

MINUTES OF MEETING OF THE
BOARD OF COMMISSIONERS

November 29, 2022

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

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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 Tuesday, November 29, 2022, at 5:00 p.m.; whereupon, the roll was called of the members of the Board, to-wit:

Karen Plummer	President
Steve Williams	Vice President
Dorothy Dalton	Secretary
Robert Pinard	Treasurer/Asst. Secretary
Zach Dunlap	Asst. Treasurer

All members of the Board were present, thus constituting a quorum. Also attending the meeting were the following District employees: Mr. Jamie Chebra, Interim Chief Executive Officer ("CEO"); Mr. Tony Farmer, Chief Financial Officer ("CFO"); Ms. Dan Wang, Financial Controller; Ms. Shirley Ware, Executive Assistant; Dr. Casey Patrick, Medical Director; Mr. Xavier De La Rosa, Chief Clinical Officer; Ms. Brandi King, HR Manager; Messrs. Robert Lane, Jordan Haynes, Jordan Anderson, Matt Folsom, Steven Ray, Kevin Nutt, Jeff Fox, Ms. Brenna Jaskowiak and Ms. Paige Garza. District consultants in attendance were: Mr. Joseph Ellis of McCall Gibson Swedlund Barfoot PLLC ("McCall"), auditors for the District; Mr. Ricardo Martinez of Martinez Architects ("MA"); Mr. Rene Aviles of J.E. Dunn Construction Co. ("J.E. Dunn"); Ms. Kathryn Foss with Municipal Financial Services, LLC ("MFS"); Mr. Ron Welch with Municipal Information Services ("MIS"); Mr. Elliot M. Barner of Radcliffe Bobbitt Adams Polley PLLC ("RBAP"), general counsel for the District; and Messrs. Zach Karrenbrock and Sam Eustor of 62 Digital, LLC ("62 Digital"), the District's communications coordinator. Numerous members of the public were also in attendance. 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

There were no public comments at this time.

PRESENTATION OF MERITORIOUS AWARDS

Dr. Patrick then recognized four (4) employees: Mr. Robert Lane, in-charge paramedic, Mr. Jordan Haynes, EMT attendant, Mr. Jeff Fox, in-charge paramedic, and Ms. Paige Garza, paramedic attendant, and presented them each with a Meritorious Service Award in recognition of actions taken by them during two (2) recent calls.

APPROVAL OF THE MINUTES

The Board considered approval of the October 25, 2022 regular meeting minutes. 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 October 25, 2022 regular meeting minutes and the certified agenda for same.

HEAR PRESENTATION AND REVIEW PROPOSAL FROM MFS IN CONNECTION WITH PREPARATION OF ANNUAL COMPREHENSIVE REVIEW REPORT AND TAKE ANY NECESSARY ACTIONS ON SAME

Commissioner Plummer then recognized Mr. Welch and Ms. Foss, who presented to and reviewed with the Board the proposed Agreement for Services for Independent Financial Analyses (the "Comprehensive Review Agreement") with MFS, a copy of which is attached hereto. Ms. Foss noted that Mr. Welch had previously prepared the District's Annual Comprehensive Review Reports, which analyzed the District's valuation trends, population projects and property account verifications. Ms. Foss stated that MFS recently bought Mr. Welch's company, MIS, and MFS would like to continue preparation of the District's Annual Comprehensive Review Reports. Ms. Foss stated that such Agreement, if approved by the Board, would authorize MIS/MFS to prepare the next five (5) updates to the Annual Comprehensive Review Reports, beginning with the 2021 update, at a cost of \$11,070 per year.

Mr. Welch and Ms. Foss then presented to and reviewed with the Board a draft of the updated Annual Comprehensive Review Report for 2021, a copy of which can be found in the District's files. Mr. Welch explained the prior years' reports. Mr. Welch then answered various questions from the Board. After additional discussion, the Commissioners agreed to consider approval of the proposed Agreement with MIS/MFS at the December 20th Board meeting.

CONFIRM AUDITOR ENGAGEMENT FOR FISCAL YEAR ENDING ("FYE") DECEMBER 31, 2022 (THE "2022 AUDIT")

Mr. Ellis then presented to and reviewed with the Board the confirmation of the Auditor's engagement for preparation of the Audit, a copy of which is attached hereto. Mr. Ellis stated that the Board previously engaged McCall to prepare future annual audits and he is requesting confirmation of same for the 2022 Audit. Mr. Ellis noted that the fee for preparation of the FYE December 31, 2021 Audit was \$37,500 and estimated a fee not to exceed \$39,000 for preparation of the 2022 Audit. Mr. Ellis then answered questions from Commissioners Pinard and Dunlap. An extensive discussion ensued, after which the Commissioners agreed to table action on this matter until the December 20th Board meeting. Mr. Ellis agreed to meet with Commissioners Pinard and Dunlap as necessary prior to the December 20th Board meeting to review McCall's scope of work in connection with the District's 2022 Audit

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 has continued to coordinate with the District's Construction Committee and J.E. Dunn representatives in connection with completion of the Phase I Project. Mr. Martinez stated that pay application ("PA") No. 19 included both the final payment to J.E. Dunn for the Phase I Project as well as work for the Phase II redevelopment of the District Administration Property (the "Phase II Project"). Mr. Martinez stated he was unable to obtain a separate PA No. 19 for only the Phase I Project prior to the Board meeting. A discussion ensued.

STATUS OF CONSTRUCTION OF THE PHASE II PROJECT FROM J.E. DUNN AND TAKE NECESSARY ACTION ON SAME

Mr. Martinez next presented to and reviewed with the Board the design and construction status report and photographs of the Phase I and Phase II Projects, copies of which are attached hereto. An extensive discussion ensued regarding the monument sign(s) to be installed once Phases I and II are complete. Mr. Martinez agreed to present a proof of the proposed monument plaque(s) for the Board's review and approval.

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

Mr. Martinez then presented to and reviewed with the Board PA No. 19 from J.E. Dunn in the amount of \$1,834,094 for the Phase I and II Projects, a copy of which is attached hereto. Mr. Martinez explained that \$360,846 of PA No. 19 was attributable to the Phase I Project and was the final PA amount for the Phase I Project and \$1,473,248.00 of PA No. 19 was attributable to the Phase II Project.

Mr. Martinez next presented to and reviewed with the Board CO No. 19 in the deductive amount of \$100,304.76, all of which was attributable to the Phase II Project, a copy of which is attached hereto.

Mr. Barner reminded the Board that it previously engaged the District's Auditor to conduct the Phase I Audit after receipt of the District's final PA for same. Mr. Barner went on to explain that now that the final Phase I Project PA has been presented to the District, the District's auditor can proceed with preparation of the Phase I Audit. Mr. Barner noted that the Board would consider approval of payment of the Phase I portion of PA No. 19 after the Phase I Audit was accepted 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 accept MA's Report and authorize payment in the amount of \$1,473,248 for the Phase II portion of PA No. 19, subject to receipt of a revised PA for only the Phase II Project.

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 approve CO No. 19 in the deductive amount of \$100,304.76 in connection with the Phase II Project.

CEO REPORT

Mr. Chebra then reported on various service matters, including the status of the District's operations, ambulance fleet, communications, District staffing and hospital wall times during October 2022.

REVIEW COMPLIANCE, COMMUNITY OUTREACH AND COMMUNICATIONS, CLINICAL MATTERS AND OPERATIONS

Mr. Chebra next presented to and reviewed with the Board the monthly Operations Reports, copies of which are attached hereto.

Mr. Chebra then reported that Dr. Patrick was recently named Medical Director of the Year in the State of Texas and Mr. De La Rosa was named Medical Administrator of the Year in the State of Texas by Texas EMS.

Dr. Patrick then addressed a number of questions from Commissioners Dunlap and Williams regarding the District's response times, treatment of patients, the use of Life Flight and the use of whole blood products. An extensive discussion ensued.

Mr. Chebra stated that the District then-currently had 264 employees with a 1.84% average annual turnover rate.

Mr. Chebra then reviewed with the Board: 1) Information Technology ("IT") updates; 2) fleet updates; and 3) the community outreach report, copies of which are attached hereto. Mr. Chebra also reported that, to-date, the District's ambulance fleet had driven a total of 1,742,451 miles since September 2021.

Mr. Chebra reported that in the previous month, the District: 1) operated its ambulances with approximately three (3) lost unit hours; 2) received 5,040 calls, of which 3,186 resulted in transports to hospitals; and 3) maintained an overall response time compliance of 85% for the month of October.

Mr. Chebra next reported that he has been in communication with Memorial Hermann representatives in connection with the District's use of Life Flight. An extensive discussion ensued.

Mr. De La Rosa presented to and reviewed with the Board the District's Clinical Operations Report for October 2022, including patient treatments, statistics and related technology, a copy of which is attached hereto.

DISCUSS AND APPROVE EMPLOYEE BENEFITS CHANGES, AS NECESSARY (JANUARY 1, 2023 – DECEMBER 31, 2023) INCLUDING, THE EMPLOYEE ASSISTANCE PROGRAM ("EAP") AGREEMENT WITH EMPLOYEE SERVICES LLC D/B/A ESI EMPLOYEE ASSISTANCE GROUP ("ESI")

Mr. Chebra reminded the Board that at the last meeting, the Board approved the employee health insurance changes, including: 1) retaining the current Blue Cross Blue Shield of Texas ("BCBS") PPO plan with the \$1,000 per year deductible, but requiring each employee to contribute towards such plan; 2) adding a BCBS PPO plan with \$2,500 per year deductible; and 3) adding a Next Level Urgent Care ("Next Level") zero dollar (\$0) co-pay to all BCBS health plans for District employees, subject to receipt of confirmation from BCBS that the District would not be back-charged for any additional costs after an employee utilizes the Next Level zero dollar (\$0) co-pay.

Mr. Chebra then presented to and reviewed with the Board the EAP Agreement with ESI and an Addendum to same, copies of which are attached hereto. A discussion ensued regarding implementation of an EAP for first responders. Mr. Chebra stated that the annual fee for the EAP was \$6,169.80, which would be \$22.60 per employee per year. Mr. Barner stated that RBAP had reviewed the EAP Agreement and Addendum.

Upon motion by Commissioner Dalton, seconded by Commissioner Dunlap, after full discussion and the question being put to the Board, the Board voted unanimously to approve the EAP Agreement and Addendum and authorize execution of same by the District's CEO.

ADOPT RESOLUTION OF DISTRICT REGARDING COMPLIANCE WITH CHAPTER 175, TEXAS LOCAL GOVERNMENT CODE ("CH. 175"), AS PROVIDED BY TML MULTISTATE INTERGOVERNMENTAL EMPLOYEE BENEFITS POOL D/B/A TML HEALTH BENEFITS POOL; AND ESTABLISHING AN EFFECTIVE DATE FOR SUCH ACTION (THE "RESOLUTION")

Mr. Chebra then presented to and reviewed with the Board the Resolution. Mr. Chebra then explained that Ch. 175 provides that retirees from emergency services districts ("ESD") are entitled to purchase continued health benefits coverage from the ESD if certain conditions are met. A discussion ensued.

Upon motion by Commissioner Dalton, seconded by Commissioner Williams, after full discussion and the question being put to the Board, the Board voted unanimously to adopt the Resolution, a copy of which is attached hereto.

REVIEW MEDICAL DIRECTOR PROFESSIONAL SERVICES AGREEMENT ("MEDICAL DIRECTOR AGREEMENT") AND CEO'S PERFORMANCE REVIEW OF THE MEDICAL DIRECTOR AND TAKE ANY NECESSARY ACTIONS ON SAME

Mr. Chebra next reported on his recent performance review of Dr. Patrick and recommended that the Board let the Medical Director Profession Services Agreement renew for another year. Mr. Chebra stated that he provided RBAP with recommended 'Key Performance Indicators' to be added to the Medical Director Agreement. Mr. Barner noted that RBAP would prepare an Amendment to the Medical Director's Professional Service Agreement for consideration at the December 20th Board meeting.

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 authorize renewal of the Medical Director's Professional Service Agreement and authorize preparation of an Amendment to same.

REVIEW AND APPROVE FORM OF DATA USE AGREEMENT

Mr. Chebra next presented to and reviewed with the Board the proposed form of the Data Use Agreement for Limited Data Sets and the Addendum to same, copies of which are attached hereto. Mr. Barner stated that RBAP reviewed and provided comments on the proposed form of the Data Use Agreement. A discussion ensued.

Upon motion by Commissioner Dunlap, seconded by Commissioner Dalton, after full discussion and the question being put to the Board, the Board voted unanimously to approve the form of the Data Use Agreement for Limited Data Sets and Addendum to same and authorized the District's CEO to execute same as necessary.

REVIEW AND APPROVE AUTOMATIC AID ADDENDUM TO MUTUAL AID AGREEMENT WITH HARRIS COUNTY ESD NO. 8 ("ESD NO. 8") D/B/A NORTHWEST COMMUNITY HEALTH (THE "AUTOMATIC AID ADDENDUM")

Mr. Chebra next presented to and reviewed with the Board the proposed Automatic Aid Addendum, a copy of which is attached hereto. An extensive discussion then ensued regarding the District's current EMS response times in the portion of Creekside Park located within the District and ESD No. 8's response times in the portion of Creekside Park located within its boundaries. Mr. Chebra stated that such Automatic Aid Addendum allows for an 'Automatic Aid Response Area,' which is within ESD No. 8's service area, to be served by the District in an effort to improve the response times in that portion of the Creekside Park subdivision.

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 approve the Automatic Aid Addendum and authorize execution of same by the District's CEO.

DISCUSS INTERSECTION PREEMPTION CONTROLLER MATTERS AND TAKE ANY NECESSARY ACTIONS ON SAME

Mr. Chebra stated that he has nothing to report on at this time.

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 accept the CEO's Report.

CFO REPORT

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

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

Mr. Farmer then stated that he and staff were still evaluating the District's current billing software with LOGIS/VLI Tech and related processes.

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

Upon motion by Commissioner Dalton, seconded by Commissioner Dunlap, after full discussion and the question being put to the Board, the Board voted unanimously to approve: 1) payment of the bills as submitted, with the exception of the JINCO payment which would be considered separately; and 2) the Investment Report.

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

APPROVE PROPERTY, GENERAL LIABILITY AND WORKERS' COMPENSATION INSURANCE RENEWAL (EXPIRES 12/31/2022)

Mr. Farmer next reminded the Board that the District's Property and General Liability insurance coverage through VFIS and the District's Workers' Compensation insurance coverage with Texas Mutual Insurance Company ("TMI") through VFIS expire December 31, 2022. Mr. Farmer then presented to and reviewed with the Board the District's Property and General Liability insurance proposal/summary of coverages from VFIS and the District's Workers' Compensation insurance proposal from TMI, copies of which are attached hereto. Mr. Farmer stated he recommended additional coverage for cybersecurity liability. It was the consensus of the Board to defer consideration of the insurance proposal until Mr. Farmer obtained an updated proposal.

AMEND BUDGET FOR FYE DECEMBER 31, 2023

Mr. Farmer went on to review his recommended revisions to the budget for FYE December 31, 2023 (the "2023 Budget"). Mr. Farmer noted that he would present a proposed Amended 2023 Budget at the December 20th Board meeting.

AUTHORIZE RENEWAL OF COMMISSIONER PINARD'S OFFICIAL TREASURER'S BOND AND OATH

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 renewal of Commissioner Pinard's Treasurer's Bond and approve payment for same.

TAX ASSESSOR/COLLECTOR'S REPORT

Mr. Barner then reviewed with the Board the Tax Assessor/Collector's Report for October 2022, a copy of which is attached hereto.

ATTORNEY'S REPORT, INCLUDING:

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

Mr. Barner reported on recent and outstanding PIA requests received in the prior month.

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

There was nothing to report on this matter at this time.

AUTHORIZE COMMISSIONER ATTENDANCE AT SAFE-D ANNUAL CONFERENCE

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 authorize the Board's attendance at the SAFE-D Annual Conference to be held in Round Rock, Texas on February 2-4, 2023.

REVIEW VARIOUS DISTRICT PERSONNEL MATTERS

Mr. Chebra stated that he had some personnel matters to discuss with the Board in Executive Session.

Commissioner Plummer then stated that the Board would be going into Executive Session to deliberate personnel matters pursuant to Section 551.074, Texas Government Code.

All members of the Board present and Mr. Chebra convened into Executive Session at 6:59 p.m.

All other meeting attendees still present re-entered the meeting at 8:08 p.m. '

RECONVENE IN OPEN SESSION

Commissioner Plummer reconvened the meeting in open session at approximately 8:08 p.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 8:09 p.m.

PASSED, APPROVED AND ADOPTED this 20th day of December, 2022.



Secretary, Board of Commissioners

