunities for using now underutilized Educational Broadband Service (EBS) frequency spectrum to deliver broadband wirelessly to schools and communities in areas of the County where fiber may not be run practicably.

5.2.2.1 Establish agreements with educational institutions prior to the issuance of an RFP, it could attract additional respondents, including wireless Internet service providers.

5.3 Strategy 3: Create Opportunities for Selected Providers To Secure Revenues That May Support Build-Out.

5.3.1 To the extent it can reasonably do so, County should aggregate demand for County broadband services so that it may serve as an anchor tenant for selected providers.

5.3.1.1 The County currently purchases broadband services for service to approximately 250 offices, and 31 departments or agencies at a total cost of \$3.9 million annually; it spends \$2.7 million for services at locations that require connections of 100 Mbps or greater.

5.3.1.2 Subject to any competitive bidding restrictions, and as part of RFP, County should seek a proposal from providers as to minimum financial support each requires to build out, and what services that could be provided to County offices in exchange for that support.

5.3.2 County should encourage partners, local governments, agencies and tribal communities to aggregate demand and to commit to serving as anchor tenants, assuming selected providers can offer acceptable services.

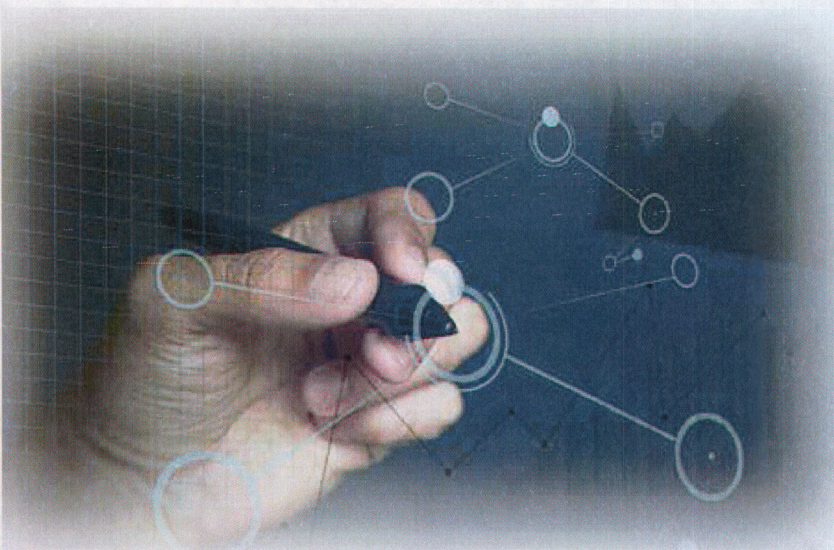
5.3.2.1 As part of RFP, it would be useful for interested agencies and governments to identify current expenditures and requirements for broadband services that could be switched to a provider as suggested by Section 5.3.1.2.

5.4 Strategy 4: Encourage Innovations That Increase Demand

5.4.1 Develop resources that encourage broadband adoption and that provide businesses and residences with information about broadband availability. One key to this effort is the adoption of a “brand” that can be used to create awareness of the County’s broadband efforts, and to provide information about the companies that participate in the broadband project.

5.4.2 Prior to issuance of the RFP, the County should commit to undertake a review, in conjunction with other participating communities where appropriate, of policies that may make it simpler to deploy, and may make it easier for the public to locate and purchase high-quality broadband services. This effort should address some of the barriers to adoption and deployment identified by the Inland Empire Regional Broadband Plan, including e.g.

5.4.2.1 The County will work to



develop standards that identify buildings as “broadband ready,” and will also encourage building owners to open buildings to broadband deployment.

5.4.2.2 The County will work to develop standards for deployment of conduit and handholds as part of new developments, as well as appropriate “Dig Once” standards that reduce the expense of deploying broadband infrastructure.

5.4.2.3 While these efforts may not be completed before issuance of an RFP, the County’s firm commitment to these actions, particularly if coordinated with actions by other local governments, will attract additional interest in serving the County.

5.4.3 The County will coordinate with partners with which it is working to deploy computers and handheld devices to underserved populations so that deployments by providers who participate in the broadband program and the County’s digital divide efforts work together to get computer devices and training to potential users as services become available.

5.4.4 The County, as part of the RFP process, commits to

working with providers to expand computer centers and to provide training to underserved populations, which in turn will create new opportunities for broadband growth.

5.4.5 The County commits to revisiting policies for placement of wireless facilities, to facilitate deployments which may provide fiber network owners with opportunities to obtain additional revenues through provision of “backhaul” services to wireless service providers. This work will not be completed before issuance of the RFP, but adoption of a resolution committing to policies may attract additional attention to the RFP, and encourage broadband deployment.

5.4.5.1 The explosive growth in demand for wireless data services requires wireless providers to install many more antennas, and to connect those antennas to fiber networks in order to provide the speeds and capacity users demand. For example, Verizon is expanding the deployment of its FiOS fiber system in Boston under an agreement through which the City of Boston is providing Verizon Wireless with opportunities to place small wireless cells throughout the City. The revenues that Verizon can obtain by carrying signals across the small cells allows Verizon to expand fiber coverage to homes and businesses. The goal here is to create a new opportunity for private





AUTONOMOUS CARS

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providers that will result in more rapid deployment of fiber throughout the County.

5.4.6 The County's RIVCOconnect group will act as a central repository for information about projects being undertaken by County and other participating agencies that may affect broadband deployment. Those may include infrastructure projects where infrastructure may be installed as part of the project (e.g., new street or "smart" transportation projects) or projects that expand the communications capabilities of local agencies. It may be possible to coordinate efforts to obtain grants that leverage projects to expand broadband availability, or that

reduce costs for broadband deployment.

5.4.6.1 The goal of the office would be to break down internal, intra-jurisdiction and cross-jurisdiction silos so that projects that involve broadband and infrastructure development can be leveraged to create new opportunities for broadband growth.

6 MISCELLANEOUS - OBTAINING APPROVAL OF ANY RFP

- 6.1** The work described above may also require the County, prior to issuance of the RFP to:
 - 6.1.1** Develop appropriate memoranda of understanding (MOU) with other agencies who wish to collaborate on this effort.
 - 6.1.2** Define the effort carefully and consider CEQA appropriately.
 - 6.1.3** Devise and approve standards for evaluation of any RFP, consistent with the goals of the RFP process.
- 6.2** The County of Riverside will, in the first quarter of 2017, submit for bid a comprehensive Request for Participants, to include all Cities and Tribal Communities that have agreed to collaborate and follow aspects of this Broadband Master Plan. The RFP will include multiple zones to consider multiple responses or a single response to the areas to be served. A committee will be appointed to determine what carrier(s) will be awarded to serve each or all of those zones.

¹The Inland Empire Broadband Infrastructure and Access Plan, November 6, 2014 (Inland Empire Plan), noted that, according to CETF, "the Inland Empire's broadband adoption rate decreased from 71% in 2012 to 68% in 2013 which is behind the statewide average of 75%. By comparison, the adoption rate in the Central Valley is 60%, Los Angeles is 64%, Orange County and San Diego is 77%, and the Bay Area is 80%." Closing that digital divide was part of the approved plan.

²County of Riverside Draft General Plan Amendment No. 960, Public Review Draft, Volume 4 Appendices, February 2015 (GPA No. 960, Volume 4A, 2015-01-23), pp. 195-206.

³Id.

⁴Broadband Opportunity Council Report and Recommendations, August 20, 2015, page 4.

⁵Inland Empire Broadband Plan, p. 45.

⁶Based on comparison of undiscounted prices shown on the Internet for services offered in Chattanooga, TN. by EPB (Chattanooga's municipally owned fiber utility) and in Riverside by Charter Communications as of July 31, 2016.

⁷See "What the Internet of Things Means for Local Government," Public CEO, April 1, 2016, Drew Clark. "Among the areas where the civic IoT is advancing most rapidly are in water management and waste removal, the electrical 'smart grid,' and improving transportation — whether it be public transit, smoother automobile traffic or parking cars."

⁸Those costs can be enormous. Analysts estimate that Verizon's spent \$23 billion to extend its fiber infrastructure to pass 18.5 million homes. <http://www.buffalonews.com/business/verizon-still-cant-justify-expanding-its-fios-service-20140421>. Some analysts estimate the cost of the fiber infrastructure at about \$2500 per subscriber, and estimate the costs of equipment and other infrastructure required to serve each home at an additional \$1000 per home — that does not include any ongoing operational costs. Verizon did not build FIOS to the sort of remote areas with low density that typify the Eastern part of the County. https://www.researchgate.net/publication/237378204_Fiber_to_the_Home_Capital_Costs_and_the_Viability_of_Verizon%27s_FIOS

⁹"Achieving Bandwidth Abundance," pages 13-14.

¹⁰Id., italics omitted.

¹¹Id.

¹²Id.

¹³"Achieving Bandwidth Abundance: The Three Policy Levers for Intensifying Broadband Competition," October 30, 2015, Blair Levin, Internet Society Fall 2015.

¹⁴County of Riverside Draft General Plan Amendment No. 960, Public Review Draft, Volume 4 Appendices, February 2015 (GPA No. 960, Volume 4A, 2015-01-23), pp. 58-60.

¹⁵Several of these principles can be found in the National Broadband Plan, and in various City- and County-wide broadband plans, including those of Portland, Oregon, and Montgomery County, Maryland.

RESOLUTION IN SUPPORT FOR RIVERSIDE COUNTY'S BROADBAND FIBER TO THE PREMISE MASTER PLAN

The following resolution is a template for all cities to adopt in support of the Riverside County Broadband Master Plan. This same resolution has been adopted by the Riverside County Board of Supervisors on September 13, 2016.



**RESOLUTION NO. __ SETTING FORTH [YOUR MUNICIPALITY]'S
SUPPORT FOR RIVERSIDE COUNTY'S BROADBAND FIBER TO THE
PREMISE MASTER PLAN**

WHEREAS, all Riverside County residents, businesses and institutions need high quality gigabit broadband services where they live, work, learn and play; and

WHEREAS, closing the digital divide is important and provides long-term community benefits that include the ability to fully engage in the digital economy, access existing and emerging services, and expands economic opportunities; and

WHEREAS, high speed broadband enables improved healthcare access, treatment and information; and

WHEREAS, high speed broadband enables new business models, creates business efficiencies, drives job creation, and connects goods and services to customers and partners worldwide; and

WHEREAS, high speed broadband enables changes in how we access educational resources, collaborate, conduct research and continue to learn anytime, anyplace and at any pace; and

WHEREAS, high speed broadband enables greater civic participation and brings communities together, helps improve public safety, and makes our transportation systems more resilient and efficient; and

WHEREAS, the City Council of [INSERT NAME OF CITY] and other community partners can work together to affect the deployment decisions of broadband providers by lowering the cost of entry and operation of systems in our communities, reduce the risks of delays during the planning, permitting and construction phases, provide opportunities for increasing revenue, and creating new avenues for competitive entry; and

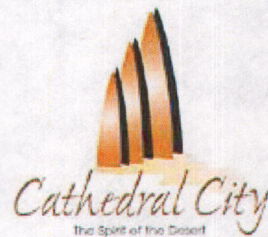
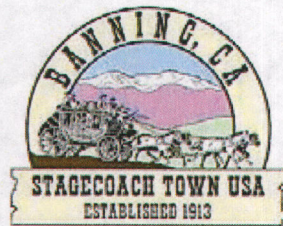
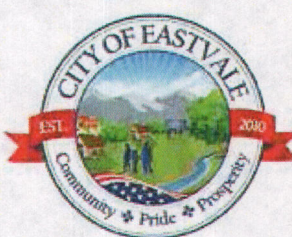
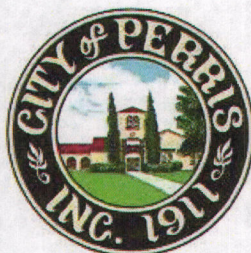
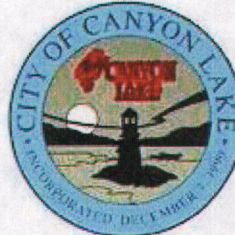
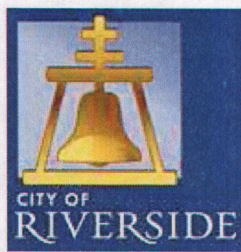
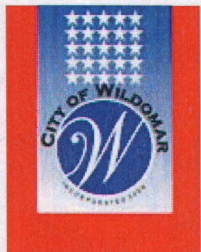
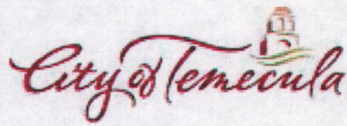
WHEREAS, the City Council of [INSERT NAME OF CITY] supports the adoption of consistent expedited broadband permitting processes throughout participating jurisdictions; and

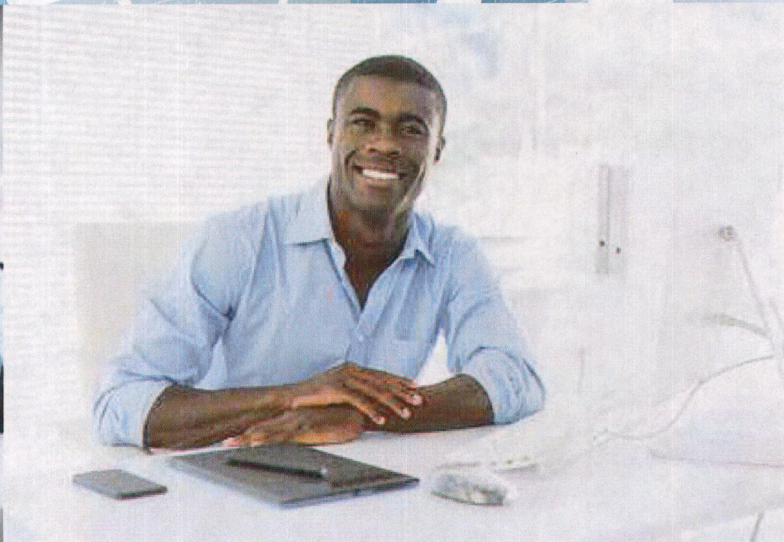
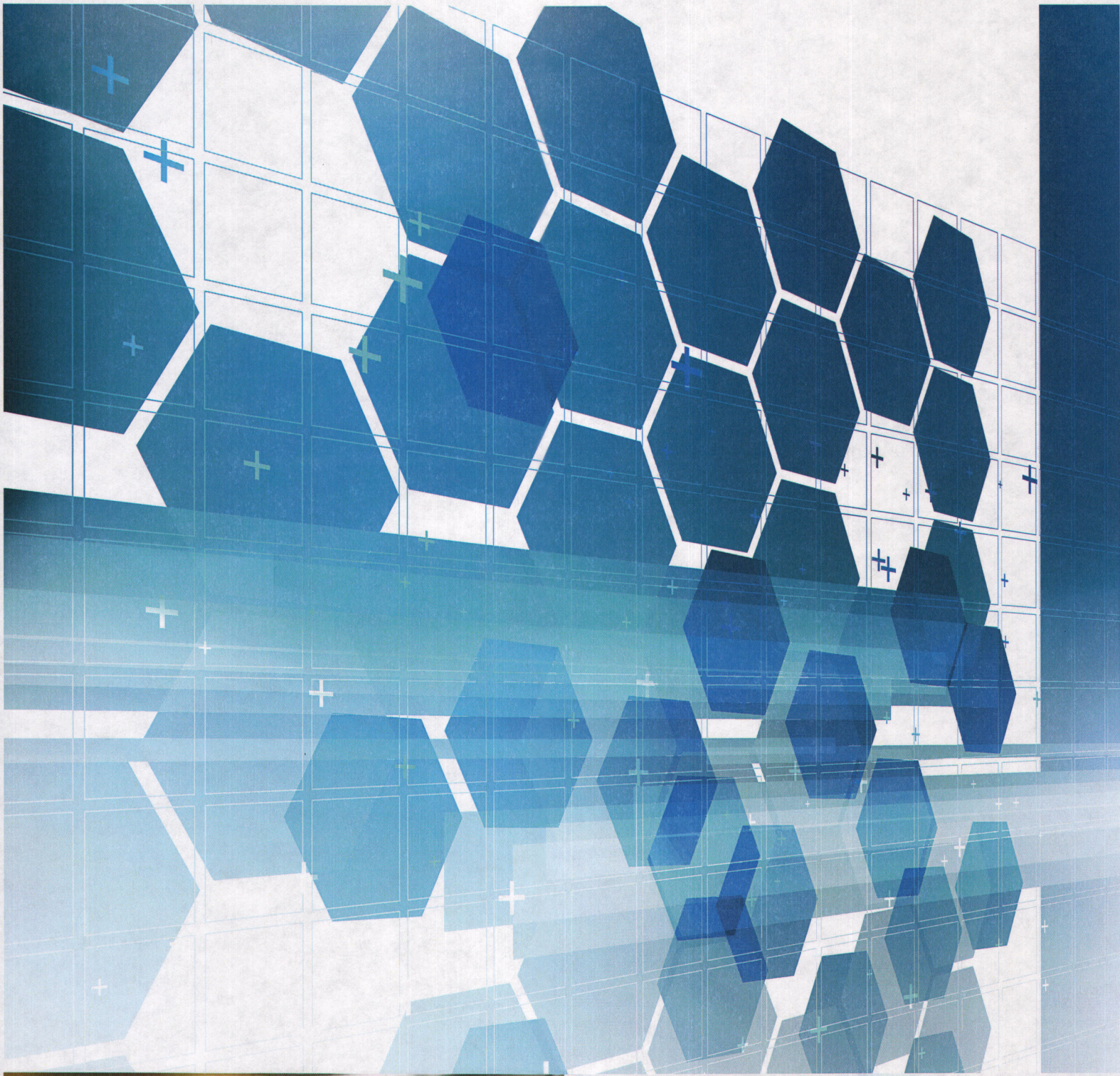
WHEREAS, the City Council of [INSERT NAME OF CITY] supports the concept of 'Dig Once' whereby conduit is installed for future or immediate use for fiber optic cable installation whenever underground construction occurs in a roadway; and

WHEREAS, the City Council of [INSERT NAME OF CITY] supports the aggregation of demand by all participating communities as anchor tenants of selected provider(s) if acceptable services are available.

NOW, THEREFORE, BE IT RESOLVED on this [xx] day of [MONTH] 2016 that the City Council of [INSERT NAME OF CITY] does hereby support the Riverside County Broadband Master Plan and the development of a Request for Participation (RFP) for the deployment of gigabit fiber services to all homes, businesses and institutions countywide.

Council Member, [XX] District	Council Member, [XX] District	Council Member, [XX] District
Council Member, [XX] District	Council Member, [XX] District	Council Member, [XX] District





Riverside County Broadband Policy

Findings and Declarations

The County of Riverside hereby declares that wireline and wireless communications providing abundant capacity which supports high-speed, advanced digital communications, including **Gigabit-Speed Internet Access**—referred to generically as “**Broadband**” – forms the basis of an essential 21st Century infrastructure in our digital world and global economy. It is vital to the economic development and quality of life for the residents, businesses and institutions of Riverside County and throughout California, and it can enable Riverside County government to operate more efficiently while providing services more cost-effectively.

The ability to connect instantly to information, services and digital tools is becoming increasingly necessary for access to, and success in, education, business, and economic opportunities. The deployment and adoption of **Broadband** is a major strategy to spur economic growth, because it improves productivity, which attracts more capital investment and generates better-paying professional jobs, while saving both time and money for businesses and consumers. **Broadband** also provides an avenue by which needed offerings are delivered to the County’s seniors and disabled, bringing these residents in-home healthcare tools and services such as Telemedicine and other clinical services at a distance.

In addition, **Broadband** is also a “Green Technology” that can, if widely accessed, significantly reduce negative impacts on traffic and the environment by reducing the need for vehicle use, thereby decreasing the use of resources and saving energy.

Although California is home to a wellspring of innovation that leads in the growth and evolution of many technologies, the use of **Broadband** by residents of California only approximates the national average, and there still exists a Digital Divide that must be closed for this region to remain globally competitive. **Broadband** has become a fundamental need of modern life, whether related to job, home, or school. As more and more information and media migrates online, those without ready access to the Internet are increasingly being left behind. Bridging the Digital Divide is about helping those with little, or no, access to the digital world acquire tools to leverage technology in ways advantageous to their economic and personal pursuits. Riverside County is exploring ways to ensure these tools and services are delivered to its constituents via methodologies which will be heavily dependent upon access to high-speed **Broadband**. If the County is to take full advantage of the new technologies to deliver these services more effectively to homes and businesses, it is imperative that **Broadband** be available to the furthest extent possible to everyone living and working in the County of Riverside.

Riverside County is committed to operating governmental functions in as cost-efficient manner as possible and recognizes that information technologies such as **Broadband** can greatly assist in achieving that goal. Riverside County is dedicated to providing public information and increasing online access to government services for the convenience and benefit of residents, as well as reducing downtown congestion and traffic and other negative impacts to the environment. Residents should have access to **Broadband** to transact business with our local government agencies, such as obtaining and paying for building permits or business licenses, paying utility bills,

or accessing official documents and maps. **Broadband** links County government with its constituents.

Riverside County is committed to encouraging the families and children living here to be healthy, productive and self-sufficient, and it is recognized that the use of **Broadband** can save both time and money for residents, while also providing opportunities to grow professionally and economically. Therefore, it is important that all residents within Riverside County, particularly lower-income households and those living in publicly-supported housing, to have access to **Broadband**.

Riverside County is committed to helping students obtain the highest-quality education possible and understands that the ability to learn and prepare for higher education is significantly enhanced if schools incorporate digital literacy and applications into the various curricula. The availability of **Broadband**-connected computing devices is an irreplaceable teaching and learning tool for academic achievement, both in the classroom and at home. Riverside County is thus committed to **Digital Inclusion** and increasing residents' participation in the public process through expanded engagement using **Broadband**.

Therefore, it shall be the policy of the County of Riverside to encourage, and when practicable to facilitate, the deployment and adoption of **Broadband** to provide our residents with opportunities, convenience, and a higher quality of life. Furthermore, it is recognized that the speed of data and image transmission capability of the **Broadband** infrastructure is a vital driver of adoption: higher speeds enable more applications that are relevant to the daily lives of consumers. Thus, it also shall be the policy of the County of Riverside to encourage and facilitate upgrades to existing **Broadband** infrastructure to ensure that the public and private sectors have access to sufficient **Broadband** speeds to support consumer demand for new and evolving applications that save time, money and resources.

Roles and Responsibilities

Riverside County recognizes that it has many responsibilities that affect deployment and adoption of **Broadband** technologies and applications, including the following roles: (1) **Policy Leader**; (2) **Planner**; (3) **Regulator**; (4) **Consumer**; (5) **Service provider**; and (6) **Property Owner**. As a **policy leader**, Riverside County may promulgate policies and ordinances to advance and protect the public interest, implement state and national laws that promote and accommodate deployment of **Broadband** facilities, and encourage development and testing of new technologies and applications. It can work with other governmental agencies, as well as the private and non-profit sectors so that the County and its residents can best enjoy the digital economy's benefits and promises. As a **planner**, Riverside County prepares and adopts a **General Plan** and other land-use documents that guide the development of our jurisdiction, thus determining how "smart" growth will be and defining the quality of life for the future. As a **regulator**, Riverside County approves land uses and building permits that can encourage, promote or require "smart" infrastructure and facilities within our jurisdiction, and it also acts to protect consumers and ensure that providers do not discriminate in the provision of services. As a **consumer**, Riverside County purchases telecommunications and information technology equipment and services which, in turn, drives demand and improvements in these technologies and services. As a **service provider**, Riverside County has the ability to expand **e-Government** functions by providing more information and greater access to public services online, thus encouraging **Broadband** adoption, but also making it

critical that residents have ready access to **Broadband** so that all can take advantage of the benefits offered by **e-Government**. As a **property owner**, County-owned land and buildings may, in many instances, provide useable areas for placement of wireless and wireline infrastructure and facilities that can be used for the distribution of **Broadband** to consumers. The County also has an interest in requiring that **Broadband** be available to the public on County property. It shall be the policy of Riverside County in all of its roles and responsibilities to actively identify opportunities to implement policies, programs and actions to encourage **Broadband** deployment and adoption.

Implementation

Riverside County shall incorporate these findings and declarations into the **General Plan** and all relevant **Specific Plans, Broadband Master Plan, Redevelopment Agency Master Plans, and Community Sustainability Plan**. It shall adopt the following implementation strategies and actions:

Land Use and Smart Infrastructure

- Promote the provision of **Broadband** infrastructure in all public buildings; major transportation (and other infrastructure) projects; commercial developments; and residential developments and neighborhoods.
- Where feasible, that new or renovated large-scale residential and commercial development projects include the infrastructure components necessary to provide and support **Broadband** and other future state-of-the-art information and communication technologies, such as conduit and riser space.
- Identify local public rights-of-way (RoW) and public facilities that can be used for **Broadband** deployment and, where practicable, promulgate relevant procedures to streamline the approval of permits, licenses and franchises required for the installation of those facilities, consistent with principles of providing a level field of play and ensuring competition for all providers, and consistent with the protection of the public, property and roadway functions.
- Maintain consistency in visual aesthetics as it pertains to **Broadband** facilities, with guidelines for other infrastructure such as street lighting, traffic light control equipment, and power generation to name a few.
- Develop policies that allow for rapid deployment of **Broadband** facilities off the RoW, with appropriate protections for the public and property affected by the deployment, and avoiding proliferation of unnecessary or speculative facilities that may conflict with other important County policies or deter productive deployments.
- Subject to the foregoing, encourage **Broadband** providers to size underground and overhead facilities to accommodate future expansion, changes in technology, and, where possible, the facilities of other telecommunications and utility providers.
- Locate and operate infrastructure and appurtenant facilities, wherever possible, to protect cultural and scenic resources. Site facilities at the lowest possible point along ridge lines in order to minimize visual and aesthetic impacts. Minimize the size and extent of appurtenant

facilities, to include antennas and equipment buildings, while still providing room for growth and co-location of future providers. Set guidelines as part of a special-use permit, that the top-most position of a monopole or tower be occupied with antennas to ensure that the ultimate structure height is justified. Use stealth technology solutions for masking antenna profiles. Use muted earth-tone colors that match the natural background setting. Landscape appropriately around the perimeter of facilities to be compatible with the surrounding vegetation.

- Require commitments for sharing new vault, monopole or tower sites as a condition of approval if appropriate and feasible.
- Submit notification and information about all major infrastructure and construction projects, including transportation projects, **Broadband** projects and new residential subdivisions, to a shared regional and/or statewide web-based database (such as the prototype developed by the California Department of Transportation) so that utility providers and other authorized RoW users, including **Broadband** providers, have the opportunity to coordinate infrastructure deployment in shared trenches, conduit, poles and towers, and other appurtenances to facilitate cost and time savings and minimize duplicative construction.
- Require as a condition of approval the timely removal of communications facilities and equipment when they are no longer needed.

Public Services and Digital Inclusion

- Prepare and implement a **Technology Plan** that uses state-of-the-art **Broadband** and other non-public network information technologies to support the local government operations in the most cost-efficient manner possible, and provide online all vital public information and critical services.
- Continue to improve the County's website both to support the online provision of public information and critical services and to engage and increase citizen participation. Request all County departments post appropriate policies, programs, plans, ordinances and key information online.
- Develop and provide an online comprehensive and standardized Geographic Information System (GIS) that can be used by all public agencies to aid in the provision of public services.
- Promote the use of public buildings, such as libraries, parks and convention centers, as **Broadband** hot spots to provide residents with affordable or free high-speed Internet access while in the public space.
- Ensure that public safety and emergency response agencies are capable of providing real-time information via **Broadband** to facilitate the efficient management of emergencies and natural disasters and to protect lives and property.

Smart Housing

- Work with the business community and private developers to incentivize the provision of state-of-the-art **Broadband**-specific infrastructure, notably fiber conduits, space for vaults and pedestals, and vacant locations set aside for fiber enclosures and associated appurtenances for all new residential subdivisions.
- Explore adding policies to the **General Plan** that will foster the provision and adoption of **Broadband** in all publicly-subsidized housing development projects, including policies that allow for aggregation of demand within and among projects so that, to the extent possible residents of public housing projects have **Broadband** choices comparable to those that are available to other residents in the same geographic area; policies that encourage service providers to offer low-cost plans for provision of **Broadband** that allow all residents to receive the benefits of **Broadband**; policies that encourage deployment of infrastructure within public housing projects that will support provision of **Broadband** by multiple providers; and policies that ensure that residents are aware of the low cost **Broadband** options available to them under private programs, and under state, local and federal **Broadband** programs, such as federal “lifeline” programs.
- Request the local housing authority to adopt policies to promote and support smart affordable housing with **Broadband** infrastructure whenever their public funds are used to subsidize the construction and provision of housing for lower-income residents.

Digital Literacy and Workforce Development

- Integrate digital literacy training into all workforce development programs.
- Provide digital literacy training for all employees.

Designation of Broadband Leader

- The County Executive Officer (CEO) will identify and designate an appropriate individual within management as a coordinator to be responsible for implementing policies related to **Broadband**, information technologies, and **Digital Inclusion**. This designated leader shall develop a plan of action to increase and sustain the use of **Broadband** and information technologies within Riverside County. The **Broadband Action Plan** shall set forth specific goals, objectives, activities and metrics for success for all the relevant responsibilities and roles delineated above. It shall include the promulgation of a **Technology Plan** for the operations and functions within the County government and regular update to the existing **Technology Plan**. The coordinator shall prepare and submit a progress report annually to the Board of Supervisors.
- Direct the **Broadband** coordinator to monitor **Broadband** deployment and adoption within the territorial limits of Riverside County and report rates and trends to the Board of Supervisors.

Interagency Cooperation

- The CEO will outline a process for ensuring inter-agency and inter-jurisdictional cooperation which shall include: sharing this policy with other jurisdictions in the region; meeting with them to explore common needs for **Broadband** infrastructure (including backhaul and middle-mile needs); exploring opportunities to collaborate on **Broadband** applications, such as Telemedicine, or regional projects, such as library networks; and notifying neighboring jurisdictions about major infrastructure projects, such as transportation improvements along shared corridors.

Seek Opportunities

- Explore opportunities to work with other public and private entities, such as schools, special districts, public utilities, and private health and medical providers, to cooperate in joint-ventures on **Broadband** deployment projects and adoption programs.
- Regularly review and identify economic development opportunities (including grant and test bed opportunities) potentially associated with the deployment of **Broadband** facilities; and consider ways in which those opportunities can be realized and leveraged to maximize deployment of **Broadband** facilities and services throughout the County by public or private entities.
- Identify opportunities for the County to encourage **Broadband** deployment as an “anchor tenant” for broadband platforms, and coordinate broadband projects among departments so that those projects maximize the deployment of broadband throughout the County.
- Consider adoption of policies that encourage deployment of open networks or software-defined networks.
- Support federal and state policies that protect and enhance the ability of local governments and regional agencies to ensure that communications systems that meet the needs and interests of all people in a community are deployed, and are deployed in a manner consistent with sound community development.

REV. 5.0
June 30, 2016

AGREEMENT WITH BEST BEST & KRIEGER, LLP
FOR PROFESSIONAL SERVICES

THIS AGREEMENT is entered into as of the date written below, and is made by and between THE COUNTY OF RIVERSIDE, a political subdivision of the State of California (hereinafter referred to as "COUNTY") and BEST BEST & KRIEGER, LLP, a law firm (hereinafter referred to as "ATTORNEYS"). The Parties hereto agree as follows:

1. TERM. This AGREEMENT shall commence as of July 1, 2016 and, unless terminated pursuant to Section 6, shall continue through the end of COUNTY Fiscal Year 2016/2017, or completion of the last work assignment, whichever occurs first.

2. LEGAL SERVICES. ATTORNEYS shall provide legal consulting services to COUNTY for the purpose of developing a Broadband RFP and related work, as outlined in Exhibit A. In addition to as otherwise stated in this agreement, ATTORNEYS shall work with assigned counsel from the Office of County Counsel in performance of the legal services set forth herein, and shall provide status reports and updates as requested by COUNTY. This AGREEMENT is for transactional services only. Litigation services are not the subject of this AGREEMENT.

3. ASSIGNMENT OF PERSONNEL. The Supervising Attorney for this AGREEMENT shall be Joseph Van Eaton. The Supervising Attorney shall have full authority to act for ATTORNEYS on all matters encompassed by this AGREEMENT and shall be fully responsible for the quality of the work produced.

Upon execution of this AGREEMENT, the Supervising Attorney shall provide to COUNTY the names of other professionals (senior partners, junior partners, associates, paralegals, etc.) who will assist in the provision of services under this AGREEMENT. The Supervising Attorney shall also specify the functions to be performed by each professional and shall ensure that services are performed by the lowest level of personnel (e.g., junior attorneys, associates and paralegals) qualified to perform the service. Any change in personnel assignments shall be made only upon telephonic or written notice to, and written consent by, COUNTY. COUNTY retains the right to approve or disapprove any and all attorney assignments.

4. PRIOR APPROVALS. ATTORNEYS shall obtain the prior written approval of COUNTY before: (i) retaining any consultant; or (ii) commencing travel on behalf of COUNTY outside the Counties of Riverside or San Bernardino.

5. PROFESSIONAL CONFLICT OF INTEREST. ATTORNEYS represent and warrant that no COUNTY employee whose position in COUNTY enables him/her to influence the award of this AGREEMENT or any competing agreement, and no spouse or economic dependent of such employee is, or shall be, employed in any capacity by ATTORNEYS, or shall have any direct or indirect financial interest in this AGREEMENT.

It is possible that some of ATTORNEYS' present or future clients will have disputes with COUNTY during the time that ATTORNEYS are representing the COUNTY. Should a situation arise where a client engages ATTORNEYS in any matter adverse to COUNTY, or in which COUNTY'S interest may be adversely affected, ATTORNEYS will notify COUNTY in writing.

Upon receipt of such notice, COUNTY may determine that the conflict can be waived or may determine that it is in the COUNTY'S best interest to terminate the services of ATTORNEYS. Should COUNTY determine that it is in COUNTY'S best interest to terminate the services of ATTORNEYS, COUNTY will notify ATTORNEYS in writing. ATTORNEYS may then submit any outstanding invoices for payment up to the date of termination .

6. TERMINATION. Services performed under this AGREEMENT may be terminated by COUNTY, in whole or in part, at any time COUNTY deems termination to be in its best interest. COUNTY shall terminate services by delivering to ATTORNEYS a written Termination Notice executed by COUNTY and specifying the extent to which services are terminated and the effective termination date.

7. EFFECT OF TERMINATION. After receiving a Termination Notice, and unless otherwise directed by COUNTY, ATTORNEYS shall: (i) take all steps necessary to stop services on the date and to the extent specified in the Termination Notice; (ii) complete services not terminated by the Termination Notice; and (iii) submit final billing for terminated services within thirty (30) days from the effective termination date.

8. CLOSING REPORT UPON TERMINATION. ATTORNEYS shall deliver a Closing Report to COUNTY immediately after termination of services under Section 6 which shall include, but not be limited to: (i) a brief description of the status of all matters for which services have been provided; and (ii) a discussion of COUNTY's exposure and applicable law, if appropriate.

ATTORNEYS shall give COUNTY copies or originals, as appropriate, of all files and attorney work product relating to all matters for which services have been provided. This includes any computerized index, computer programs and document retrieval system created or used for these matters.

9. COMPENSATION. The total amount of compensation paid to ATTORNEYS under the terms of this AGREEMENT shall not exceed Two Hundred Fifty Thousand Dollars (\$250,000), unless a written amendment to this AGREEMENT is executed by both parties prior to performance of any additional services. A written amendment shall be a condition precedent to any obligation for payment by COUNTY beyond the approved compensation. ATTORNEYS shall notify COUNTY immediately in writing when ATTORNEYS have expended seventy-five percent (75%) of the total compensation.

10. FEES. The billing rate for all personnel providing services under this AGREEMENT shall be as set forth in Exhibit B, consisting of one (1) page, which is attached hereto and incorporated herein by this reference.

11. EXPENSES. COUNTY shall reimburse ATTORNEYS for their actual out-of-pocket expenses, but without any additional costs for having advanced the funds or for expenses generally considered as overhead already reflected in ATTORNEYS' hourly rates.

Reimbursable ordinary expenses shall include, but not be limited to: (i) postage; (ii) courier service; (iii) title reports; (iii) in-house document reproduction, provided, however, that if an amount charged in any one month will exceed \$250.00, prior approval of COUNTY shall be obtained; and (iv) long distance phone calls.

Reimbursable extraordinary expenses shall include charges for which ATTORNEYS have obtained prior approval of COUNTY. Such expenses shall include, but not be limited to: (i) consultants; (ii) travel outside the County of Riverside or San Bernardino; (iii) investigative services and (iv) any expense item exceeding Two Hundred Fifty Dollars (\$250.00).

Non-reimbursable expenses shall include, but not be limited to: (i) staff time or overtime for performing secretarial, clerical, or word processing functions; (ii) charges for time spent to provide necessary information for COUNTY'S audits or billing inquiries; (iii) charges for work performed which had not been authorized by COUNTY.

12. PAYMENT. ATTORNEYS shall submit its billing statement monthly, in arrears, no later than the last day of the month following the month(s) for which services were rendered. The original billing statement(s) and one copy shall be submitted to:

David Littell, Information Technology Officer
Special Projects Division
Riverside County Information Technology (RCIT)
3450 14th Street
Riverside, CA 92501

The Supervising Attorney shall certify that the work referenced in each billing statement was performed and each billing statement shall be itemized to include: (i) staffing level(s), hourly rates and specific activities for each professional; (ii) a listing of each activity as a line item in a time reporting format acceptable to COUNTY with a description of specific activities for each professional; (iii) total current period fees and total cumulative fees billed for each staffing level; and (iv) current period expenses and total cumulative expenses billed in itemized categories, including all invoices for disbursements paid to others.

ATTORNEYS shall have and maintain all backup documentation to support all entries included in the monthly billing statement. Such documentation shall be in a form subject to audit and in accordance with generally accepted accounting principles. ATTORNEYS shall make such documentation available to auditors upon request and at such reasonable times and locations as may be agreed to by COUNTY and ATTORNEYS.

COUNTY shall make payment(s) for services rendered under this AGREEMENT monthly in arrears based on the itemized billing statement(s) submitted by ATTORNEYS. Payment shall be made by COUNTY within thirty (30) days after receipt of billing from ATTORNEYS. COUNTY shall not pay interest or finance charges on any outstanding balance(s).

13. SUPERVISION OF AGREEMENT. The COUNTY Director of RCIT, or his designee, in consultation with County Counsel as needed, shall have full authority to act for COUNTY on all matters encompassed by this AGREEMENT.

14. CONFIDENTIALITY. ATTORNEYS shall maintain the confidentiality of all information that it may acquire, arising out of or connected with, its provision of services under this AGREEMENT. The maintenance of confidentiality shall be in accordance with all applicable

Federal, State and local laws, regulations, ordinances and directives relating to confidentiality, including the Code of Professional Responsibility. ATTORNEYS shall inform all personnel providing services of the confidentiality provisions of this AGREEMENT. These confidentiality obligations shall survive the termination or expiration of this AGREEMENT.

15. COMMUNICATIONS WITH COUNTY. ATTORNEYS recognize that their relationship with COUNTY and its agents, employees, officers and/or representatives is subject to the attorney-client privilege and that any information acquired during the term of this AGREEMENT from or through COUNTY is confidential and privileged. ATTORNEYS warrant that they shall not disclose or use in any manner whatsoever any of the information obtained from COUNTY and its agents, employees, officers and/or representatives in connection with said relationships or proceedings. ATTORNEYS understand that the Office of County Counsel is the empowered legal representative of COUNTY and ATTORNEYS shall not without specific direction from the Office of County Counsel communicate with, advise or represent COUNTY'S legislative or appointive bodies.

16. INSURANCE. Without limiting or diminishing ATTORNEYS' obligation to indemnify or hold COUNTY harmless, ATTORNEYS shall procure and maintain or cause to be maintained, at its sole cost and expense, the following insurance coverage during the term of this AGREEMENT.

A. Workers' Compensation:

Statutory Workers' Compensation Insurance (Coverage A) as prescribed by the laws of the State of California, if ATTORNEYS have employees as defined by the State. Policy shall include Employers' Liability (Coverage B) including Occupational Disease with limits not less than \$1,000,000 per person per accident. The policy shall be endorsed to waive subrogation in favor of COUNTY.

B. Commercial General Liability:

Commercial General Liability insurance coverage, including but not limited to, premises liability, contractual liability, products and completed operations liability, personal and advertising injury, and cross liability coverage, covering claims which may arise from or out of ATTORNEYS' performance of its obligations hereunder. Policy shall name COUNTY, its Board of Supervisors, Agencies, Districts, Special Districts, and Departments and their respective elected or appointed officials, directors, officers, employees, agents or representatives as Additional Insureds. The policy's limit of liability shall not be less than \$1,000,000 per occurrence combined single limit. If such insurance contains a general aggregate limit, it shall apply separately to this AGREEMENT or be no less than two (2) times the occurrence limit.

C. Vehicle Liability:

If vehicles or mobile equipment are used in the performance of the obligations under this AGREEMENT, then ATTORNEYS shall maintain liability insurance for all owned, non-owned or hired vehicles so used in an amount not less than \$1,000,000

per occurrence combined single limit. If such insurance contains a general aggregate limit, it shall apply separately to this AGREEMENT or be no less than two (2) times the occurrence limit. Policy shall name COUNTY, its Board of Supervisors, its Agencies, Districts, Special Districts, and Departments and their respective elected or appointed officials directors, officers, employees, agents or representatives as Additional Insureds.

D. Professional Liability:

ATTORNEYS shall maintain Professional Liability Insurance providing coverage for services included within this AGREEMENT, with a limit of liability of not less than \$1,000,000 per occurrence and \$1,000,000 annual aggregate. If ATTORNEYS' Professional Liability Insurance is written on a claims made basis rather than an occurrence basis, such insurance shall continue through the term of this AGREEMENT. Upon termination of this AGREEMENT or the expiration or cancellation of the claims made insurance policy, ATTORNEYS shall purchase at its sole expense either: 1) an Extended Reporting Endorsement (also known as Tail Coverage); or 2) Prior Dates Coverage from a new insurer with a retroactive date back to the date of, or prior to, the inception of this AGREEMENT; or 3) demonstrate through Certificates of Insurance that ATTORNEYS have maintained continuous coverage with the same or original insurer. Coverage provided under items; 1), 2) or 3) will continue for a period of five (5) years beyond the termination of this AGREEMENT.

E. General Insurance Provisions - All lines:

1) Any insurance carrier providing insurance coverage hereunder shall be admitted to the State of California and have an A M BEST rating of not less than A: VIII (A:8) unless such requirements are waived, in writing, by COUNTY'S Risk Manager. If COUNTY'S Risk Manager waives a requirement for a particular insurer such waiver is only valid for that specific insurer and only for one policy term.

2) ATTORNEYS' insurance carrier(s) must declare its insurance self-insured retentions. If such self-insured retentions exceed \$500,000 per occurrence such retentions shall have the prior written consent of COUNTY'S Risk Manager before the commencement of operations under this AGREEMENT. Upon notification of self-insured retention unacceptable to COUNTY, and at the election of COUNTY'S Risk Manager, ATTORNEYS' carriers shall either: 1) reduce or eliminate such self-insured retention as respects this AGREEMENT with COUNTY, or 2) procure a bond which guarantees payment of losses and related investigations, claims administration, and defense costs and expenses.

3) ATTORNEYS shall cause ATTORNEYS' insurance carrier(s) to furnish COUNTY with either: 1) a properly executed original Certificate(s) of Insurance and certified original copies of Endorsements effecting coverage as required herein, and 2) if requested to do so orally or in writing by COUNTY'S Risk Manager, provide original Certified copies of policies including all Endorsements and all attachments

thereto, showing such insurance is in full force and effect. Further, said Certificate(s) and policies of insurance shall contain the covenant of the insurance carrier(s) that thirty (30) days written notice shall be given to COUNTY prior to any material modification, cancellation, expiration or reduction in coverage of such insurance. In the event of a material modification, cancellation, expiration, or reduction in coverage, this AGREEMENT shall terminate forthwith, unless COUNTY receives, prior to such effective date, another properly executed original Certificate of Insurance and original copies of endorsements or certified original policies, including all endorsements and attachments thereto evidencing coverages set forth herein and that the insurance required herein is in full force and effect. ATTORNEYS shall not commence services until the COUNTY has been furnished original Certificate (s) of Insurance and certified original copies of endorsements and if requested, certified original policies of insurance including all endorsements and any and all other attachments as required in this Section. An individual authorized by the insurance carrier to do so on its behalf shall sign the original endorsements for each policy and the Certificate of Insurance.

4) It is understood and agreed to by the parties hereto that ATTORNEYS' insurance shall be construed as primary insurance, and COUNTY'S insurance and/or deductibles and/or self-insured retention's or self-insured programs shall not be construed as contributory.

5) If, during the term of this AGREEMENT or any extension thereof, there is a material change in the scope of services; or, there is a material change in the equipment to be used in the performance of the scope of services which will add additional exposures (such as the use of aircraft, watercraft, cranes, etc.); or, the term of this AGREEMENT, including any extensions thereof, exceeds five (5) years COUNTY reserves the right to adjust the types of insurance required under this AGREEMENT and the monetary limits of liability for the insurance coverages currently required herein, if, in COUNTY Risk Manager's reasonable judgment, the amount or type of insurance carried by ATTORNEYS has become inadequate.

6) ATTORNEYS shall pass down the insurance obligations contained herein to all tiers of subcontractors working under this AGREEMENT.

7) The insurance requirements contained in this AGREEMENT may be met with a program(s) of self-insurance acceptable to the COUNTY.

8) ATTORNEYS agree to notify COUNTY of any claim by a third party or any incident or event that may give rise to a claim arising from the performance of this AGREEMENT.

17. INDEMNIFICATION. ATTORNEYS shall indemnify, defend and hold harmless COUNTY, its Board of Supervisors, Agencies, Districts, Special Districts and Departments and their respective elected and appointed officials, directors, officers, employees, agents and representatives (hereinafter referred to as "Indemnified Parties") from any liability whatsoever including but not limited to, property damage, bodily injury, or death, based or asserted upon any services of

ATTORNEYS, its officers, employees, subcontractors, agents or representatives arising out of or in any way relating to this AGREEMENT. ATTORNEYS shall defend, at its sole expense, and pay all costs and fees including, but not limited, to attorney fees, cost of investigation, defense and settlements or awards, on behalf of the Indemnified Parties in any claim or action based upon such liability.

With respect to any action or claim subject to indemnification herein by ATTORNEYS, ATTORNEYS shall, at its sole cost, have the right to use counsel of its own choice and shall have the right to adjust, settle, or compromise any such action or claim without the prior consent of COUNTY; provided, however, that any such adjustment, settlement or compromise in no manner whatsoever limits or circumscribes ATTORNEYS' indemnification to Indemnified Parties as set forth herein.

ATTORNEYS' obligation hereunder shall be satisfied when ATTORNEYS have provided to COUNTY the appropriate form of dismissal relieving COUNTY from any liability for the action or claim involved.

The specified insurance limits required in this AGREEMENT shall in no way limit or circumscribe ATTORNEYS' obligations to indemnify and hold harmless the Indemnified Parties herein from third party claims.

18. NOTICES. All notices and required reports shall be written and hand-delivered or mailed by first class, postage prepaid, addressed to COUNTY or ATTORNEYS at the addresses below, or at any other address COUNTY or ATTORNEYS shall provide in writing to each other:

If to COUNTY: Steve Reneker
Chief Information Officer, RCIT
3450 14th Street, 4th Floor
Riverside, CA 92501

With copy to: Gregory P. Priamos
County Counsel
3960 Orange Street, Suite 500
Riverside, CA 92501

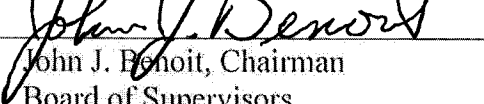
If to ATTORNEYS: Joseph Van Eaton, Partner
Best, Best & Krieger, LLP
2000 Pennsylvania Avenue N.W., Suite 5300
Washington, D. C. 20006


19. ASSIGNMENT. No part of this AGREEMENT or any right or obligation arising from it is assignable without the written consent of COUNTY. Any attempt by ATTORNEYS to assign or subcontract services relating to this AGREEMENT without the consent of COUNTY shall constitute a material breach of this AGREEMENT. However, ATTORNEYS may retain consultants and experts as ATTORNEYS deem appropriate after receiving the written approval of COUNTY.

20. COMPLETE AGREEMENT. This AGREEMENT shall constitute the complete and exclusive statement of understanding between COUNTY and ATTORNEYS which supersedes all previous written or oral agreements, and all prior communications between COUNTY and ATTORNEYS relating to the subject matter of this AGREEMENT.

COUNTY OF RIVERSIDE, a political subdivision of the State of California.

BEST, BEST AND KRIEGER, LLP

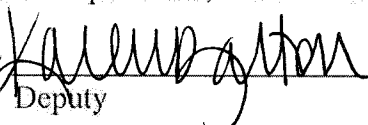
By: 
John J. Benoit, Chairman
Board of Supervisors

By: 
Joseph Van Eaton, Partner

Dated: SEP 20 2016

Dated: _____

ATTEST:
Kecia Harper-Ihem, Clerk of the Board

By: 
Deputy

APPROVED AS TO FORM:
Gregory P. Priamos, County Counsel

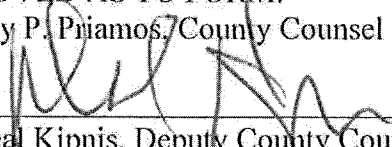
By:  9/12/16
Neal Kipnis, Deputy County Counsel

EXHIBIT A

Scope of Services

Development of Formal RFP, Contract Negotiations and related work – Requested Funds of \$250,000

The services to be provided by BBK are as follows:

- **Provide Counsel and Support.** BBK will be asked to assist the County, and if appropriate, join the County in upcoming meetings with the 28 cities and 12 tribal communities as the County solicits their participation in this endeavor. These meetings may also include other interested entities such as WRCOG and CVAG. BBK may be asked to provide legal advice and counsel on the processes and procedures that may be used by the County and communities moving forward, subject to limitation on their services that may be imposed consistent with applicable ethical rules and in consultation with the County. BBK will also be asked to provide advice and counsel regarding issues of Right of Way, easements, spectrum licensing, and any number of other aspects of developing a concise, focused RFP document.
- **Completion of the formal RFP document.** This document will be lengthy, given the fullness of services required and the disparate range of service areas, geography, and available technologies. This document will require a unified effort, to include the cities, unincorporated centers, and tribal communities, indicating their full buy-in to the project and to signal to the bidders that the entire county is committed to providing gigabit broadband to all its residents.
- **Assist with RFP Proposal Evaluations and Contract Negotiations.** BBK will provide legal counsel and assistance in assessing the proposals and assist in contract negotiations.

Based upon the current scope of services, BBK shall not be responsible for the following: CEQA compliance; compliance with County Purchasing requirements; work required to modify County Ordinances including development of related construction forms; and drafting of contracts for Broadband installation or infrastructure.

EXHIBIT B

Fee Schedule

PERSONNEL	SPECIAL PROJECT HOURLY RATES
Joseph Van Eaton, Partner	\$355.00
Gail Karish, Partner	\$320.00
Seth Merewitz, Partner	\$290.00
Drew Clark, Of Counsel	\$250.00
Thomas Oh, Associate	\$215.00
Paralegal	\$170.00

County shall not be billed for time for BBK staff traveling from the East Coast.