

MINUTES OF MEETING OF THE
BOARD OF COMMISSIONERS

February 18, 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 emergency session, open to the public, via teleconference, pursuant to the Texas Governor's suspension of certain Texas Open Meetings Act (the "OMA") provisions due to COVID-19, on Thursday, February 18, 2021, at 10:00 a.m., pursuant to the notice of said meeting, posted in accordance with Chapter 551, Texas Government Code, 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, except Commissioner Grundmeyer, thus constituting a quorum. Also attending the meeting were: Mr. Douglas Hooten, Executive Director of the District; Ms. Chris Linn of Myrtle Cruz, Inc. ("MCI"), bookkeeper for the District; Ms. Regina D. Adams, Ms. Monica Garza and Ms. Sholeh Abedinzadeh, attorneys, and Ms. Carla Christensen, paralegal, of Radcliffe Bobbitt Adams Polley PLLC ("RBAP"), attorneys for the District; Mr. Brian Trachtenberg and Ms. Anna Phillips of Greathouse Holloway McFadden Trachtenberg, special counsel to the District; Mr. Zach Karrenbrock of 62 Digital, LLC ("62 Digital"), the District's website service provider and communications coordinator; Mr. Wren Nealy, Cypress Creek Emergency Medical Services ("CCEMS") Chief Executive Officer; and Mr. George Vie of Feldman & Feldman, P.C., attorney for CCEMS.

There were several other members of the public in attendance via conference call but were unable to be identified other than by telephone number.

The President, after finding that notice of the emergency meeting was posted as required by law and determining that a quorum of the Board was present, called the meeting to order and declared it open for such business as may regularly come before it. The Board meeting was recorded as required by the Texas Governor's declaration suspending certain provisions of the OMA.

PUBLIC COMMENTS

The President then opened the meeting to public comment. As no persons were present to provide public comments, the President directed the Board to proceed with the agenda.

REVIEW CCEMS JANUARY 2021 PAYMENT REQUEST AND TAKE NECESSARY ACTION ON SAME

An extensive discussion ensued regarding CCEMS' request for emergency payment of the submitted January 2021 invoice, a copy of which is attached. Ms. Adams noted that the total amount requested by CCEMS for January 2021 is \$1,777,037.00, which is based on the proposed CCEMS fiscal year ending 2021 budget provided to the District on February 16th which has not been fully reviewed or accepted by the District.

An extensive discussion ensued regarding the amount of funds that CCEMS was presently requesting from the District. Mr. Vie then stated that CCEMS is requesting payment by the District for: 1) base payroll in the amount of \$629,759 (which is payable to employees on February 24th); 2) disaster related payroll, due to Winter Storm Uri, in the amount of \$337,371; and 3) insurance in the amount of \$373,631. Further discussion ensued.

In response to requests from Mr. Trachtenberg and Commissioner Pinard, Mr. Vie stated that he does not know the amount of current funds in CCEMS' bank accounts. In response to a question from Commissioner Pinard, Mr. Vie stated that he is unsure if the CCEMS Board of Directors are aware that CCEMS requested the Board hold this emergency meeting nor if any of the CCEMS Board Directors know that CCEMS is unable to make payroll on February 24th without obtaining funding from the District. In response to another question from Commissioner Pinard, Mr. Nealy stated that CCEMS will request reimbursement from the Federal Emergency Management Agency for excess disaster-related funds expended by CCEMS during Winter Storm Uri.

Commissioner Pinard then inquired whether CCEMS can provide the Board with a bank statement showing the current balances of all of CCEMS' accounts. Mr. Vie stated that he can coordinate with Mr. Nealy and the CCEMS Controller to obtain such statement. Ms. Adams indicated that it would be beneficial if Mr. Vie could provide the account information to the Board before the end of the emergency meeting. After additional discussion, Commissioner Brost stated that, in light of the District's recent findings in phase one of the CCEMS financial examination prepared by Pannell Kerr Forster of Texas P.C., he is unwilling to accept CCEMS' claim that CCEMS needs immediate funding from the District without appropriate backup to support such claim.

Commissioner Plummer then stated that the Board would be going into Executive Session at this time to discuss matters of attorney-client privilege and pending or contemplated litigation pursuant to Sections 551.071, Texas Government Code regarding this agenda item.

All meeting attendees, with the exception of all members of the Board present, Ms. Adams, Ms. Garza, Ms. Abedinzadeh, Ms. Christensen, Mr. Trachtenberg, Ms. Phillips and Mr. Hooten exited the meeting at 10:43 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 10:44 a.m., to deliberate matters of attorney-client privilege. The persons present in the Executive Session at various times

Commissioners Plummer, Williams, Pinard, and Brost, Ms. Adams, Ms. Garza, Ms. Abedinzadeh, Ms. Christensen, Mr. Trachtenberg, Ms. Phillips and Mr. Hooten.

RECONVENE IN OPEN SESSION

All meeting attendees still present re-entered the meeting at 12:34 p.m.

Commissioner Plummer then reconvened the meeting in open session at approximately 12:35 p.m. at which time the following action was taken by the Board:

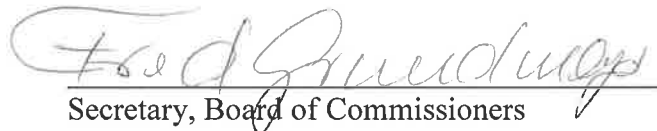
Upon motion by Commissioner Williams, seconded by Commissioner Brost, after full discussion and the question being put to the Board, the Board voted unanimously to authorize an emergency advance payment against an invoice not yet approved, under protest and duress, to CCEMS in the amount of \$1,000,000, via wire transfer and authorize MCI to utilize electronic signatures for the wire transfer.

Ms. Linn stated that the wire transfer would be sent the following morning.

There being no further business to come before the Board, the meeting was adjourned at 12:37 p.m.

PASSED, APPROVED AND ADOPTED this 18th day of March, 2021.




Secretary, Board of Commissioners