

MINUTES OF MEETING OF THE  
BOARD OF COMMISSIONERS

October 7, 2021

THE STATE OF TEXAS §  
COUNTY OF HARRIS §  
HARRIS COUNTY EMERGENCY SERVICES DISTRICT NO. 11 §

The Board of Commissioners (the "Board") of Harris County Emergency Services District No. 11 (the "District") met in special session, open to the public, at the Bridgestone Municipal Utility District ("Bridgestone") Operations and Water Education Center, 19720 Kuykendahl Road, Spring, Texas 77379, a meeting place inside the boundaries of the District, on Tuesday, October 7, 2021, at 9:00 a.m.; whereupon, the roll was called of the members of the Board, to-wit:

Karen Plummer	President
Steve Williams	Vice President
Fred Grundmeyer	Secretary
Robert Pinard	Treasurer/Asst. Secretary
Kevin Brost	Asst. Treasurer

All members of the Board were present, thus constituting a quorum. Also attending the meeting were: the following District employees: Mr. Douglas Hooten, Chief Executive Officer ("CEO"); Mr. Rob Farmer, Chief Administrative Officer ("CAO"); Mr. Jamie Chebra, Chief Operating Officer ("COO"); Mr. Dave Snavelly, Chief Financial Officer ("CFO"); Ms. Shirley Ware, Executive Assistant; Ms. Katie Conn, Compliance Manager; and Mr. Jerry Thomas, Community Engagement Manager. District consultants in attendance were: Mr. Ricardo Martinez of Martinez Architects ("Martinez"); Mr. Glenn Hastings of VFIS, insurance broker for the District; Mr. Brian Trachtenberg and Ms. Anna Phillips of Greathouse Holloway McFadden Trachtenberg, special counsel to the District; Ms. Regina D. Adams and Ms. Monica Garza, attorneys, and Ms. Carla Christensen, paralegal, of Radcliffe Bobbitt Adams Polley PLLC ("RBAP"), attorney for the District; and Messrs. Zach Karrenbrock and Grant McAnelley of 62 Digital, LLC ("62 Digital"), the District's communications coordinator. Also in attendance were: Mr. Michael Palmquist, a resident of the District; and Ms. Dana Garcia with Cypress Creek Emergency Medical Services ("CCEMS").

WHEREUPON, the meeting was called to order by the President and evidence was presented that public notice of the meeting had been given in compliance with the law. The posted notices of the meeting are attached hereto.

This meeting was video recorded by 62 Digital for use by the District. The meeting was also streamed live by 62 Digital on the District's website.

The Board held a 30-second moment of silence for prayer and reflection.

## PUBLIC COMMENTS

The President then recognized Mr. Palmquist, who expressed his disappointment with the Board for not acknowledging or thanking the District's previous emergency medical services ("EMS") provider, CCEMS, for its service to the District over the last 45 years.

There were no additional public comments at this time.

## ADMINISTRATION, DISPATCH AND LOGISTICS FACILITIES REPORT, INCLUDING:

### STATUS OF CONSTRUCTION OF PHASE I REDEVELOPMENT OF DISTRICT ADMINISTRATION PROPERTY ("PHASE I PROJECT")

### DISCUSS FINANCING OPTIONS FOR PHASE II PROJECT AND TAKE NECESSARY ACTION ON SAME

Mr. Martinez reported that he continues to coordinate with the District's Construction Committee and J.E. Dunn Construction Co. ("J.E. Dunn") representatives in connection with the ongoing construction of the Phase I Project. Mr. Martinez then presented to and reviewed with the Board a design and construction status report and photographs of the Phase I Project, copies of which are attached hereto. A discussion ensued regarding the ongoing construction and future construction schedule.

Mr. Martinez noted that the updated layout plans for Phase II redevelopment of District administration property ("Phase II Project") have been reviewed by District staff. Mr. Martinez stated the Phase II Project construction documents had been prepared and were submitted to the Harris County permitting office on August 18<sup>th</sup>. Mr. Martinez went on to report that J.E. Dunn has reviewed the Phase II Project construction documents and provided the estimated Phase II Project budget amount of \$10,874,760, a copy of which is attached hereto.

Ms. Adams recommended that the Board authorize the District's financial advisor to procure the necessary financing proposals for the Phase II Project.

### APPROVE CONSTRUCTION PAY APPLICATIONS/CHANGE ORDERS AND TAKE NECESSARY ACTION ON SAME

Mr. Martinez next reviewed with the Board Pay Application No. 5 from J.E. Dunn in the amount of \$1,084,863 in connection with the Phase I Project, a copy of which is attached hereto. A discussion ensued regarding the status of construction of the Phase I Project.

Upon motion by Commissioner Grundmeyer, seconded by Commissioner Brost, after full discussion and the question being put to the Board, the Board voted unanimously to: 1) accept the Phase I Project construction report; 2) approve Pay Application No. 5-in connection with the Phase I Project and authorize payment to J.E. Dunn for same; and 3) to authorize the District's financial advisor to obtain proposals for financing of 100% of the capital costs for the Phase II Project.

REVIEW GROSS MAXIMUM PRICE ("GMP") AMENDMENT FOR CONSTRUCTION OF THE PHASE II PROJECT AND TAKE NECESSARY ACTION ON SAME

Mr. Martinez went on to report that once GMP bids for the Phase II Project are received, he will present a bid tabulation of same to the Board.

DISCUSS DESIGN OF PHASE III REDEVELOPMENT OF DISTRICT ADMINISTRATION PROPERTY ("PHASE III PROJECT") AND TAKE NECESSARY ACTION ON SAME

Mr. Martinez then reported that he anticipates coordinating with the District's Construction Committee regarding preparation of the concept and scope of the Phase III Project.

**CEO AND DISTRICT ADMINISTRATION AND OPERATIONS REPORT, INCLUDING:**

REPORT ON TRANSITION TO AND START UP OF EMS BY THE DISTRICT, INCLUDING STATUS OF RECEIPT OF DISTRICT ASSETS

Mr. Hooten next reported on the successful transition of EMS to the District, which occurred on September 1<sup>st</sup>. Mr. Hooten went on to report that the District completed its first (1<sup>st</sup>) full patient billing cycle.

Mr. Hooten noted that District staff is planning to present written monthly reports to the Board beginning with the October 21<sup>st</sup> Board meeting.

Mr. Hooten then reported on current District staffing matters.

Messrs. Hooten and Farmer then stated that CCEMS has returned a few more radios to the District.

STATUS OF DELIVERY AND DEPLOYMENT OF DISTRICT'S VEHICLES

Mr. Hooten then reported that the District has taken delivery of 30 of the 40 District ambulances. Mr. Hooten also reported that the remaining ten (10) ambulances will be delivered over the coming weeks.

STATUS OF ENTRANCE INTO FIRST RESPONDER ORGANIZATION ("FRO") PROVIDER AGREEMENTS WITH VARIOUS OVERLAPPING FROS AND TAKE NECESSARY ACTIONS ON SAME

Mr. Hooten then reported that the FRO Provider Agreements, which were previously approved by the Board have been finalized and executed.

REVIEW AND APPROVE INTERLOCAL AGREEMENT WITH HARRIS COUNTY EMERGENCY SERVICES DISTRICT NO. 28 ("ESD 28") D/B/A PONDEROSA FIRE DEPARTMENT/PONDEROSA VOLUNTEER FIRE ASSOCIATION, INC. ("PONDEROSA FD")

Mr. Hooten then presented to and reviewed with the Board the proposed Interlocal Agreement with ESD 28 in connection with the proposed lease of housing facilities for the District

at Ponderosa FD stations within the ESD 28 service area. A discussion ensued. Ms. Adams stated that RBAP reviewed and provided comments on the proposed Interlocal Agreement. Upon motion by Commissioner Brost, seconded by Commissioner Williams, after full discussion and the question being put to the Board, the Board voted unanimously to approve and authorize execution of the Interlocal Agreement with ESD 28, a copy of which is attached hereto.

STATUS OF CREATION OF DISTRICT'S STANDARD OPERATING POLICIES AND PROCEDURES ("SOP") AND TAKE NECESSARY ACTIONS ON SAME

Mr. Hooten reported that District staff continue to prepare the necessary District SOPs and RBAP reviews and comments on same.

REVIEW AND APPROVE THE FOLLOWING LEASES AND/OR USE AGREEMENTS, AS NECESSARY:

CLINICAL AFFILIATION AGREEMENT WITH THE TEXAS A&M ENGINEERING EXTENSION ("TEEX")

Mr. Hooten then presented to and reviewed with the Board the proposed Affiliation Agreement with TEEX in connection with the use of the District's facilities by TEEX students. A discussion ensued. Ms. Adams noted that RBAP has reviewed and commented on such Affiliation Agreement.

AFFILIATION AGREEMENT WITH NORTHWEST COMMUNITY HEALTH, INC. ("NWCH") EMS EDUCATION PROGRAM

Mr. Hooten then presented to and reviewed with the Board the proposed Affiliation Agreement with NWCH in connection with the use of the District's facilities by NWCH students. A discussion ensued. Ms. Adams noted that RBAP has reviewed and commented on such Affiliation Agreement.

REVIEW AND APPROVE PURCHASE ORDERS AND AGREEMENTS FOR VEHICLES, SUPPLIES, FURNITURE, FIXTURES AND EQUIPMENT AND SERVICES FOR THE DISTRICT, AS NECESSARY

RENTAL AGREEMENT WITH LOFTIN RENTAL FOR TEMPORARY GENERATOR

Mr. Hooten stated that there was no longer a need to rent a generator the District.

ACCESS WIRELESS DATA SOLUTIONS ("AWDS") PURCHASE REQUEST

Mr. Hooten then presented to and reviewed with the Board a summary, purchase order request and proposal in connection with the District's purchase of mobile data modems from AWDS with pricing through the Texas Department of Information Resources Purchasing Cooperative in an effort to help stabilize the District's internet connection, copies of which are attached hereto. Mr. Hooten noted that it will cost approximately \$89,235.70 to purchase the mobile data modems and antennas. Ms. Adams stated that RBAP reviewed and commented on the proposal from AWDS. Upon motion by Commissioner Williams, seconded by Commissioner Grundmeyer, after full discussion and the question being put to the Board, the

Board voted unanimously to accept the proposal from AWDS and authorize payment in an amount not to exceed \$100,000 for the purchase of the mobile data modems and related equipment.

Upon motion by Commissioner Williams, seconded by Commissioner Brost, after full discussion and the question being put to the Board, the Board voted unanimously to approve and authorize execution of the Affiliation Agreement with TEEX, a copy of which is attached hereto, subject to receipt of the final Affiliation Agreement from TEEX.

Upon motion by Commissioner Williams, seconded by Commissioner Brost, after full discussion and the question being put to the Board, the Board voted unanimously to approve and authorize execution of the Affiliation Agreement with NWCH, a copy of which is attached hereto, subject to receipt of the final Affiliation Agreement from NWCH.

**CFO'S REPORT, INCLUDING APPROVE PAYMENT OF BILLS AND ISSUANCE OF CHECKS**

Mr. Snavely then presented to and reviewed with the Board a list of checks and related invoices being presented for payment, copies of which are attached hereto. A discussion ensued.

Mr. Snavely next reported that the District's new depository bank, Allegiance Bank, has secured a \$25 million Letter of Credit through the Federal Home Loan Bank – Dallas in connection with the collateralization of the District funds.

Commissioner Plummer stated that she has a conflict of interest in connection with the Jinco, Inc. invoice and payment and would be abstaining from any discussion or action on such matter.

Upon motion by Commissioner Brost, seconded by Commissioner Grundmeyer, after full discussion and the question being put to the Board, the Board voted unanimously to: 1) approve the CFO's Report, as discussed; and 2) authorize payment of the bills as submitted, with the exception of the Jinco, Inc. payment and any Dailey & Wells invoices, which would be considered under separate motions.

Upon motion by Commissioner Brost, seconded by Commissioner Williams, after full discussion and the question being put to the Board, the Board voted four (4) votes in favor and one (1) abstention by Commissioner Plummer, to approve payment of the Jinco, Inc. landscaping invoices.

**REVIEW THE FOLLOWING INSURANCE AND BENEFITS RENEWALS, PROPOSALS AND CHANGES AND TAKE NECESSARY ACTIONS ON SAME:**

**GENERAL LIABILITY AND PROPERTY INSURANCE (EXPIRES OCTOBER 13, 2021)**

Mr. Hastings then stated that the District's insurance coverage is up for renewal for the policy term expiring October 13, 2021. Mr. Hastings next presented to and reviewed with the Board the VFIS Property Insurance Renewal Proposal/Summary of Coverages, a copy of which is attached hereto. Mr. Hastings also noted that, upon request by District staff, VFIS will "short term" the upcoming insurance renewals in order to have all District insurance policies run concurrent with the calendar year. An extensive discussion ensued regarding the updates that have

been made to the District's property and general liability coverages. Mr. Hastings noted that VFIS will be adding additional ambulances to the policy as such vehicles are delivered to the District.

Mr. Hastings noted that the total premium amount for the upcoming "short term" (October 1 to December 31) is increasing substantially from the previous year due to the additional property coverage, an increase in property values and the hiring of District staff. Mr. Hastings stated that the current pro-rata insurance premium amount due from the District is \$116,647.48. Mr. Hastings noted that the annual premium for the same policy for term expiring December 31, 2022 will be approximately \$466,000.00.

Upon motion by Commissioner Grundmeyer, seconded by Commissioner Williams, after full discussion and the question being put to the Board, the Board voted unanimously to authorize renewal of the District's property insurance through VFIS for the term of October 13, 2021 through December 31, 2021 for a total premium of \$116,647.48 (including a \$5,000 property deductible).

#### WORKERS' COMPENSATION INSURANCE (EXPIRES NOVEMBER 25, 2021)

Mr. Hastings next reminded the Board that the District's workers' compensation insurance coverage with VFIS will soon be due for renewal for the policy term expiring November 25, 2021 and VFIS intended to provide the proposal for this coverage by the October 21<sup>st</sup> Board meeting.

Mr. Hastings also noted that, upon request by District staff, VFIS will "short term" the upcoming workers' compensation insurance renewals in order to have all District insurance policies run concurrent with the calendar year.

#### INTERLOCAL AGREEMENT WITH TML MULTISTATE INTERGOVERNMENTAL EMPLOYEE BENEFITS POOL D/B/A TML HEALTH BENEFITS POOL

Mr. Hooten then presented to and reviewed with the Board the proposed Interlocal Agreement with TML Health Benefits Pool in connection with the District becoming a member of the benefits pool which allows District employees to obtain certain health benefits. Ms. Adams stated that RBAP reviewed and provided comments on the proposed Interlocal Agreement. A discussion ensued.

Upon motion by Commissioner Williams, seconded by Commissioner Brost, after full discussion and the question being put to the Board, the Board voted unanimously to approve and authorize execution of the Interlocal Agreement with TML Health Benefits Pool, a copy of which is attached hereto.

#### STATUS OF SECOND PHASE OF SPECIAL DISTRICT EXAMINATION BY PANNELL KERR FORSTER OF TEXAS, P.C. ("PKF"), RELATED TO: A) RECONCILIATION OF DISTRICT FUNDING VS. CCEMS EXPENDITURES; B) PHYSICAL INVENTORY OF DISTRICT AND CCEMS ASSETS; AND C) CONCLUSIONS FROM HSSK, LLC REPORT (THE "PKF REPORT")

Mr. Trachtenberg stated that he will report on the status of the PKF Report in Executive Session later in the meeting.

**ATTORNEY'S REPORT**

Ms. Adams then presented to and reviewed with the Board a supplemental memorandum from RBAP regarding the eight (8) proposed Constitutional Amendments that will appear on the November 2<sup>nd</sup> election ballot.

DISCUSS THE WOODLANDS TOWNSHIP ("TWT") NOVEMBER 2, 2021 INCORPORATION ELECTION AND POTENTIAL IMPACT OF SAME ON THE DISTRICT

Ms. Adams stated that she will discuss matters of attorney-client privilege related to the November 2, 2021 TWT Incorporation Election in Executive Session.

STATUS OF *CCEMS VS. THE DISTRICT, ET AL*, (THE "CCEMS LITIGATION") AND TAKE ANY NECESSARY ACTION ON SAME

Mr. Trachtenberg next stated that he will report on the CCEMS Litigation during Executive Session.

REVIEW RECENT PUBLIC INFORMATION ACT ("PIA") REQUESTS AND STATUS OF RESPONSES TO SAME AND *DISTRICT VS. KEN PAXTON*

Ms. Adams noted that no PIA requests were received since the September 9<sup>th</sup> Board meeting.

REPORT ON TRANSITION TO AND START UP OF EMS BY THE DISTRICT, INCLUDING STATUS OF RECEIPT OF DISTRICT ASSETS

STATUS OF THE PKF REPORT

REVIEW MATTERS RELATED TO CCEMS LITIGATION

DISCUSS TWT NOVEMBER 2, 2021 INCORPORATION ELECTION AND POTENTIAL IMPACT OF SAME ON THE DISTRICT

REVIEW RECENT PIA REQUESTS AND STATUS OF RESPONSES TO SAME AND *DISTRICT VS. KEN PAXTON*

Commissioner Plummer then stated that the Board would be going into Executive Session to deliberate the items listed above as matters of attorney-client privilege and pending or contemplated litigation, pursuant to Section 551.071, Texas Government Code.

All members of the Board present, Ms. Adams, Ms. Garza, Ms. Christensen, Mr. Trachtenberg, Ms. Phillips, Mr. Hooten and Ms. Conn convened to the Executive Session room at 9:59 a.m.

Pursuant to the provisions of the Texas Open Meetings Act, Chapter 551, Texas Government Code, as amended, specifically Section 551.071, regarding matters of attorney-client privilege and pending or contemplated litigation, Commissioner Plummer convened the Board in Executive Session at 10:02 a.m. The persons present in the Executive Session at various

times were Commissioners Plummer, Williams, Grundmeyer, Pinard and Brost, Ms. Adams, Ms. Garza, Ms. Christensen, Mr. Trachtenberg, Ms. Phillips, Mr. Hooten and Ms. Conn.

Ms. Conn exited the meeting at 10:29 a.m.

Commissioner Grundmeyer exited the meeting at 10:37 a.m.

RECONVENE IN OPEN SESSION

Those attending Executive Session then re-entered the meeting at 11:45 a.m.

Commissioner Plummer reconvened the meeting in open session at approximately 11:46 a.m., at which time no action was taken by the Board.

There being no further business to come before the Board, the meeting was adjourned at 11:46 a.m.

PASSED, APPROVED AND ADOPTED this 17<sup>th</sup> day of November 2021.

  
Secretary, Board of Commissioners

