

MINUTES OF MEETING OF THE  
BOARD OF COMMISSIONERS

May 19, 2022

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 regular session, open to the public, at the District's Administration Building, 18334 Stuebner Airline Road, Spring, Texas 77379, a meeting place inside the boundaries of the District, on Thursday, May 19, 2022, 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
Robert Pinard	Treasurer/Asst. Secretary
Dorothy Dalton	Commissioner-Elect
Zach Dunlap	Commissioner-Elect

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 Snavely, Chief Financial Officer ("CFO"); Ms. Shirley Ware, Executive Assistant; Ms. Katie Conn, Compliance Manager; Dr. Casey Patrick, Medical Director; Mr. Jerry Thomas, Community Engagement Manager; Ms. Dan Wang, Controller; and Mr. Kevin Nutt. District consultants in attendance were: Mr. Joseph Ellis of McCall Gibson Swedlund Barfoot PLLC ("McCall Gibson"), auditor for the District; Mr. Ricardo Martinez of Martinez Architects ("MA"); Mr. Bill Morris of Architectural Field Services; Mr. Rene Aviles of J.E. Dunn Construction Co. ("J.E. Dunn"); Ms. Regina D. Adams and Ms. Monica A. Garza of Radcliffe Bobbitt Adams Polley PLLC ("RBAP"), general counsel for the District; Mr. Brian Trachtenberg and Ms. Anna Phillips of Greathouse Holloway McFadden Trachtenberg, PLLC ("Greathouse"), special counsel to the District; and Mr. Grant McAnelley of 62 Digital, LLC ("62 Digital"), the District's communications coordinator. Also in attendance were Mr. Fred Grundmeyer; Ms. Doris Grundmeyer; Mr. Kevin Brost; Mr. Tommy Ripley; Ms. Lin Fish; Ms. Jill Billings; Mr. Steven Herbert, a health science and emergency medical technician ("EMT") teacher at Wunsche High School ("Wunsche") in the Spring Independent School District; several students from Wunsche; Ms. Kelly Peterson, on behalf of State Representative Sam Harless; and numerous other members of the public. A copy of the sign-in sheet is attached hereto.

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**

Commissioner Plummer then recognized Ms. Fish, who thanked former Commissioner, Mr. Grundmeyer, for his many years of service.

Commissioner Plummer next recognized Ms. Billings, who thanked the Board and specifically Mr. Grundmeyer for his many years of service.

Commissioner Plummer then recognized Mr. Herbert, who thanked the Board and the District for its recent donation of an ambulance to Wunsche for his EMT class. Mr. Herbert then recognized students who also thanked the Board and District for its donation.

Commissioner Plummer went on to recognize Ms. Peterson, who, on behalf of State Representative Harless, presented the District with a flag that was flown over the State Capitol in honor of Emergency Medical Services ("EMS") Week.

Commissioner Plummer then recognized Mr. Ripley, who thanked Mr. Grundmeyer for his many years of service and congratulated Commissioners-Elect Dalton and Dunlap on their election to the Board.

Commissioner-Elect Dunlap then thanked his family and friends for their support during his campaign and stated that he looks forward to working with the Board and District staff.

There were no additional public comments at this time.

## **ELECTION AGENDA**

### **QUALIFICATIONS OF COMMISSIONERS AND ADMINISTER AND ACCEPT OATHS OF OFFICE**

Ms. Adams next administered the oaths of office to Commissioners Dalton and Dunlap. Commissioners Dalton and Dunlap then executed their Affidavits of Elected Officer and executed their Oaths of Office and Official Statements of Elected Commissioner. Ms. Adams noted that copies of the Oaths of Office will be filed with the Harris County Commissioners Court.

### **ELECT OFFICERS**

Commissioner Plummer then opened the floor to nominations for the officers of the Board. Upon motion by Commissioner Pinard, seconded by Commissioner Williams, after full discussion and the question being put to the Board, the Board voted unanimously to elect Commissioner Plummer as President.

Upon motion by Commissioner Williams, seconded by Commissioner Pinard, after full discussion and the question being put to the Board, the Board voted unanimously to elect Commissioner Williams as Vice President.

Upon motion by Commissioner Dunlap, seconded by Commissioner Pinard, after full discussion and the question being put to the Board, the Board voted unanimously to elect Commissioner Dalton as Secretary.

Upon motion by Commissioner Williams, seconded by Commissioner Dalton, after full discussion and the question being put to the Board, the Board voted unanimously to elect Commissioner Pinard as Treasurer/Asst. Secretary.

Upon motion by Commissioner Williams, seconded by Commissioner Dalton, after full discussion and the question being put to the Board, the Board voted unanimously to elect Commissioner Dunlap as Asst. Treasurer.

At this time, Mr. Fred Grundmeyer thanked the Board and District staff for all they have done and will continue to do for the residents of the District.

### **MERITORIOUS AWARD PRESENTATION**

Dr. Patrick then recognized Mr. Slate Uys, a District in-charge paramedic, and presented him with a Meritorious Service Award in recognition of life saving actions Mr. Uys took on April 15, 2022.

### **PROCLAMATION OF EMS WEEK**

Commissioner Plummer then read a Proclamation declaring the District's recognition of May 15 – 21, 2022 as EMS Week. A copy of the Proclamation is attached hereto.

### **APPROVAL OF THE MINUTES**

The Board considered approval of the minutes of the regular meeting of April 21, 2022 and the special meetings of April 12, 2022 and April 29, 2022. Upon motion by Commissioner Williams, seconded by Commissioner Pinard, after full discussion and the question being put to the Board, the Board voted unanimously to approve the minutes of the regular meeting of April 21, 2022 and the special meetings of April 12, 2022 and April 29, 2022, as presented, and the certified agendas for same.

### **REVIEW AND APPROVE ANNUAL AUDIT REPORT FOR FISCAL YEAR ENDED ("FYE") DECEMBER 31, 2021 (THE "AUDIT") AND AUTHORIZE NECESSARY FILINGS OF SAME**

Mr. Ellis next reviewed with the Board the updated draft Audit and management letter in detail, copies of which are attached hereto. Mr. Ellis explained that McCall Gibson has given the District an unqualified audit opinion. Mr. Ellis then briefly reviewed other information reflected in the Audit and responded to various questions from the Board. A discussion ensued after which the Board agreed to consider formal approval of the Audit at the June 16<sup>th</sup> Board meeting.

**ADMINISTRATION, DISPATCH AND LOGISTICS FACILITIES CONSTRUCTION/ DEVELOPMENT REPORT, INCLUDING:**

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

Mr. Martinez reported that MA continued to coordinate with the District's Construction Committee and J.E. Dunn representatives in connection with completion of construction of the Phase I Project. Mr. Martinez presented to and reviewed with the Board the design and construction status report and photographs of the Phase I Project, copies of which are attached hereto. Mr. Martinez stated that MA coordinated the re-inspections of the Phase I construction, which occurred on April 20<sup>th</sup>, and J.E. Dunn continued to address the punch list items and was taking the necessary corrective actions. Mr. Martinez went on to report that MA inspected the Phase I Project Buildings A, C and D. A discussion ensued.

**STATUS OF CONSTRUCTION OF THE PHASE II REDEVELOPMENT OF THE DISTRICT ADMINISTRATION PROPERTY (THE "PHASE II PROJECT") FROM J.E. DUNN AND TAKE NECESSARY ACTION ON SAME**

Mr. Martinez then reported that design continued for the Phase II Project and MA was reviewing existing conditions and coordinating with J.E. Dunn regarding alternate designs. Mr. Martinez stated that he has reviewed and released the shop drawings for the ambulance wash bay. Mr. Martinez next updated the Board on the construction schedule for the Phase II Project.

Mr. Martinez stated that the installation of the communications tower was ongoing.

**APPROVE CONSTRUCTION PAY APPLICATIONS ("PA") AND/OR CHANGE ORDERS ("CO"), INCLUDING SUBMISSION OF FINAL PA AND STATUS OF PREPARATION OF AUDIT OF PHASE I EXPENDITURES ("PHASE I AUDIT"), IF NECESSARY**

The Board then reviewed PA No. 13 from J.E. Dunn in the amount of \$1,006,149.00, a copy of which is attached hereto. Mr. Martinez stated that there would be at least one (1) more PA for the Phase I Project. A discussion ensued.

Mr. Martinez then reminded the Board that it previously reviewed PA No. 12 from J.E. Dunn in the amount of \$1,823,526.00, of which \$1,705,524.00 was for the Phase I Project and \$118,002.00 was for the Phase II Project, a copy of which is attached hereto. A discussion ensued.

Ms. Adams reminded the Board that it previously authorized the engagement of the Auditor to conduct the Phase I Audit after receipt of the District's final PA in connection with the Phase I Project. Ms. Adams went on to explain that once the Phase I outstanding items are addressed and a final PA is presented to the District, the District's auditor will begin preparation of the Phase I Audit.

Upon motion by Commissioner Williams, seconded by Commissioner Pinard, after full discussion and the question being put to the Board, the Board voted unanimously to accept the MA Report and approve PA No. 12 in connection with the Phase I and Phase II Projects.

## CEO REPORT

Mr. Hooten then reported on various service matters, including the status of the District's operations, ambulance fleet, communications, District staffing and hospital wall times during April 2022. Mr. Hooten next reminded the Board of the upcoming Budget Planning Retreat scheduled for June 16<sup>th</sup>.

Mr. Hooten stated that the District has been approached to lend support to the Ukraine war efforts. A discussion ensued regarding the District possibly donating surplus property, including an ambulance, to Ukraine. It was the consensus of the Board for District staff to explore such option.

Mr. Hooten went on to state that he has been monitoring the status of the construction of Phases I and II and requested that the Board consider authorizing preparation of a "Master Plan", which would include Phase III, for the District's Administration Building and property. A discussion ensued after which Mr. Hooten addressed questions from Commissioners Dunlap and Dalton at which time he noted that the plan would be to determine what to do with the remainder of the property, which did not necessarily include additional construction on the site.

In response to a question from Commissioner Dunlap, Mr. Hooten reported that 25 of the District's ambulances were in operation on Wednesday, May 18<sup>th</sup>, but due to a substantially higher than normal call volume, the District had to request mutual aid a number of times.

### REVIEW AND APPROVE PATIENT ACCOUNT DEMOGRAPHIC SCRUBBING SERVICE AGREEMENT WITH REIMBURSEMENT SOLUTIONS GROUP, LLC D/B/A SOLUTIONS GROUP ("SOLUTIONS GROUP")

Mr. Hooten then presented to and reviewed with the Board an Executive Summary and proposal from the Solutions Group in connection with scrubbing services. Mr. Hooten went on to explain that Solutions Group would be tasked with searching for payors for non-insured and under-insured patients. Ms. Adams noted that RBAP was in the process of preparing the necessary Agreement with Solutions Group for same. Mr. Hooten stated that the estimated annual cost for utilizing Solutions Group's scrubbing services would be \$27,750.00. An extensive discussion ensued.

Upon motion by Commissioner Williams, seconded by Commissioner Pinard, after full discussion and the question being put to the Board, the Board voted unanimously to approve the Solutions Group Agreement, subject to finalization of same by RBAP, a copy of which is attached hereto.

### AUTHORIZE REQUESTING PROPOSALS FOR CLEANING SERVICES FOR DISTRICT FACILITIES

Mr. Hooten next requested Board authorization to request proposals from cleaning service companies for the Board's review at the June 16<sup>th</sup> Board meeting. A discussion ensued.

Upon motion by Commissioner Williams, seconded by Commissioner Dunlap, after full discussion and the question being put to the Board, the Board voted unanimously to authorize Mr. Hooten to obtain proposals from cleaning service companies for the Board's review.

### **CAO REPORT**

Mr. Farmer next presented to and reviewed with the Board the monthly Administration Report, a copy of which is attached hereto. Mr. Farmer stated that the District then-currently had 262 employees with a 2.12% turnover rate. Mr. Farmer reported that the District's IT services were now fully migrated from Paranet to OCS.

Mr. Farmer then reviewed with the Board: 1) IT updates; 2) fleet incidents; 3) injuries; 4) workers' compensation claims; 5) training opportunities; and 6) clinical exposures. Mr. Farmer also reported that, to-date, the District's fleet had driven a total of 866,067 miles.

An extensive discussion ensued regarding District communications and Logis/CAD issues, after which Messrs. Hooten and Farmer addressed questions from the Board.

### **COMPLIANCE REPORT**

The President then recognized Ms. Conn, who presented to and reviewed with the Board the Compliance Manager's Report, a copy of which is included in the CAO's Report.

Ms. Conn stated that she continued to coordinate with the Texas Department of State Health Services ("DSHS") and the Harris County District Attorney's Office, when necessary, conduct internal investigations, address personnel matters, respond to requests/subpoenas for patient care records, if any, and coordinate with RBAP regarding District's standard operating procedures and policies.

### **COMMUNITY OUTREACH AND COMMUNICATIONS REPORT AND STATUS OF CREATION OF NEW WEBSITE**

Mr. Thomas then presented to and reviewed with the Board the Community Outreach Report, a copy of which is included in the CAO's Report. Mr. Thomas reported on the District's community outreach efforts thus far, including recent community events, status of the new District website, and the District's social media presence and ongoing District projects.

### **CHIEF CLINICAL OFFICER/OFFICE OF THE MEDICAL DIRECTOR REPORT**

Dr. Patrick next presented to and reviewed with the Board the District's Clinical Operations Report for April 2022, including response times, patient treatments, statistics and related technology, a copy of which is attached hereto. A discussion ensued and Dr. Patrick answered questions from Commissioner Dunlap.

## **COO REPORT**

The President then recognized Mr. Chebra, who presented to and reviewed with the Board the April 2022 Operations Report, a copy of which is attached hereto. A discussion ensued.

Mr. Chebra reported that in the previous month, the District: 1) had an average on-scene response time of 22 minutes; 2) operated its ambulances at 14,986 unit hours with 378 lost unit hours; 3) received 4,607 calls, which resulted in approximately 62% transports to hospitals; and 4) provided mutual aid 15 times and requested mutual aid 13 times. Mr. Chebra noted that the average wall time during the month was approximately 46 minutes.

Mr. Chebra addressed questions from the Board regarding lost unit hours, response times and the District's communications/radio system.

## **CFO REPORT**

### **APPROVE PAYMENT OF BILLS AND ISSUANCE OF CHECKS, AND REVIEW INVESTMENT REPORT**

Mr. Snavelly next presented to and reviewed with the Board a summary of activity, profit and loss statement, a budget comparison, statement of cash flows, the debt service payment schedule, a list of checks and related invoices being presented for payment and the Investment Report, copies of which are attached hereto. A discussion ensued.

Commissioner Plummer stated that she had a conflict of interest in connection with the Jingo, Inc. invoice(s) and payment of same and would be abstaining from any discussion or action on such matter.

An extensive discussion ensued regarding the District's reimbursement policy and recently submitted reimbursement and per diem requests from former Commissioner, Mr. Brost, for \$7,200 in fees of office for each calendar year of 2020, 2021 and 2022 and miscellaneous expenses totaling \$727.46 in 2020 and \$8,744.60 in 2021. Commissioner Dalton requested the related back-up documentation in connection with his request for expense reimbursement and the fees of office. Ms. Adams stated that Mr. Brost's per diem requests for 2020 and 2021 were not submitted timely pursuant to state law and the District's Reimbursement Policy and that the maximum a district may pay in any calendar year is \$7,200.00.

Further discussion ensued regarding the District's reimbursement policy and process for Commissioners requesting authorization to attend certain trainings and/or events.

An extensive discussion ensued regarding the responsibilities and services provided by the District's communications coordinator, 62 Digital.

Upon motion by Commissioner Dalton, seconded by Commissioner Pinard, after full discussion and the question being put to the Board, the Board voted unanimously to: 1) approve the CFO Report, as discussed; and 2) authorize payment of the bills as submitted, with the exception of: a) the Jingo, Inc. payment, b) Phases I and II Project invoices from MA, c) the Phase I Project PA Nos. 12 and 13, d) expense reimbursement and per diem requests from Mr. Brost, and

e) the invoice from Dailey-Wells, which would be considered separately; and 3) approve the Investment Report.

Upon motion by Commissioner Williams, seconded by Commissioner Dalton, after full discussion and the question being put to the Board, the Board voted unanimously to approve payment of the Phase I and II Project invoices from MA and PA No. 12.

Upon motion by Commissioner Williams, seconded by Commissioner Pinard, after full discussion and the question being put to the Board, the Board voted three (3) votes in favor, one (1) vote against by Commissioner Dunlap, and one (1) abstention by Commissioner Plummer, to approve payment of the Jinco, Inc. landscaping invoices. Commissioner Dunlap then inquired when and how the Board evaluates the various District contracts/agreements with vendors. Ms. Adams noted that there is an annual agenda item to review District contracts/agreements and Commissioners can request to review vendor contracts/agreements at any time.

**ANNUAL REVIEW OF DISTRICT INVESTMENT POLICY AND TAKE ANY NECESSARY ACTIONS ON SAME**

Ms. Adams then reviewed with the Board the Order Regarding Annual Review of Rules, Policies, and Code of Ethics for the Investment of District Funds and Review of Investments (the "Investment Policy Order"). Ms. Adams reported that the District is required to review its Investment Policy annually. Ms. Adams then reported that the authorized broker list, which is required pursuant to the Texas Public Funds Investment Act, was updated by Mr. Snavely. An extensive discussion ensued. It was the consensus of the Board to defer action on this item in order to provide the new Commissioners sufficient time to review the District's Investment Policy.

**REVIEW BOARD COMMITTEE APPOINTMENTS AND TAKE ANY NECESSARY ACTIONS ON SAME**

An extensive discussion ensued regarding the current Board committee appointments.

Upon motion by Commissioner Williams, seconded by Commissioner Dunlap, after full discussion and the question being put to the Board, the Board voted unanimously to appoint Commissioners Dalton and Pinard to the Budget Review Committee.

Upon motion by Commissioner Plummer, seconded by Commissioner Williams, after full discussion and the question being put to the Board, the Board voted unanimously to appoint Commissioners Plummer and Dunlap to the Construction Committee.

**TAX ASSESSOR/COLLECTOR'S REPORT**

Ms. Adams then reviewed with the Board the Tax Assessor/Collector's Report for April 2022, a copy of which is attached hereto. A discussion ensued.

**ATTORNEY'S REPORT, INCLUDING:**

**REVIEW RECENT PUBLIC INFORMATION ACT ("PIA") REQUESTS AND RESPONSES TO SAME**

Ms. Adams then reported on the status of outstanding and recent PIA requests received.

Mr. Trachtenberg next reported that the *Freepoint Energy Solutions, LLC vs. Continental Alloys and Services, Inc., et al* litigation was previously settled and, in connection with the *District vs. Ken Paxton* litigation, there was a settlement agreement pending.

**STATUS OF CYPRESS CREEK EMERGENCY MEDICAL SERVICES ("CCEMS") VS. THE DISTRICT, ET AL, (THE "CCEMS LITIGATION") AND RELATED LEGAL MATTERS AND TAKE NECESSARY ACTION ON SAME**

Mr. Trachtenberg stated that he would provide status updates on the CCEMS Litigation and related CCEMS' bankruptcy proceedings in Executive Session.

**STATUS OF THE CCEMS LITIGATION AND RELATED MATTERS**

Commissioner Plummer then stated that the Board would convene in Executive Session to deliberate the items listed above as matters of attorney-client privilege and pending litigation as they relate to the CCEMS Litigation, pursuant to Section 551.071, Texas Government Code.

All members of the Board present, Mr. Hooten, Ms. Adams, Ms. Garza, Mr. Trachtenberg and Ms. Phillips convened into Executive Session at 12:06 p.m.

Commissioner Dunlap exited Executive Session at 12:57 p.m.

All other meeting attendees still present re-entered the meeting at 1:50 p.m.

**RECONVENE IN OPEN SESSION**

Commissioner Plummer reconvened the meeting in open session at approximately 1:53 p.m. at which time the following action was taken by the Board:

Upon motion by Commissioner Williams, seconded by Commissioner Pinard, after full discussion and the question being put to the Board, the Board voted unanimously to authorize special counsel to take action as discussed in Executive Session.

Upon motion by Commissioner Williams, seconded by Commissioner Dalton, after full discussion and the question being put to the Board, the Board voted unanimously to appoint Commissioners Plummer and Williams to the Litigation Committee.

There being no further business to come before the Board, the meeting was adjourned at 1:54 p.m.

PASSED, APPROVED AND ADOPTED this 16<sup>th</sup> day of June, 2022.

*Anthony B. Dalton*

Secretary, Board of Commissioners

