



## AGENDA

### QLife Regular Board Meeting

Thursday July 26, 2018

12:00 pm

Wasco County Courthouse, 511 Washington Street, The Dalles Oregon  
Deschutes Room – B08

- 12:00 Call to Order
- 12:00 Approval of Agenda
- 12:05 [Consent Agenda](#) (*items of a routine nature: minutes, documents, items previously discussed*)
  - [June 28, 2018 Minutes](#)
  - [Technical Management Report](#) – John Amery
- 12:10 [Financial Reports](#) –Mike Middleton
- 12:30 [Maupin Update](#) –Dan McNeely, Lynn Ewing, Tyler Stone
  - [LSN/QLife Pole Agreement](#) – Tyler Stone
- 12:30 [Commstructure – Work Order 17 St. Marys Backbone Replacement Design](#) –Dan McNeely
- 12:50 [Executive Session: \(2\)\(g\) Competitive trade or commerce negotiations and \(2\)\(m\)\(E\) Discuss information regarding security of telecom systems and data transmission.](#)

Old/New Business

Next Meeting Dates: Regular Board Meeting – August 23, 2018 at 12:00 pm

Adjourn

*\*Agenda subject to change*

*\*Executive Session held as needed*

An executive session may, in the discretion of the presiding officer, be called based on one or more of the following: ORS 192.660 (2)(a) Consider employment issues; (2)(e) Real property; (2)(f) Consider exempt records or information; (2)(g) Competitive trade or commerce negotiations; (2)(h) Consult with counsel re litigation; (2)(m)(D) & (E) Discuss information regarding security of telecom systems and data transmission.



## *Consent Agenda*

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- [June 28, 2018 Minutes](#)
- [Technical Management Report](#)



## MINUTES

QLife Regular Board Meeting  
Thursday, June 28, 2018  
Noon  
Deschutes Room, Wasco County Courthouse

**Call to Order-** President Mr. Hege calls the meeting to order at 12:07 p.m.

**Roll Call-** Tyler Stone, Tawny Cramer, Dale Lepper, Scott Hege, John Amery, Keith Mobley, Carrie Pipinich, Mike Middleton, Darcy Long-Curtiss (via phone), Dan McNeely (via Skype)

**Approval of the Agenda-**

There are no changes needed to the agenda.

***{{{Mr. Lepper moves to approve the agenda. Mr. Hege seconds the motion, which passes unanimously.}}}***

**Approval of the Consent Agenda-**

There are no changes or comments regarding the consent agenda.

***{{{Mr. Lepper moves to approve the consent agenda. Mr. Hege seconds the motion, which passes unanimously.}}}***

**Financial Reports-**

Mr. Stone discusses with the Board his intention to request the entire Maupin bid amount of funds from the City of Maupin. Currently the process is as follows; Van Dorn invoices QLife>QLife requests fund from City of Maupin>QLife waits until funds are received to forward to the contractor. This process can cause delay in paying Van Dorn. Mr. Middleton and Mr. Stone discuss with Mr. Ewing that after the beginning of the fiscal year Maupin can forward the funds.

Mr. Middleton addresses his reports to the Board summarizing the organization is doing well as a whole. Most transactions are going as planned and on track. Mr. Middleton's only note to the Board is the increased amount of Accounts Receivable. Ms. Cramer, Mr. Middleton and the Finance Department will be looking further into the problem and contacting vendors. One small problem was identified but further action will need to be taken to clean them up. Mr. Middleton will follow-up with the Board in July regarding this.

The Board has no further questions.

**Wasco County/QLife IGA –**

Mr. Stone presents the final draft of the Wasco County/QLife IGA. He notes the removal of language address the City of The Dalles on Page 2. Also, in Section 1(c) the amount of compensation to be made to Wasco County was changed from \$15,000 to the budgeted amount of \$53,350. The amount of \$53,350 will be divided and billed to QLife on a quarterly basis.

***{{{Mr. Lepper makes the motion to approve the Wasco County/QLife IGA as presented. Mr. Hege seconds the motion which passes unanimously.}}}***

### **Maupin Update –**

Mr. Stone discusses the Maupin Update with the Board. He explains he has been in communication with LSN attempting to finalize an agreement which will address the pole ownership in the Maupin Project. There are a few details that each party is still defining. The intent of the agreement is to resolve all objections by WEC and thus allowing QLife and Van Dorn to move forward with construction. All pole ownership will be recorded under LSN's name which should solve the matter.

Mr. McNeely joins the meeting at 12:29 p.m. The Board asks if there are any alternatives to turning pole ownership over to LSN. Mr. McNeely explains we could make a design/construction change to move all the pole connections into our own space. Commstructure has not made an estimate yet for that sort of change but he does not think it would be \$100k-\$200k as Mayor Ewing was estimating.

It would entail making a change order with Van Dorn. It would probably include three or four thousand feet of fiber and maybe 15 poles. There would be a few pole replacements because the poles that are too short near the POP.

Mr. Stone explains the current draft of the agreement with LSN states if LSN were to sell it would need to be to someone QLife and Maupin agree to. An additional edit needs to be made stating the rights of QLife will transfer to the new owner.

Mr. McNeely goes on to say if QLife did choose to redesign it would take Commstructure at least 60 days to complete the work and get approval from WEC, it would probably take closer to 90 days. Commstructure recommends QLife and LSN come to an operating agreement that keeps the operating nature of the network alive. This is a quicker and more economical way to solve the issues with WEC.

***{{{Mr. Hege makes the motion to move forward with the LSN agreement and finalize the legal document for the Board's approval. Ms. Long-Curtiss seconds the motion which passes unanimously.}}}***

Mr. McNeely adds it will probably take a couple weeks for WEC to give their approval, after Commstructure makes the needed adjustments. Van Dorn will need another 60 day window, basically restarting the project.

### **St. Mary's Project Replacement –**

Mr. Amery wanted to confirm with the Board that they had approved him to move forward with the needed backbone replacement. During the May meeting, Mr. Amery had presented the OPCs and he was under the understanding the Board would like to move forward.

***{{{The Board gives Mr. Amery further consensus to move forward with the replacement as they deem it necessary.}}}***

Mr. Amery adds the entire project will be accounted for in Wasco County's financial software by QLife Administration. He will prepare to go out to bid.

### **Executive Session-**

The Board enters into Executive Session at 1:08 p.m.

The Board exits Executive Session at 1:12 p.m.

Mr. Stone addresses the Board regarding the proposed security camera addition to the Maupin Project. Mayor Ewing would like to get a recommendation from the Board and has provided a quote given by a local electrician. Mayor Ewing thought another option for the excess funds was to put the funds toward the Civic Center in Maupin.

Mr. Stone and the Board both agree the project should be completed before additional projects are committed to.

The meeting is adjourned at 1:21 p.m.

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These minutes were approved by the QLife Board on \_\_\_\_\_.

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Taner Elliott, Secretary

Aristo Networks LLC  
Technical Management Report  
By  
John Amery  
7/20/2018

Items of Discussion:

- Damaged QLIFE fiber in the region around E. 15<sup>th</sup> and Jefferson.
  - Working on vegetation control plan
- Failing Fiber project (SW section previously referred to as St. Marys)
  - Developing overall project schedule and plan timeline



## *Financial Reports*

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- [June 2018 Financial Analysis](#)
- [June 2018 Financial Report](#)
- [June 2018 Checklist](#)

## **Qlife – Financial Analysis for June 2018 Financial Statements**

The financial statements through June are presented. The information is unaudited and meant for Management use. As a metric, the fiscal year is complete to the straightline assumption is 100% budget execution. However, due to the need for accruals, this may be off. However, it is still a valid metric to start the analysis.

### **Operations Fund**

As of the end of June, Utility Service Charges are at 103.4% of budget execution. This translates to about \$22K more revenue than budgeted. Connection charges are also above budget by about \$3,800.

Interest is only 44.8% of budget, but as addressed in prior reports, this is due to allocating most interest to the Capital fund as most of the funds are there. See the Capital Fund for more details.

Accounts receivable have decreased a little, the balance as of 6/30/18 is \$69,880.78 – about \$8K less than the end of May. By July 16<sup>th</sup>, \$7,860 of the June invoices have been paid so progress is happening. The concern is an invoice for \$3,600 has moved to 90-119 days. Last month this was thought to be a duplicate or a misapplied payment. This has been researched on the finance side and does not appear to be the case. All invoices after this have been paid so this is a one-off and staff will investigate to resolve.

Expense for the fund has an overall budget execution of 85.6%. This will increase when accruals are completed for invoices arriving in July. The current budget execution level will remain under the budget even after accruals. The Materials & Services budget execution is at 69.7% - and any accruals for the fund will be in this category.

The fund is in good shape, revenues exceed expense by almost \$25K before accruals. This is after transferring \$393K to the capital fund. The fund balance will be growing.

### **Capital Fund**

The Capital Fund is in good shape. Budgeted revenue execution is 97% while expense execution is 2.5%. Fund Balance is simply growing and continuing to do so.

Interest in the revenue source exceeding budget. While the percentage is a trifle extreme – 1,636.4% - the amount is decent. The actual interest allocated is almost \$18K when only \$1K was budgeted. A couple factors have come together for this result. Interest rates have climbed, balances are increasing, allocations are based on cash balance in the fund and the interest was under-projected for the FY18 budget.

There has been no transfer from the Maupin Fund nor any connection charges. I do not see this changing with the accruals.



As stated above, the expenses are only at 2.5% budget execution – same as the prior months. None of the costs are out of the ordinary and I am not expecting much if any accruals. There have been no transfers to the Maupin fund nor will there be for FY18.

As stated in the opening the fund is growing and doing well. The City of Maupin getting the grants has relieved considerable pressure on the fund.

### **Maupin Fund**

Currently the revenues are exceeded by the expenses. This is due to movement starting on the project and there will be accruals in the revenues to cover this. The current status shows a use of fund balance but the cash and fund balance are still good.

The only revenue since the May report has been the interest earned (about \$200) so in essence no change on revenues.

Expenses have started to increase. The budget execution is at 31.7% - and increase over last months 28.3%. Roughly this is about \$18K. I expect more costs to be accrued for FY18.

Overall the fund is looking good. The funding received by the City of Maupin to assist in this project strengthens the fund and the organization as a whole.

### **Summary**

The organization as a whole is doing well. Fund balances are growing, the Maupin project is funded and moving.

# Qlife Monthly Report

## Operations Fund - June 2018

Filters	
Fd	600
Cat	(Multiple Items)

Data				
Account	Current Budget	Current Actual YTD	Current Year Budget Executed	
<b>Revenue</b>				
Qlife Operations				
Qlife-R				
Qlife-R				
INVESTMENT EARNINGS-R				
INTEREST EARNED	3,600	1,613	44.8%	
INVESTMENT EARNINGS-R Total	3,600	1,613	44.8%	
MISCELLANEOUS-R				
MISC RECEIPTS	200	4,003	2001.5%	
MISCELLANEOUS-R Total	200	4,003	2001.5%	
CHARGES FOR SERVICES-R				
UTILITY SERVICE CHARGES	658,347	680,575	103.4%	
CONNECT CHARGES	1,000	1,700	170.0%	
CHARGES FOR SERVICES-R Total	659,347	682,275	103.5%	
PASS-THROUGH PAYMENTS-R				
E-RATE REIMBURSEMENTS	50,000	-	0.0%	
PASS-THROUGH PAYMENTS-R Total	50,000	-	0.0%	
Qlife-R Total	713,147	687,890	96.5%	
Qlife-R Total	713,147	687,890	96.5%	
Qlife Operations Total	713,147	687,890	96.5%	
<b>Revenue Total</b>	<b>713,147</b>	<b>687,890</b>	<b>96.5%</b>	
<b>Expense</b>				
Qlife Operations				
Qlife-E				
Qlife-E				
MATERIALS & SERVICES-E				
ADMINISTRATIVE COST	54,000	45,500	84.3%	
ADVERTISING & PROMOTIONS	1,500	2,837	189.2%	
BLDG REPAIR & MAINT	1,600	-	0.0%	
CONTR SRVCS - AUDIT CONTRACT	7,050	3,650	51.8%	
CONTR SRVCS - OTHER	3,000	7,998	266.6%	
DUES & SUBSCRIPTIONS	1,300	3,525	271.1%	
EQUIPMENT - NON CAPITAL	-	1,504	#DIV/0!	
GENERAL GRANTS	2,000	3,000	150.0%	
INSURANCE & BONDS	21,000	15,242	72.6%	
LEGAL NOTICES & PUBLISHING	400	36	9.0%	
MEALS LODGING & REGISTRATION	2,000	1,546	77.3%	
MISC EXPENDITURES	650	295	45.3%	

**Qlife Monthly Report  
Operations Fund - June 2018**

Account	Current Budget	Current Actual YTD	Current Year Budget Executed
NETWORK COMPONENTS	5,000	730	14.6%
POSTAGE	200	312	156.1%
SUPPLIES - OFFICE	135	361	267.2%
TAXES/PERMITS/ASSESSMENTS	400	415	103.8%
TELEPHONE	420	450	107.0%
TRAINING & EDUCATION	700	514	73.4%
UTILITIES - WALNUT ST	700	737	105.3%
RENT - OFFICE	7,752	7,752	100.0%
CONTR SRVCS - LEGAL COUNSEL CONTR	9,000	9,162	101.8%
ESD E-RATE PASS THROUGH	50,000	-	0.0%
OUTSIDE PLANT MAINTENANCE	43,000	23,255	54.1%
CONTRACTED SVCS - ENGINEERING	50,000	37,174	74.3%
CONTRACTED SVCS - NETWORK SYSTEM MANAGEMENT	68,000	47,262	69.5%
POLE CONNECTION FEES	10,500	15,088	143.7%
RIGHT OF WAY FEES	19,750	22,086	111.8%
SCHOLARSHIP	2,000	2,000	100.0%
MATERIALS & SERVICES-E Total	362,057	252,430	69.7%
CAPITAL OUTLAY-E			
EASEMENTS	-	18,000	#DIV/0!
EQUIPMENT - CAPITAL	20,000	-	0.0%
CAPITAL OUTLAY-E Total	20,000	18,000	90.0%
TRANSFERS OUT-E	392,898	392,898	100.0%
Qlife-E Total	774,955	663,328	85.6%
Qlife-E Total	774,955	663,328	85.6%
Qlife Operations Total	774,955	663,328	85.6%
<b>Expense Total</b>	<b>774,955</b>	<b>663,328</b>	<b>85.6%</b>

# Qlife Monthly Report

## Capital Fund - June 2018

Filters

Fd	601
Cat	(Multiple Items)

Data			
Account	Current Budget	Current Actual YTD	Current Year Budget Executed
<b>Revenue</b>			
Qlife Capital			
Qlife-R			
Qlife-R			
INVESTMENT EARNINGS-R			
INTEREST EARNED	1,072	17,542	1636.4%
INVESTMENT EARNINGS-R Total	1,072	17,542	1636.4%
TRANSFERS IN-R			
TRANSFER FROM QLIFE OPERATING FUND	392,898	392,898	100.0%
TRANSFER FROM QLIFE MAUPIN FUND	10,000	-	0.0%
TRANSFERS IN-R Total	402,898	392,898	97.5%
CHARGES FOR SERVICES-R			
CONNECT CHARGES	19,000	-	0.0%
CHARGES FOR SERVICES-R Total	19,000	-	0.0%
Qlife-R Total	422,970	410,440	97.0%
Qlife-R Total	422,970	410,440	97.0%
Qlife Capital Total	422,970	410,440	97.0%
<b>Revenue Total</b>	<b>422,970</b>	<b>410,440</b>	<b>97.0%</b>
<b>Expense</b>			
Qlife Capital			
Qlife-E			
Qlife-E			
MATERIALS & SERVICES-E	31,000	4,068	13.1%
CAPITAL OUTLAY-E			
BUILDINGS	232,000	-	0.0%
PRIMARY SYSTEMS	196,000	22,055	11.3%
SECONDARY LINE EXTENSION	75,000	3,756	5.0%
CAPITAL OUTLAY-E Total	503,000	25,811	5.1%
TRANSFERS OUT-E	220,000	-	0.0%
RESERVE FOR FUTURE EXPENDITURES-E	464,600	-	0.0%
Qlife-E Total	1,218,600	29,879	2.5%
Qlife-E Total	1,218,600	29,879	2.5%
Qlife Capital Total	1,218,600	29,879	2.5%
<b>Expense Total</b>	<b>1,218,600</b>	<b>29,879</b>	<b>2.5%</b>

# Qlife Monthly Report

## Maupin Fund - June 2018

Filters

Fd	602
Cat	(Multiple Items)

Data

Account	Current Budget	Current Actual YTD	Current Year Budget Executed
<b>Revenue</b>			
Qlife - Maupin			
Qlife-R			
Qlife-R			
INTERGOV'T REV - NON SINGLE AUDIT-R			
STATE GRANT	386,581	167,381	43.3%
INTERGOV'T REV - NON SINGLE AUDIT-R Total	386,581	167,381	43.3%
INVESTMENT EARNINGS-R			
INTEREST EARNED	-	2,188	#DIV/0!
INVESTMENT EARNINGS-R Total	-	2,188	#DIV/0!
MISCELLANEOUS-R	6,000	-	0.0%
TRANSFERS IN-R	220,000	-	0.0%
CHARGES FOR SERVICES-R			
UTILITY SERVICE CHARGES	4,000	-	0.0%
CHARGES FOR SERVICES-R Total	4,000	-	0.0%
Qlife-R Total	616,581	169,569	27.5%
Qlife-R Total	616,581	169,569	27.5%
Qlife - Maupin Total	616,581	169,569	27.5%
<b>Revenue Total</b>	<b>616,581</b>	<b>169,569</b>	<b>27.5%</b>
<b>Expense</b>			
Qlife - Maupin			
Qlife-E			
Qlife-E			
MATERIALS & SERVICES-E			
ADMINISTRATIVE COST	14,160	-	0.0%
INSURANCE & BONDS	1,000	-	0.0%
CONTR SRVCS - LEGAL COUNSEL CONTR	2,000	648	32.4%
CONTRACTED SVCS - ENGINEERING	-	19,125	#DIV/0!
POLE CONNECTION FEES	1,050	-	0.0%
CONTRACTED SVCS - WIFI	20,400	11,909	58.4%
BROADBAND SUPPORT	14,352	-	0.0%
MATERIALS & SERVICES-E Total	52,962	31,682	59.8%
CAPITAL OUTLAY-E			
EQUIPMENT - CAPITAL	-	3,148	#DIV/0!
PRIMARY SYSTEMS	-	175,281	#DIV/0!
SECONDARY LINE EXTENSION	573,875	433	0.1%
CAPITAL OUTLAY-E Total	573,875	178,861	31.2%
TRANSFERS OUT-E	10,000	-	0.0%
RESERVE FOR FUTURE EXPENDITURES-E	28,320	-	0.0%
Qlife-E Total	665,157	210,543	31.7%

**Qlife Monthly Report  
Maupin Fund - June 2018**

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<b>Account</b>	<b>Current Budget</b>	<b>Current Actual YTD</b>	<b>Current Year Budget Executed</b>
Qlife-E Total	665,157	210,543	31.7%
Qlife - Maupin Total	665,157	210,543	31.7%
<b>Expense Total</b>	<b>665,157</b>	<b>210,543</b>	<b>31.7%</b>

**Qlife Monthly Report**  
**Receivable Summary All Funds June 2018**  
**Accounts Receivable Summary**

<b>Fund</b>	<b>Total Receivable</b>	<b>Current</b>	<b>30-59 Days</b>	<b>60-89 Days</b>	<b>90-119 Days</b>	<b>Over 120 Days</b>
600	69,880.78	45,755.00	935.00	385.00	3,600.00	19,205.78
601	-	-	-	-	-	-
602	-	-	-	-	-	-

Check History Listing  
Wasco County

Bank code: qlbank

Check #	Date	Vendor	Status	Clear/Void Date	Invoice	Inv. Date	Amount Paid	Check Total
5120	06/01/2018	99114 GORGE NETWORKS	C	06/07/2018	I-1594640	05/22/2018	34.19	34.19
5121	06/01/2018	99104 THE DALLES CHRONICLE	C	06/04/2018	60156	05/17/2018	12.00	12.00
5122	06/01/2018	99139 TYLER STONE	C	06/25/2018	052918	05/29/2018	30.00	30.00
5123	06/01/2018	99151 CLERK WASCO COUNTY	C	06/05/2018	57338	05/18/2018	1,505.00	1,505.00
5124	06/08/2018	99116 KEITH A MOBLEY	C	06/14/2018	060118	06/01/2018	594.00	
			C	06/14/2018	060118- MAUPIN	06/01/2018	594.00	1,188.00
5125	06/22/2018	99103 CITY OF THE DALLES	C	06/26/2018	6304364	06/13/2018	3,876.00	3,876.00
5126	06/22/2018	99124 COMMSTRUCTURE CONSI	C	06/25/2018	2018-0434	05/30/2018	4,790.00	
			C	06/25/2018	2018-0431	05/30/2018	3,682.29	
			C	06/25/2018	2018-0432	05/30/2018	1,380.00	9,852.29
5127	06/22/2018	99112 NORTHERN WASCO COUN	C	06/27/2018	64236 MAY	06/07/2018	53.60	53.60
5128	06/29/2018	99103 CITY OF THE DALLES			6304363	06/13/2018	1,644.00	1,644.00
5129	06/29/2018	99124 COMMSTRUCTURE CONSI			2018-0433	05/30/2018	650.00	650.00
5130	06/29/2018	99156 VAN DORN ENTERPRISES			2216	06/20/2018	18,846.00	18,846.00
5131	07/06/2018	99148 CLASS ACT CATERING ANI			191	06/28/2018	110.00	110.00
5132	07/06/2018	99108 DEVELOPMENT DISTRICT			18-010	06/15/2018	875.00	875.00
5133	07/06/2018	99116 KEITH A MOBLEY			063018	06/30/2018	1,854.00	
					063018-2	06/30/2018	126.00	1,980.00
5134	07/06/2018	99110 WASCO COUNTY			17-00300	06/18/2018	5,000.00	5,000.00
5135	07/13/2018	99120 ADVANCE FIBER OPTICS			UT-6000	02/26/2018	2,050.00	2,050.00
5136	07/13/2018	99114 GORGE NETWORKS			I-0130464	06/18/2018	34.15	34.15
<b>qlbank Total:</b>								<b>47,740.23</b>



Check History Listing  
Wasco County

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Bank code: qlbank

<u>Check #</u>	<u>Date</u>	<u>Vendor</u>	<u>Status</u>	<u>Clear/Void Date</u>	<u>Invoice</u>	<u>Inv. Date</u>	<u>Amount Paid</u>	<u>Check Total</u>
17 checks in this report							<b>Total Checks:</b>	<b>47,740.23</b>



## *Maupin Update*

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- [Update from Commstructure\(return to agenda\)](#)
- [LSN/QLife Pole Agreement \(place holder, waiting for agreement\)](#)



**WORK ORDER NO. 17**  
**TO AGREEMENT FOR PROFESSIONAL SERVICES**

**BETWEEN**

Q-Life  
511 Washington Street, Ste. 101  
The Dalles, Oregon 97058

**and**

Commstructure Consulting, LLC  
811 Railroad Avenue  
Oregon City, Oregon 97045

The terms and provisions of the Agreement for Professional Services between Q-Life and Commstructure apply herein unless otherwise specifically revised.

**Date:** July 19, 2018

**Project:** St Mary's Backbone Replacement - Design, Permitting and Construction Project Management (18220 - STMARY)

**Contract Price:** \$ 36,000.00      **Time of Completion:** 01/31/2019

**Description of Work Order:**

See Scope of Work in Exhibit A

**See attached Exhibits:**

Exhibit A - Scope of Work

Exhibit B - Schedule for Work Completion

Exhibit C - Schedule of Compensation

**Approved By:**

**Q-LIFE**

**COMMSTRUCTURE CONSULTING, LLC**

**By:** \_\_\_\_\_

**By:** 

**Title:** \_\_\_\_\_

**Title:** President & CEO

**Date:** \_\_\_\_\_

**Date:** July 19, 2018

## **EXHIBIT A - SCOPE OF WORK**

This Work Order will provide Technical Consulting Services to Q-Life and Q-Life's designated representatives for the purposes of conducting the fielding, design, permitting, construction contract administration and oversight for the Q-Life infrastructure backbone replacement in The Dalles, OR.

Q-Life has identified certain sections of their existing backbone infrastructure in The Dalles to contain defective or damaged cable. This cable has experienced multiple failures during cold weather conditions causing outages and requiring unscheduled maintenance. It has been determined that it is in the best interest of Q-Life and the Customers it serves to replace those sections of the existing Q-Life backbone.

This work order will be for the fielding, design, permitting, construction contract administration and oversight for the replacement of existing Q-Life backbone fiber optic cable. The total project route distance is approximately 16,600 feet (3.15 miles) of wreck-out and replacement of existing 144F aerial backbone infrastructure and approximately 675 feet (.13 miles) of new 144F underground backbone infrastructure.

The scope of work and deliverables for this project will include but is not limited to:

### **Phase I - Fielding, Design & Permitting**

- ❖ Coordinate and attend meetings as required with each permit agency governing the Rights of Way applicable to the proposed alignments. The meetings will be to introduce the project to the agencies; discuss the project approach; identify any potential future projects that may conflict with the proposed alignments; and determine permitting, design and construction requirements
- ❖ Perform records research and route field data collection of the proposed new underground alignments utilizing sub-foot accuracy GPS Data Collection equipment. Data collection to include topographic features for underground routes; existing utilities and sub-surface structures; canals; bridges; and specialty installation areas
- ❖ Research and update geo-referenced electronic Right of Way (ROW) and Assessor records and map data from City, County and State Agencies to develop AutoCAD Base Maps for use in development of design and construction drawings
- ❖ Research and update existing underground utility maps; sub-surface structure maps; structure designs and site plans for translation and insertion into construction drawings for design reference
- ❖ Compile and process electronic GPS Field Data and export to geo-referenced AutoCAD format for insertion into base maps for construction drawing development
- ❖ Design and overlay underground infrastructure design elements along alignment including conduit and cable pathway, vaults, splice locations, special construction methods or areas and general route identification

- ❖ Design and overlay aerial infrastructure design elements along alignment including existing pole data, span data, height of attachment, anchoring, guying, sag & tension, existing utility make-ready, risers, slack storage, splice locations and any special construction methods or areas and general route identification
- ❖ Develop technical specification documentation supporting construction requirements, material rake off schedules and methods of procedure for the installation of aerial and underground infrastructure
- ❖ Develop Outside Plant Design project drawings in 11x17 AutoCAD and PDF electronic format for use in permit submittal, competitive bid and installation
- ❖ Prepare and submit Permit Application forms and applicable design drawings to governing agencies for public and private right of way. Such entities may include, but are not limited to City of The Dalles, Wasco County; Oregon Department of Transportation; Union Pacific Rail Road (UPRR); other State and Federal Agencies; and any other entities that may be identified in the course of route development or route re-alignments
- ❖ Prepare and submit Aerial Joint Use Pole Attachment Application forms as required by pole owner to facilitate cable replacement. . Such entities may include, but are not limited to: North Wasco County PUD; Century Link; and any other pole owner entities that may be identified in the course of route verification. No applications for new pole attachments are anticipated and only modifications to existing attachments will be required.
- ❖ Prepare, Submit and Manage Aerial Joint Use make-ready tickets via National Joint Utility Notification System (NJUNS) or other methods for adjustment of existing electrical and communications equipment on the poles as required to assure continued compliance with NESC codes and requirements
- ❖ Preparation of preliminary construction drawing submittal at 80% and Final design completion for review and comment by Q-Life and Permit Agencies (if applicable)

### **Phase II - RFP, Bid Process & Construction**

- ❖ Competitive Bid Document & Specification Preparation
- ❖ Host and/or Attend Bid Meetings
- ❖ Receive, Summarize and Compare Contractor Bid Pricing and Submittals
- ❖ Contractual Negotiation & Documentation
- ❖ Construction Oversight, Inspection; Reporting & Final Acceptance
- ❖ Q-Life Project Lifecycle Management & Support
- ❖ Splicing, Testing and Termination Technical Support to Aristo During Splicing & Maintenance Operations

### **Phase III - As-Built & Permitting Close-Out**

- ❖ Receive as-built red line data from contractor upon project completion; update construction CAD drawings with as-built data
- ❖ Prepare, submit and close out all joint-use pole permitting applications and make-ready NJUNS tickets for post-construction inspection
- ❖ Prepare a final workbook for submittal in 11x17 Hard Copy, AutoCAD and PDF electronic format
- ❖ OSP Insight / GIS Data Exporting, Data Entry and Updates as required

## **Industry Standard Assumptions, Limitations and Exclusions**

- ❖ Q-Life will be responsible for all Permit Fees
- ❖ Q-Life will be responsible for all Franchises, Joint Use Pole Agreements, Business Licenses and State Certifications as required to construct and maintain communications infrastructure in the public and private ROW
- ❖ Q-Life will be responsible for the negotiation and acquisition and all private easements if applicable unless otherwise requested by Q-Life and negotiated with Commstructure
- ❖ Q-Life will be responsible for all Existing Aerial Joint Use Communication Provider or Pole Owner Make Ready reimbursement. Commstructure will attempt to identify, list and coordinate all Make Ready work required on the Pole Attachment Applications and Construction Drawings
- ❖ Alternate Route Designs or Contingency Route Designs shall be reimbursed according to the Unit Design Rates or negotiated Hourly Unit Rates
- ❖ Weekly or Bi-Weekly Conference Calls to provide project schedule updates and discuss project progress, milestones and action items
- ❖ Travel Expenses incurred by Design Staff shall be reimbursed according to the Commstructure Travel Reimbursement Policy
- ❖ Project Schedules are developed and based on the assumption that Environmental Conditions (i.e. Cultural, Biological, Historical, Archaeological and Hazardous Materials) along the proposed alignment(s) are considered disturbed corridors and will not prohibit the successful fielding and design of projects. Unforeseen or unanticipated conditions that result in an alignment re-route shall be considered a change in Scope and Schedule. Additional fielding, design and permitting shall be negotiated according to the hourly or unit rates and the schedule shall be revised based on a mutually acceptable and reasonable amount of time to complete the additional design and permitting
- ❖ Commstructure shall not be responsible for delays in schedule, milestone deliverable dates or monetary penalties resulting from Environmental Conditions discovered or presented during the course of the design of the project that result in work stoppage or design of re-routes
- ❖ Commstructure shall not be responsible for the selected Q-Life's Contractors failure to comply and construct the project according to the Q-Life's Construction Specifications; Governing Agency Standard Specifications; and Environmental Mitigation or Avoidance Requirements
- ❖ Construction Cost Estimates are an opinion of probable construction costs that may be provided as part of a project. In providing opinions of probable construction cost, it is recognized that neither the Q-Life nor Commstructure has control over the cost of labor, equipment or materials, or over the Contractor's methods of determining prices or bidding. The opinion of probable construction cost is based on Commstructure's professional judgment and experience and does not constitute a warranty, express or implied, that the Contractor's bids or the negotiated price of the Work described in the estimate will not vary from the Q-Life's budget or from any opinion of probable cost prepared by Commstructure

## **EXHIBIT B - SCHEDULE OF WORK COMPLETION**

The schedule of this St Mary's Backbone Replacement Project Management Work Order is to commence upon approval and execution of this Work Order and Notice to Proceed by Q-Life.

The Term of the Work Order is from the date of execution of this document until January 31, 2019. The term of the Work Order may be extended upon approval from Q-Life based on remaining available and unbilled budget.

## **EXHIBIT C - SCHEDULE OF COMPENSATION**

Technical Consulting Services shall be performed and provided as described in Exhibit A-Scope of Work, and in accordance with the terms, provisions and rate schedule of the Agreement for Professional Services on a Time and Expense (T&E) basis as follows:

Total Hourly Fees Estimated: **\$ 36,000.00**

Payment terms are as follows:

- Commstructure will issue monthly invoices for the compensation due as a result of services provided under this Agreement to that time, less services previously billed
- All other terms and conditions apply in accordance with Section 3 of the Agreement for Professional Services
- Additional services related to this project or modification of this work order shall be negotiated and approved by written amendment to the original work order





## *Executive Session*

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- [Customer Outage Report](#)
- [Maupin Prevailing Wage Reports](#)