

MINUTES OF MEETING OF THE
BOARD OF COMMISSIONERS

December 21, 2017

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 7111 Five Forks Drive, Spring, Texas 77379, a meeting place inside the boundaries of the District, on Thursday, December 21, 2017, at 9:00 a.m.; whereupon, the roll was called of the members of the Board, to-wit:

Tommy Ripley	President
Karen Plummer	Vice President
Fred Grundmeyer	Secretary
Robert Pinard	Treasurer
Josh Fetner	Asst. Treasurer

All members of the Board were present, thus constituting a quorum. Also attending the meeting were: Messrs. Barre Kelley, Josh Kelley and Ryan Duggar, with Boy Scout Troop No. 886; Ms. Marissa Norris of Myrtle Cruz, Inc. ("MCI"), bookkeeper for the District; Mr. Joseph Ellis of McCall Gibson Swedlund Barfoot PLLC ("McCall Gibson"), auditors for the District; Mr. David Isaak of Smyser Kaplan & Veselka, L.L.P.; Mr. Kerry Johnson of NRG Marketing Group ("NRG"), the District's website service provider; Ms. Robin S. Bobbitt, attorney, and Ms. Carla Christensen, paralegal, of Radcliffe Bobbitt Adams Polley PLLC ("RBAP"), attorneys for the District; In addition, the following representatives of Cypress Creek Emergency Medical Services (the "CCEMS") were in attendance at the meeting: Mr. Dave Billings, member of the Board of Directors of the CCEMS; Mr. Brad England, Executive Director of the CCEMS; and Mr. Norm Uhl, Public Information Officer for the 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.

After a 30-second moment of silence for prayer and reflection, the Board conducted the Pledge of Allegiance to the United States' Flag.

STATUS OF PROPOSED ADMINISTRATIVE AND OPERATIONAL POLICIES AND PROCEDURES OF THE BOARD AND TAKE NECESSARY ACTIONS ON SAME

Commissioner Pinard reminded the Board that he had previously presented a list of proposed policies and procedures that he had prepared for the District, which included the creation and implementation of a process for the Board to vet and review proposed projects and purchases of the Board. Commissioner Pinard then presented a brief oral description of the

proposed application form for completion by any person or entity that presents a proposed project or proposed acquisition/purchase for consideration by the Board. Further discussion ensued. Upon motion by Commissioner Pinard, seconded by Commissioner Fetner, after full discussion and the question being put to the Board, the Board voted unanimously to approve implementation of the proposed application form. Commissioner Pinard stated he would finalize the application form and coordinate with Mr. Johnson for posting of such form on the District's website.

APPROVAL OF THE MINUTES

The Board then considered approval of the minutes of the regular meeting of November 16, 2017 and the certified agenda for the regular meeting of November 16, 2017, previously distributed to the Board. Ms. Bobbitt then reminded the Board that while the Board had been previously provided copies of the certified agenda for their review and approval, such certified agenda is considered confidential information under the Texas Open Meetings Act (the "Act") and, therefore, should not be shared with anyone. Ms. Bobbitt noted, however, that the Act provides for court-ordered access of certified agendas under specific circumstances.

Upon motion by Commissioner Fetner, seconded by Commissioner Plummer, after full discussion and the question being put to the Board, the Board voted unanimously to approve the minutes of the regular meeting of November 16, 2017 and the certified agenda for the regular meeting of November 16, 2017, as presented.

APPROVE ENGAGEMENT OF AUDITOR FOR THE FISCAL YEAR ENDING (THE "FYE") DECEMBER 31, 2017

The Board then considered annual confirmation of the auditor's engagement for the FYE December 31, 2017, a copy of which is attached hereto. Mr. Ellis noted that the Board had previously engaged McCall Gibson, to prepare the District's annual audits for FYE December 31, 2016 and December 31, 2017 last year. Mr. Ellis next presented to the Board the confirmation engagement letter and noted a fee range of \$12,500 to \$14,000 for preparation of the audit for the FYE December 31, 2017. Mr. Ellis noted that the fee for preparation of the audit for the FYE December 31, 2016 was \$13,000. Upon motion by Commissioner Fetner, seconded by Commissioner Plummer, after full discussion and the question being put to the Board, the Board voted unanimously to confirm the engagement of McCall Gibson to prepare the District's audit for the FYE December 31, 2017.

PRESENTATION FROM CHIEF WINDISCH REGARDING PROPOSED INTERLOCAL AGREEMENT FOR THE DEVELOPMENT AND DEPLOYMENT OF A CAD TO CAD INTEROPERABILITY DISPATCH LINKING PLATFORM AND TAKE ANY NECESSARY ACTIONS ON SAME

Ms. Bobbitt next reminded the Board that they had previously discussed the proposed Interlocal Agreement in connection with the City of Tomball's plans to implement a CAD to CAD interoperability dispatch linking platform (the "CAD System") but that Chief Fred Windisch of the Ponderosa Fire Department contacted her and Commissioner Ripley about attending today's meeting to further review such matter with the Board. Ms. Bobbitt noted, however, that Chief Windisch had decided not to attend today's meeting since

the EMS User Advisory Board (the "EMS UAB") met to evaluate and discuss the proposed CAD System and related Interlocal Agreement and had agreed to re-evaluate and further modify the proposed CAD System Interlocal Agreement.

REVIEW AND TAKE ANY NECESSARY ACTIONS ON MONTHLY OPERATIONS AND FINANCIAL REPORT FROM CCEMS, INCLUDING CONSIDERATION OF MONTHLY OPERATIONS FUNDING REQUEST AND CAPITAL FUNDING REQUESTS

Commissioner Ripley then recognized Mr. England, who presented to and reviewed with the Board the Executive Director's Report, the monthly CCEMS Operations and Financial Reports, including the operations statistics for the month of November 2017 and the 2017 CCEMS budget comparison, copies of which are attached hereto. Mr. England went on to report that during the month of November there had been 2,261 transports, three (3) Life Flight transports, and that 29% of the calls made during the month were "no transports." Mr. England went on to report that during the month of November, the CCEMS had received 24 mutual aid assists and had provided 21 mutual aid assists outside of the CCEMS's boundaries.

Mr. England then reviewed with the Board the following CCEMS reports: 1) Blood Products Administration; 2) STEMI Report; 3) Stroke Report; and 4) Trauma Report. Copies of such reports are attached to the Executive Directors Report, and attached hereto.

Mr. England went on to report that the CCEMS Communications Center was recently named the "EMS Dispatch System of the Year" by the Texas Department of Health.

Mr. England next reported that, on behalf of CCEMS, the Houston-Galveston Area Council is in the process of soliciting proposals for the District's purchase of two (2) supervisor vehicles. Mr. England reminded the Board that the CCEMS had previously requested that the Board include a \$780,000 capital expenditure in the District's budget for the FYE December 31, 2018 for the purchase of such supervisor vehicles. Mr. England added that he will present the proposals at the January Board meeting. Ms. Bobbitt stated that such item would be added to the Board's January agenda.

Mr. England then presented to the Board the recent Judgement issued by the First Court of Appeals in connection with Wayne Dolcefino and Dolcefino Communications, LLC V. CCEMS, a copy of which is attached hereto.

Mr. England went on to report that on Thursday, January 11th, the Houston Northwest Chamber of Commerce will be honoring many of the Hurricane Harvey heroes at a luncheon.

Mr. England then stated that CCEMS is considering the scheduling of a "survivor" event.

Upon motion by Commissioner Plummer, seconded by Commissioner Fetner, after full discussion and the question being put to the Board, the Board voted unanimously to approve the CCEMS Operations and Financial Report and to approve the monthly CCEMS Operations payment in the amount of \$1,162,925 for the month of December.

APPROVAL OF REQUEST FROM CCEMS FOR PURCHASE OF TWO (2) SUPERVISOR VEHICLES AND TAKE NECESSARY ACTIONS ON SAME

Mr. England stated that the proposals in connection with the District's purchase of two (2) supervisor vehicles will be presented at the January meeting. The Board confirmed approval of such purchases.

Mr. Isaak entered the meeting at this time.

CONSIDER COMMISSIONER AND FORMER COMMISSIONER REQUESTS FOR REIMBURSEMENT OF DEFENSE COSTS AND ADOPTION OF REIMBURSEMENT RESOLUTION REGARDING SUCH REQUESTS

Ms. Bobbitt next reminded the Board that they had previously adopted the Resolution Adopting Policy Regarding Reimbursement of Private Defense Costs (the "Reimbursement Policy"). Ms. Bobbitt went on to explain that the Reimbursement Policy sets forth formal guidelines specifying the conditions under which the Board may elect to pay/reimburse a Commissioner for their personal attorney fees and expenses incurred to defend against a criminal or civil proceeding. Ms. Bobbitt further reminded the Board that, at the November Board meeting, they had adopted Resolutions Authorizing Reimbursement of Certain Defense Costs (the "Reimbursement Resolutions") for Commissioners Ripley and Pinard. Ms. Bobbitt noted that, subsequent to the November Board meeting, her office had prepared the written Reimbursement Resolutions to memorialize the Board's findings that the Commissioner's requests qualify for payment/reimbursement in accordance with the provisions of the Reimbursement Policy. Copies of the final Reimbursement Resolutions for Commissioners Ripley and Pinard are attached hereto.

Ms. Bobbitt then presented two (2) invoices submitted by former Commissioner Lynn LeBouef from Locke Lord LLP ("Locke Lord") totaling \$2,550 in connection with such firm's representation of him in connection with the recent federal grand jury subpoena that he had received.

Commissioners Ripley and Pinard then requested payment of two (2) invoices totaling \$2,460, collectively, to Hughes Arrell Kinchen LLP ("HAK") for such firm's representation of Commissioner Ripley and Pinard in connection with the federal grand jury subpoenas that they had received.

Upon motion by Commissioner Fetner, seconded by Commissioner Plummer, after full discussion and the question being put to the Board, the Board voted unanimously to authorize reimbursement to former Commissioner Lynn LeBouef for the payment of the Locke Lord invoices in connection with their representation of former Commissioner LeBouef. Ms. Bobbitt then noted that her office will contact Mr. LeBouef to determine if the check should be made payable to Mr. LeBouef or to Locke Lord.

Upon motion by Commissioner Fetner, seconded by Commissioner Plummer, after full discussion and the question being put to the Board, the Board voted three (3) votes in favor, with Directors Ripley and Pinard abstaining (in accordance with the provisions of the Reimbursement Policy) to authorize payment of the HAK invoices in connection with their ongoing representation of Commissioners Ripley and Pinard.

REVIEW AND TAKE ANY NECESSARY ACTIONS ON FINANCIAL MATTERS, INCLUDING FINANCIAL REPORT FROM DISTRICT TREASURER AND BOOKKEEPER

Ms. Norris then presented to and reviewed with the Board the Bookkeeper's Report, including the revenues and expenses of the District, the budget comparison, the adopted budget for the FYE December 31, 2018, the investment report and the checks being presented for payment at today's meeting, copies of which are attached hereto.

Ms. Norris next reported that during the prior month, the District had received \$1,059,091.71 in 2017 property tax revenue, \$11,292.25 in penalties and interest, \$81,500 in insurance claim revenue and \$614.50 in investment interest. Ms. Norris further reported that all such revenue had been deposited into the District's Compass Bank Operating Account.

In response to a question from Ms. Norris, the Board agreed that the Certificate of Deposit expiring on January 19th should be renewed at the best available interest rate.

A discussion then ensued regarding the following three (3) invoices received and presented for payment from: 1) RBAP for \$13,870.84 for November legal services and expenses; 2) Smyser Kaplan & Veselka, L.L.P. ("SKV") totaling \$5,478.02 for November services and expenses in connection with SKV's work on the District's response to a federal grand jury subpoena; and 3) Coveler & Peeler, P.C. ("Coveler") totaling \$10,324.50 in connection with Coveler's response to a federal grand jury subpoena that they had received. It was the consensus of the Board to further discuss such invoices later in the meeting.

Upon motion by Commissioner Plummer, seconded by Commissioner Fetner, after full discussion and the question being put to the Board, the Board voted unanimously to approve the Bookkeeper's Report and to authorize payment of the checks reflected therein with the exception of the invoices from RBAP, SKV and Coveler, which will be further discussed later in the meeting.

TAX ASSESSOR/COLLECTOR'S REPORT

Ms. Bobbitt then reviewed with the Board the monthly Tax Assessor/Collector's Report for the month of November, a copy of which is attached hereto. Ms. Bobbitt reported that 4.24% of the District's 2017 tax levy has been collected as of November 30, 2017 with \$17,045,180.87 remaining to be collected.

COMMISSIONER'S MONTHLY FACILITIES INSPECTION/TOUR REPORT

Commissioner Ripley next reported that he was unable to conduct any facility inspections after the November Board meeting and will not be conducting any facility inspections/tours after today's Board meeting.

STATUS OF DISTRICT CONSTRUCTION, REPAIR IMPROVEMENT, OR RENOVATION PROJECTS, AND TAKE ANY NECESSARY ACTIONS ON SAME

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

UPDATE ON E-VIEWS PREEMPTION SYSTEM DEVICES, INCLUDING STATUS OF INSURANCE CLAIM FOR DAMAGE TO VARIOUS SAFETY SYSTEM, INC., E-VIEWS DEVICES DURING HURRICANE HARVEY, STATUS OF REPAIR/REPLACEMENT OF DAMAGED E-VIEWS DEVICES AND TAKE ANY NECESSARY ACTIONS ON SAME

Commissioner Fetner then provided an update to the Board regarding the damaged E-Views devices and reminded the Board that they had previously authorized the submission of an insurance claim to VFIS, the District's insurance carrier, for damage to the District's E-Views devices due to Hurricane Harvey. Commissioner Fetner went on to report that such claim was filed with VFIS and that the District had previously received a check for a partial claim payment in the amount of \$81,500 for 11 of the E-Views devices that were substantially damaged during Hurricane Harvey. Commissioner Fetner went on to report that the District has received an additional check for the final insurance claim payment in the amount of \$20,000 for the damaged E-Views devices. Commissioner Fetner added that he is continuing to coordinate with Chief Jones, Mike Taylor and the other stakeholders to determine the ownership of the 11 damaged controller devices in order to distribute the appropriate pro-rata share of the insurance proceeds to the proper entities.

Commissioner Fetner went on to explain that as previously discussed, due to the continuing advancement of technology, the current E-Views devices will be obsolete in the near future and that Harris County (the "County") and likely the Texas Department of Transportation ("TxDot"), have decided to replace the intersection preemption controller devices for County and State roads with newer, more updated devices. Commissioner Fetner added that the stakeholders are in the process of reviewing various vendor options in connection with the necessary transition from the current E-Views devices to intersection preemption controller devices that will be compatible with the County's newer, more updated devices. Commissioner Fetner went on to state that the stakeholders are currently considering approval of a subscription-based system with three (3) different vendors for the replacement of E-View devices. Commissioner Fetner added that he will continue to provide updates to the Board on this matter.

REVIEW, DISCUSS AND TAKE ACTION ON MISCELLANEOUS MEDIA MATTERS, INCLUDING UPDATE BY NRG ON STATUS OF DISTRICT'S WEBSITE

Mr. Johnson next reported on the status of the re-design of the District's website, <http://www.esd11.com>. A discussion ensued regarding the "comment section" on the website. It was the consensus of the Board that comments submitted on the website would not be posted for public viewing and only be disseminated to the Commissioners and appropriate District consultants. Mr. Johnson stated that he will provide the Board and Ms. Bobbitt with a link to the proposed re-designed District website for review and comment prior to the Board's January meeting. Mr. Johnson added that he will also provide Ms. Bobbitt with a proposed Non-Disclosure Agreement for her review.

DISCUSS PROPOSED ESTABLISHMENT AND IMPLEMENTATION OF DISTRICT/BOARD GOALS FOR 2018 AND TAKE ANY NECESSARY ACTIONS ON SAME

No action was taken at this time.

AUTHORIZE COMMISSIONER ATTENDANCE AT SAFE-D ANNUAL CONFERENCE IN GALVESTON, TEXAS

Upon motion by Commissioner Plummer, seconded by Commissioner Fetner, 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 Galveston, Texas on February 22-24, 2018.

ATTORNEY'S REPORT

AUTHORIZE PUBLICATION OF NOTICE OF DISTRICT ADMINISTRATION OFFICE ADDRESS

Ms. Bobbitt next reported that, pursuant to Section 775.036(f) of the Texas Health and Safety Code, RBAP will schedule the annual publication of the District's administrative office location in the Houston Chronicle for publication by January 31, 2018. A draft copy of the Notice of Administration Office Location is attached hereto. Ms. Bobbitt recommended that the address of the District's Administration Office be revised to reflect RBAP's address rather than the CCEMS office address. Upon motion by Commissioner Plummer, seconded by Commissioner Grundmeyer after full discussion and the question being put to the Board, the Board voted unanimously to authorize the publication of the Notice of District Administration Office, with such address being that of the District's general counsel.

AUTHORIZE FILING OF ANNUAL REPORT WITH TEXAS DEPARTMENT OF AGRICULTURE (THE "TDA")

Upon motion by Commissioner Plummer, seconded by Commissioner Grundmeyer, after full discussion and the question being put to the Board, the Board voted unanimously to authorize RBAP to file the required Annual Report with the TDA.

Ms. Bobbitt next reported that, pursuant to Section 775.083 of the Texas Health and Safety Code, RBAP will file the District's Annual Report with the TDA by January 1, 2018.

APPROVE 2018 ANNUAL CALENDAR

Ms. Bobbitt then reviewed the proposed 2018 Annual Calendar with the Board, a copy of which is attached hereto. Upon motion by Commissioner Plummer, seconded by Commissioner Grundmeyer, after full discussion and the question being put to the Board, the Board voted unanimously to approve the 2018 Annual Calendar.

Ms. Bobbitt then stated that she had nothing further to report at this time.

ELECTION AGENDA

Ms. Bobbitt next explained that the 2018 Commissioner's Election will be held on Saturday, May 5, 2018 (the "Election"), and noted that the terms of office of Commissioners Grundmeyer and Fetner are expiring at such time.

Ms. Bobbitt then inquired whether the Board would be interested in having a Joint Election with other Emergency Services Districts ("ESDs") or would prefer to conduct its own Election. An extensive discussion ensued. In response to a question, Ms. Bobbitt stated that her office has been unable to locate the District's May 7, 2016 Joint Election Agreement and that Coveler has stated that they do not have a copy of such Joint Election Agreement. Ms. Bobbitt next explained the advantages as well as the disadvantages of the District hosting a Joint Election. Further discussion then ensued. It was the consensus of the Board that Ms. Bobbitt should contact the attorneys for the other ESDs that participated in the 2016 Joint Elections with the District.

Ms. Bobbitt next reported that based on her firm's review of the District's 2016 election files received from Coveler, the District had published the Notice of Deadline to File Applications for Place on the Ballot and the Notice of Election in the Houston Chronicle at a total cost of \$80,500. Ms. Bobbitt went on to explain that such notices are not required to be published under the provisions of the Texas Election Code and inquired whether the Board wanted such notices to be published for the upcoming Election. A brief discussion ensued. It was the consensus of the Board to consider publication of the Notice of Election in the Community Impact newspaper in the event that the District holds the Election.

Ms. Bobbitt added that the Board will be adopting the Order Calling Election at the February 15th meeting.

PUBLIC COMMENTS AND MISCELLANEOUS MATTERS

Commissioner Ripley then acknowledged the attendance of Messrs. Kelley and Duggar, who are attending the meeting in order to obtain their citizenship and communications badges.

There were no additional comments from the public at this time.

CONFIRM NEXT REGULAR MEETING DATE AND MEETING ADJOURNMENT

Ms. Bobbitt then reminded the Board that the next regular meeting is scheduled for Thursday, January 18, 2018, at 9:00 a.m.

All meeting attendees, with the exception of the Board members, Mr. Isaak, Ms. Bobbitt and Ms. Christensen, exited the meeting at this time.

CONVENE IN EXECUTIVE SESSION

Pursuant to the provisions of the Texas Open Meetings Act, Chapter 551, Texas Government Code, as amended, specifically Section 551.071(2), Commissioner Ripley convened the Board in Executive Session at 10:32 a.m., to consult with the District's attorney and discuss and deliberate on certain matters concerning attorney-client privilege. The persons present in the executive session were Commissioners Ripley, Pinard, Plummer, Grundmeyer and Fetner, Mr. Isaak, Ms. Bobbitt and Ms. Christensen.

The Board then discussed attorney-client privilege matters with Mr. Isaak and Ms. Bobbitt.

At the request of the Board, Ms. Bobbitt, Ms. Christensen and Mr. Isaak exited the Executive Session at 10:50 a.m.

RECONVENE IN OPEN SESSION

Commissioner Ripley then reconvened the meeting in open session at approximately 11:23 a.m.

Ms. Norris, Ms. Bobbitt, Ms. Christensen and Messrs. England and Isaak re-entered the meeting at this time.

Commissioner Ripley next informed Ms. Bobbitt that the Board has decided to look into obtaining proposals from court reporters/stenographers to perform various administrative services for the District, including: 1) preparation of monthly Board meeting minutes and meeting agendas; and 2) processing and posting of meeting agendas and related requests. Commissioner Ripley went on to express the Board's concerns with the District's monthly legal fees.

A brief discussion next ensued regarding the invoices recalled from Coveler, RBAP and SKV. Ms. Bobbitt noted that Mr. Peeler had originally intended to attend today's meeting to discuss the invoice with the Board but was unable to do so. Upon motion by Commissioner Plummer, seconded by Commissioner Pinard, after full discussion and the question being put to the Board, the Board voted unanimously to not pay the Coveler in the amount of \$10,324.50 in connection with Coveler's response to the federal grand jury subpoena. Ms. Bobbitt stated that she will inform Mr. John Peeler of the Board's decision.

Upon motion by Commissioner Fetner, seconded by Commissioner Grundmeyer, after full discussion and the question being put to the Board, the Board voted unanimously to authorize payment of the invoices received from RBAP and SKV.

There being no further business to come before the Board, the meeting was adjourned at approximately 11:42 a.m.

PASSED, APPROVED AND ADOPTED this 18th day of January, 2018.




Secretary, Board of Commissioners