

MINUTES OF MEETING OF THE
BOARD OF COMMISSIONERS

January 20, 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 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 Thursday, January 20, 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
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; Dr. Casey Patrick, Medical Director; Mr. Xavier De La Rosa, Chief Clinical Officer; 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; Ms. Regina D. Adams (via teleconference), Ms. Monica Garza and Ms. Sholeh Abedinzadeh, attorneys, and Ms. Carla Christensen, paralegal, of Radcliffe Bobbitt Adams Polley PLLC ("RBAP"), general counsel for the District; Mr. Brian Trachtenberg and Ms. Anna Phillips of Greathouse Holloway McFadden Trachtenberg ("Greathouse"), special counsel to 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. Dave Billings, member of the Cypress Creek Emergency Medical Services ("CCEMS") Board of Directors, various members of the public and District employees. 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.

APPROVAL OF THE MINUTES

The Board considered approval of the minutes of the regular meeting of December 16, 2021. 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 the minutes of the regular meeting of December 16, 2021, as presented, and the certified agenda for same.

Commissioner Grundmeyer entered the meeting at this time.

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

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

APPROVE CONSTRUCTION PAY APPLICATIONS ("PA")/CHANGE ORDERS ("CO") 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 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. Mr. Martinez then reviewed with the Board the updated Phase I Project construction schedule, a copy of which is included in the status report. Mr. Martinez noted that he is coordinating the final inspection of the Phase I Project, which should occur within a couple of weeks. Mr. Martinez stated that the Phase I Project should be substantially complete soon after the final inspection and a temporary certificate of occupancy should then be issued.

Mr. Martinez next reminded the Board that the updated plans for Phase II of the redevelopment of the District administration property (the "Phase II Project") have been reviewed by District staff and the updated construction documents were resubmitted to Harris County (the "County") for permitting on October 20th. Mr. Martinez stated that the permits for Buildings B, E and A were approved by the County. Mr. Martinez reported that demolition on the Phase II Project has commenced.

Mr. Martinez went on to report that his office is in the process of reviewing options for a temporary emergency medical services ("EMS") station. Mr. Martinez explained that the estimated budget for the temporary EMS station includes the following options: 1) purchase of a 28 foot (28') by 61 foot (61') pre-manufactured unit at a cost of \$185,000 or lease of a 28 foot (28') by 61 foot (61') pre-manufactured unit at a cost of \$31,000 to set-up plus a \$1,200 per month; and 2) set-up, demolition of existing house, fire suppression, connection of utilities and installation for a cost of \$182,000.

Mr. Martinez next reviewed with the Board PA No. 9 from J.E. Dunn in the amount of \$1,228,882 in connection with the Phase I Project, a copy of which is attached hereto.

Mr. Martinez went on to present CO No. 15 in the additive amount of approximately \$373,786, a copy of which is attached hereto. Mr. Martinez stated that CO No. 15 includes the costs for necessary additions for the Building A restrooms, Building A condenser unit, Building A condensate drain line relocation and the relocation of the Building C overhead door. An extensive discussion ensued after which the Commissioners concurred to defer action on approval of PA No. 9 and CO No. 15, subject to further review of same.

Commissioner Williams requested that Mr. Martinez provide his report and any PAs and COs earlier than the evening before the Board meeting.

STATUS OF DESIGN OF AND GROSS MAXIMUM PRICE ("GMP") AMENDMENT FOR CONSTRUCTION OF PHASE II REDEVELOPMENT OF DISTRICT ADMINISTRATION PROPERTY ("PHASE II PROJECT") FROM J.E. DUNN AND TAKE NECESSARY ACTION ON SAME

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

Mr. Martinez went on to report that GMP bids were received by J.E. Dunn and he previously presented the proposed GMP budget for the Phase II Project. Mr. Martinez stated that the GMP components for the Phase II Project total \$10,513,980.00. Mr. Martinez stated that J.E. Dunn has submitted the GMP Contract Amendment for owner review and approval. Ms. Garza noted that her office has not yet received the GMP Amendment for review. An extensive discussion ensued.

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 Amendment No. 3 to the Construction Manager at Risk ("CMAR") Service Contract for the Phase II Project for the GMP of \$10,513,980.00, subject to receipt and final review of same by RBAP, and authorize the District's financial advisor to proceed with obtaining financing proposals in connection with the Phase II Project.

DISCUSS DESIGN OF PHASE III OF THE REDEVELOPMENT OF THE DISTRICT ADMINISTRATION PROPERTY (THE "PHASE III PROJECT")

Commissioner Brost then reported that the Construction Committee is coordinating with Martinez regarding the specifics for the Phase III Project. Commissioner Brost noted that they are considering construction of a dormitory and/or living quarters. Commissioner Pinard noted that the District should pursue other contractor options for the Phase III Project. A discussion ensued.

CEO REPORT

Mr. Snavely next recognized Ms. Lina Fischer, District Accounts Payable Specialist, as the District's employee of the month. The Board congratulated Ms. Fischer.

Mr. Chebra then recognized Mr. Charles Huffmeister, District Logistics Specialist, for all of his hard work and positive attitude.

Mr. Hooten then reported on various service matters, including the status of the District's ambulance fleet, communications, accreditation, District staffing and hospital wall times during December 2021. Mr. Hooten also reviewed with the Board anticipated challenges for the District over the next year, including supply chain, temporary facilities, and communications issues. A discussion ensued, after which Mr. Hooten answered questions from the Board.

APPROVE PROPERTY AND GENERAL LIABILITY INSURANCE RENEWAL (EXPIRED 12/31/2021)

Mr. Hooten next reminded the Board that the District's Property and General Liability insurance coverage through VFIS expired December 31, 2021 at which time the then-current coverage was extended until renewal proposals were available. Mr. Hooten then presented to and reviewed with the Board the District's Property and General Liability insurance proposal/summary of coverages from VFIS, copies of which are attached hereto. A discussion ensued after which Messrs. Hooten and Hastings answered questions from the Board. Upon motion by Commissioner Brost, seconded by Commissioner Pinard, after full discussion and the question being put to the Board, the Board voted unanimously to accept the proposal for the District's Property and General Liability insurance through VFIS for a term of January 1, 2022 through December 31, 2022 for a total annual premium amount of \$678,671.00.

REVIEW AND APPROVE LEASES AND/OR USE AGREEMENTS, AS NECESSARY

Mr. Hooten then presented to and reviewed with the Board a proposed Interlocal Use Agreement with Oakmont Public Utility District ("Oakmont PUD") in connection with the District's proposed use of the parking lot at the Auburn Lakes Recreation Center, owned by Oakmont PUD, to post a District ambulance. Ms. Garza stated that her office has reviewed the proposed Interlocal Use Agreement. A discussion ensued.

Upon motion by Commissioner Brost, seconded by Commissioner Pinard, after full discussion and the question being put to the Board, the Board voted unanimously to approve and authorize execution of the Interlocal Use Agreement with Oakmont PUD, a copy of which is attached hereto.

REVIEW AND APPROVE PURCHASE ORDERS, AS NECESSARY

Mr. Hooten stated that there were no purchase orders to present.

REVIEW PROPOSAL FOR EXECUTIVE LEVEL PERSONNEL STIPEND(S)

Mr. Hooten stated that he will present a recommended proposal for Executive Level personnel stipends in Executive Session.

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 currently has 280 employees with a 2.14% turnover rate.

Mr. Farmer then reviewed with the Board: 1) fleet incidents; 2) three (3) workers' compensation claims; 3) two (2) incidents which required first aid to be administered to District employees; and 4) one (1) clinical exposure. Mr. Farmer also reported that, to date, the District's fleet had driven a total of 500,369 miles.

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 attached hereto.

Ms. Conn stated that she continues to coordinate with the Texas Department of State Health Services ("DSHS"), respond to requests/subpoenas for patient care records and complaints filed with DSHS, if any, and review the District's standard operating procedures.

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 creation/design of new District website, which is anticipated to be complete by early April, the District's social media presence and ongoing District projects.

REVIEW AND APPROVE MASTER INTERGOVERNMENTAL COOPERATIVE PURCHASING AGREEMENT ("CO-OP PURCHASING AGREEMENT") WITH OMNIA PARTNERS ("OMNIA")

Mr. Hooten then presented to and reviewed with the Board the proposed CO-OP Purchasing Agreement with OMNIA. Ms. Garza stated that her office has reviewed the CO-OP Purchasing Agreement. A discussion ensued.

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 CO-OP Purchasing Agreement with OMNIA, a copy of which is attached hereto. .

REVIEW AND APPROVE FACILITIES SOLUTIONS AGREEMENT WITH CINTAS

Mr. Hooten then presented to and reviewed with the Board a proposal and Facilities Solutions Agreement from Cintas in connection with the purchase of uniforms and various products for the maintenance department, copies of which are attached hereto. Ms. Garza stated that her office has provided comments on the Facilities Solutions Agreement to Cintas. A discussion ensued.

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 Facilities Solutions Agreement with Cintas, a copy of which is attached hereto.

CHIEF CLINICAL OFFICER/OFFICE OF THE MEDICAL DIRECTOR REPORT

Mr. De La Rosa and Dr. Patrick next presented to and reviewed with the Board the District's Clinical Operations Report for the month of December, including response times, patient treatments and related technology, a copy of which is attached hereto.

Mr. De La Rosa reported that the District has completed the first (1st) of its continuing education series and issued 1,871 hours of continuing education credits to District staff and 420 hours of continuing education credits to the District's first responder partners since September 1st.

COO REPORT

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

Mr. Chebra noted that the District's Operations Manager recently resigned and he is in the process of finding a replacement.

Mr. Chebra reported that in the previous month, the District: 1) operated its ambulances at 14,973 unit hours (with 921 lost unit hours); 2) responded to 5,503 calls, which resulted in approximately 3,111 transports to hospitals; and 3) provided mutual aid 30 times and requested mutual aid 20 times. Mr. Chebra noted that the average wall time during the month was approximately 30 minutes. A discussion ensued.

CFO REPORT

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

AMEND BUDGET FOR FISCAL YEAR ENDING DECEMBER 31, 2022 ("2022 BUDGET")

RATIFY APPROVAL OF AMENDED CHARGE MASTER

Mr. Snavelly noted that, at the December 16th meeting, the Board approved the amended Charge Master for the District, with rates effective January 1, 2022, but such item was not on the

agenda. Therefore, Ms. Garza recommended that the Board ratify the action taken at the December 16th in connection with approval of the amended Charge Master for the District.

Mr. Snavelly then presented to and reviewed with the Board a summary of activity, a budget comparison, 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 has a conflict of interest in connection with the Jinco, Inc. invoice(s) and payment of same and would be abstaining from any discussion or action on such matter.

Mr. Snavelly went on to review with the Board a proposed amended 2022 Budget, a copy of which is attached to the CFO's Report. A discussion ensued.

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 Report, as discussed; and 2) authorize payment of the bills as submitted, with the exception of the Jinco, Inc. payment, any Dailey-Wells invoices and Phase I Project construction invoices, which would be considered separately; 3) to adopt the amended 2022 Budget, as discussed; and 4) to ratify actions previously taken to approve the amended Charge Master for the District, with rates effective January 1, 2022.

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.

A discussion ensued regarding payment of the Dailey-Wells invoices. Mr. Hooten stated that Dailey-Wells has resolved the outstanding communications issues. 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 payment of the Dailey-Wells invoices related to the District's Communications Center ("Comm Center") hardware, subject to receipt of a detailed breakdown of the Comm Center hardware/equipment and the anticipated installation costs of same.

REVIEW AND APPROVE CONFIRMATION OF THE BANK OF NEW YORK MELLON ("BNY") TREASURY SERVICES TERMS AND CONDITIONS FOR WAYSTAR HEALTH AND MED-PAY INC. CLIENTS

Mr. Snavelly next presented to and reviewed with the Board the Confirmation of the BNY Treasury Services Terms and Conditions for Waystar Health and Med-Pay Inc. Clients, a copy of which is attached hereto. Ms. Garza stated that her office has reviewed such terms and conditions and has requested a Depository Pledge Agreement ("DPA") from BNY for review and Board approval.

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 the Confirmation of BNY Treasury Services Terms and Conditions for Waystar Health and Med-Pay

Inc. Clients and the DPA with BNY, subject to receipt and RBAP's review of the DPA.

Ms. Garza then stated that her office received a check to the District from Harris County Municipal Utility District No. 26 ("MUD 26") in the amount of \$2,592.55, which she believes is for a voluntary donation line item that may be included on the MUD 26 monthly water bills. An extensive discussion ensued. In response to a question, Mr. Snavely stated that he maintains voluntary donation funds from water districts in a separate account.

Commissioner Pinard exited the meeting at this time.

TAX ASSESSOR/COLLECTOR'S REPORT, INCLUDING ADOPT RESOLUTION AUTHORIZING IMPOSITION OF A 20% PENALTY FOR COLLECTION COSTS ON DELINQUENT TAXES FOR TAX YEAR 2021 AND SUBSEQUENT YEARS

Ms. Garza presented to and reviewed with the Board the Tax Assessor/Collector's Report for December 2021, a copy of which is attached hereto.

Commissioner Pinard re-entered the meeting at this time.

Ms. Garza then explained that the District may levy an additional 20% penalty on 2021 property taxes after various delinquency dates to help defray the costs of collection, if the Board has entered into an agreement with an attorney for the collection of delinquent taxes and if adequate notice of such penalty is provided to property owners.

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 adopt the Resolution Authorizing the 20% Penalty for Collection Costs on Delinquent 2021 Taxes, a copy of which is attached hereto.

ATTORNEY'S REPORT, INCLUDING:

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

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

Commissioner Brost then stated that he believes what CCEMS is doing is wrong and that the District will pursue every avenue and option to ensure that the District can recoup any and all assets and money owed by CCEMS to the District. Mr. Trachtenberg then noted that he was informed that the CCEMS "aviation" program is no longer in service and CCEMS is currently operating as a ground transport company only.

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

Ms. Garza stated that she has no updates on PIA requests at this time.

Mr. Trachtenberg stated that he has no updates on the *District vs. Ken Paxton* matter at this time.

STATUS OF *FREEPOINT ENERGY SOLUTIONS, LLC ("FREEPOINT") VS. CONTINENTAL ALLOYS AND SERVICES, INC. ("CONTINENTAL"), ET AL* (THE "FREEPOINT LITIGATION"), AUTHORIZE ENGAGEMENT OF SPECIAL COUNSEL AND TAKE ANY OTHER NECESSARY ACTIONS ON SAME.

Ms. Garza stated that she and Ms. Adams will provide a report on the Freepoint Litigation in Executive Session.

ELECTION AGENDA, INCLUDING REVIEW AND DISCUSS LOCATING POLLING PLACES AND ELECTION OFFICIALS FOR MAY 7, 2022 COMMISSIONERS ELECTION

Ms. Garza reminded the Board that the 2022 Commissioners Election will be held on Saturday, May 7, 2022 (the "Election"), and the terms of office of Commissioners Grundmeyer and Brost are expiring at such time. Ms. Garza added that the first day which candidate applications may be accepted was January 19, 2022, and that the application filing deadline is 5:00 p.m. on Friday, February 18, 2022.

Ms. Garza went on to briefly explain the Election process. A brief discussion ensued regarding possible polling locations and potential election officials should the Election be contested.

Ms. Garza stated that the Board will need to consider whether the District would like to offer Early Voting on Saturdays. It was the consensus of the Board to offer Early Voting on Saturdays as the District has historically done. Ms. Garza then reviewed recent legislative changes that will increase the costs for the District to conduct its Election such as longer Early Voting hours and the hiring of a peace officer for the convening of the signature verification committee.

Ms. Garza went on to explain that RBAP is in the process of reviewing potential polling locations and continues to reach out to prospective election officials. An extensive discussion ensued.

STATUS OF THE CCEMS LITIGATION AND RELATED MATTERS

STATUS OF THE FREEPOINT LITIGATION AND RELATED MATTERS

REVIEW PROPOSAL FOR EXECUTIVE LEVEL PERSONNEL STIPEND(S)

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 litigation as

they relate to the CCEMS Litigation and the Freeport Litigation, pursuant to Section 551.071, Texas Government Code and personnel matters pursuant to Section 551.074, Texas Government Code.

All members of the Board present, Ms. Garza, Ms. Adams, Ms. Abedinzadeh, Ms. Christensen, Mr. Trachtenberg, Ms. Phillips and Mr. Hooten convened into Executive Session at 11:14 a.m.

Commissioner Grundmeyer briefly exited Executive Session at 12:36 p.m. and re-entered Executive Session at 12:39 p.m.

Ms. Adams, Ms. Garza, Ms. Abedinzadeh, Ms. Christensen, Mr. Trachtenberg and Ms. Phillips exited Executive Session at 12:40 p.m.

Mr. Hooten exited Executive Session at 12:50 p.m. and re-entered Executive Session at 1:00 p.m.

Ms. Garza, Ms. Abedinzadeh and Ms. Christensen and all other meeting attendees still present re-entered the meeting at 1:25 p.m.

RECONVENE IN OPEN SESSION

Commissioner Plummer reconvened the meeting in open session at approximately 1:30 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 Mr. Hooten to proceed with administering performance stipends for executive level personnel, as discussed.

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 engage Greathouse as the District's special counsel in connection with the Freeport Litigation and authorize the District's special counsel to proceed as discussed during Executive Session.

There being no further business to come before the Board, the meeting was adjourned at 1:32 p.m.

PASSED, APPROVED AND ADOPTED this 10th day of February, 2022.




Secretary, Board of Commissioners