

MINUTES OF MEETING OF THE
BOARD OF COMMISSIONERS

May 6, 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 special 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 6, 2021, 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, except Commissioner Pinard, thus constituting a quorum. Also attending the meeting were: the following District employees: Mr. Douglas Hooten, Executive Director; Mr. James Chebra, Chief Operations Officer; Mr. Rob Farmer, Chief Administrative Officer; Mr. Dave Snavely, Chief Financial Officer; Ms. Shirley Ware, Executive Assistant; and Mr. Xavier De La Rosa, Chief Clinical Officer. District consultants in attendance were: Ms. Chris Linn of Myrtle Cruz, Inc. ("MCI"), bookkeeper for the District; Mr. John Howell of The GMS Group, LLC ("GMS"), financial advisor for the District; Ms. Regina D. Adams, Ms. Monica Garza and Ms. Sholeh Abedinzadeh (via teleconference), 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; and Mr. Zach Karrenbrock of 62 Digital, LLC ("62 Digital"), the District's website service provider and communications coordinator. Also in attendance were: Mr. Wren Nealy, Cypress Creek Emergency Medical Services ("CCEMS") Chief Executive Officer; and Mr. George Vie of Feldman & Feldman, P.C., attorney for CCEMS. A copy of the sign-in sheets are attached hereto.

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

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.

REVIEW AND APPROVE PURCHASE ORDERS AND VENDOR ACCOUNT AGREEMENTS FOR VEHICLES, SERVICES, SUPPLIES, FURNITURE, FIXTURES AND EQUIPMENT FOR THE DISTRICT, AS NECESSARY, INCLUDING:

SERVICE CONTRACT WITH JINCO, INC. ("JINCO") FOR LANDSCAPING MAINTENANCE SERVICES

Commissioner Plummer stated that she has a conflict of interest in connection with the Jinco Service Contract and would be abstaining from any discussion or action taken on such matter.

Mr. Hooten next reported that the District solicited proposals for the landscaping maintenance services for the District's facilities. Mr. Hooten then presented to and reviewed with the Board the purchase order and proposed Service Contract with Jinco for landscaping and maintenance services for the District's facilities, a copy of which is attached hereto. Mr. Hooten reported that the Service Contract with Jinco provides for various landscaping, lawn and maintenance services at the District's Administration property for an annual cost of \$49,400, which would be paid monthly. A discussion ensued.

Upon motion by Commissioner Grundmeyer, seconded by Commissioner Brost, after full discussion and the question being put to the Board, the Board voted three (3) votes in favor and one (1) abstention by Commissioner Plummer, to approve the purchase order for, accept the proposal from and approve the Service Contract with Jinco for the landscaping and maintenance of the District's facilities.

RADIO/COMMUNICATIONS INFRASTRUCTURE AGREEMENT WITH DAILEY-WELLS AND RELATED INTERLOCAL AGREEMENT WITH MONTGOMERY COUNTY HOSPITAL DISTRICT ("MCHD")

Mr. Hooten next reminded the Board that it previously approved the purchase order and proposal from Dailey-Wells for the purchase of mobile radio and communications system infrastructure for a cost of \$1,718,132.71. Mr. Hooten stated that the District has not yet received the proposed Service Agreement from Dailey-Wells or the proposed Interlocal Agreement with MCHD.

Mr. Trachtenberg entered the meeting at this time.

FINANCIAL REPORT FROM DISTRICT BOOKKEEPER AND TREASURER, INCLUDING APPROVE PAYMENT OF BILLS AND ISSUANCE OF CHECKS, AMEND DISTRICT BUDGET FOR FISCAL YEAR ENDING ("FYE") DECEMBER 31, 2021 (THE "BUDGET") AND REVIEW DISTRICT BOOKKEEPING SERVICES AGREEMENT WITH MCI AND TAKE ANY NECESSARY ACTIONS ON SAME

Ms. Linn then presented to and reviewed with the Board the Bookkeeper's Report and the proposed Budget, copies of which are attached hereto.

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 Bookkeeper's Report; 2) authorize payment of the bills, as submitted; 3) adopt the Budget, as discussed.

After a brief discussion regarding the current duties of MCI under the Bookkeeping Services Agreement, it was the consensus of the Board to defer any action on this matter.

ADOPT DISTRICT SOCIAL MEDIA POLICY

Ms. Adams then presented to and reviewed with the Board a draft proposed District Social Media Policy, a copy of which is attached hereto. A discussion ensued.

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 adopt the Social Media Policy, as presented.

EXECUTIVE DIRECTOR'S AND DISTRICT ADMINISTRATION REPORT, INCLUDING STATUS OF HIRING FOR VARIOUS OPEN EMPLOYMENT POSITIONS

Mr. Hooten then reported that he and the District's Command Staff continue to conduct interviews for middle-management and other various staff positions. Mr. Hooten went on to report that the District received more than 1,400 applications, for 13 open employment positions, since the ADP portal went live. Mr. Hooten went on to report that the District's recent virtual job fair was a success.

Mr. Hooten next reported that a few of the Command Staff are scheduled to inspect the new ambulances this weekend. Mr. Hooten noted that the first (1st) delivery of ambulances is anticipated to occur in approximately two (2) to three (3) weeks.

STATUS OF FIRST RESPONDER ORGANIZATION ("FRO") AND PROVIDER AGREEMENT FOR USE WITH OVERLAPPING FROS

Mr. Hooten next reported that the form FRO and Provider Agreement has been provided to FROs for review and comments and he continues to meet with FRO representatives regarding same.

REVIEW AND APPROVE CONFIDENTIALITY AGREEMENT WITH MEDICAL DEVELOPMENTS INTERNATIONAL LIMITED ("MDI")

Ms. Adams then reported that her office has reviewed the proposed Confidentiality Agreement between MDI and the District. Mr. De La Rosa reported that such Confidentiality Agreement relates to Dr. Casey Patrick's research on the District's potential use of Pentrox. 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 Confidentiality Agreement by the District's Medical Director.

STATUS OF SECOND PHASE OF SPECIAL DISTRICT EXAMINATION BY PANNELL KERR FORSTER OF TEXAS, P.C. ("PKF"), RELATED TO: A) RECONCILIATION OF DISTRICT FUNDING VS. CCEMS EXPENDITURES; B) PHYSICAL INVENTORY OF DISTRICT AND CCEMS ASSETS; AND C) CONCLUSIONS FROM HSSK, LLC REPORT (THE "PKF REPORT")

Mr. Trachtenberg next reported that the second (2nd) phase of the PKF Report entails a more in-depth review of additional CCEMS financial documents and Koronis billing records to further identify discrepancies and quantify the related amounts of over and/or under payments by the District to CCEMS. Mr. Trachtenberg went on to state that PKF has made regular requests to CCEMS, through correspondence to Mr. Vie, for access to additional financial records. Mr. Trachtenberg reported that CCEMS has uploaded some responsive information, but PKF has been awaiting receipt of the balance of requested information as well as clarification of some of the responsive information. Mr. Trachtenberg reported that PKF recently provided Mr. Vie with another list of all the outstanding, previously requested information. Mr. Trachtenberg stated that he is extremely close to reporting to the Board that CCEMS is no longer cooperating with PKF's inspection of CCEMS' financial records and physical inventory.

ATTORNEY'S REPORT, INCLUDING:

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

Ms. Adams reported that no PIA requests had been received since the April 29th Board meeting.

REVIEW AND ACCEPT FINANCING PROPOSAL FOR FINANCING OF CHASSIS AND AMBULANCE BUILD OUT (THE "AMBULANCES") AND TAKE NECESSARY ACTIONS ON SAME, INCLUDING:

APPROVE AND AUTHORIZE EXECUTION OF PLACEMENT AGENT AGREEMENT WITH HUNTINGTON SECURITIES ("HUNTINGTON")

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 approve and authorize execution of the Placement Agent Agreement with Huntington, a copy of which is attached hereto.

Mr. Howell entered the meeting at this time.

Mr. Howell then presented to and reviewed with the Board the proposed Term Sheet for the Ambulance loan and a summary of the financing proposals submitted, copies of which are attached hereto. A discussion ensued. Mr. Howell stated that the two (2) best proposal options were submitted by Regions Capital Advantage, Inc. ("Regions"). 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 accept the Ambulance financing proposal from Regions (Option B - 1.36%).

STATUS OF SECOND PHASE OF SPECIAL DISTRICT EXAMINATION BY PKF RELATED TO THE PKF REPORT

REVIEW STATUS OF PIA REQUESTS AND *DISTRICT VS. KEN PAXTON*

REVIEW MATTERS RELATED TO THE SERVICE AGREEMENT WITH CCEMS, INCLUDING STATUS OF *CCEMS V. THE DISTRICT, ET AL.* (THE "CCEMS LITIGATION") AND TAKE ANY NECESSARY ACTION ON SAME

Commissioner Plummer then stated that the Board would be going into Executive Session to discuss matters of attorney-client privilege and pending litigation pursuant to Section 551.071, Texas Government Code regarding these agenda items.

All meeting attendees, with the exception of all members of the Board present, Ms. Adams, Ms. Garza, Ms. Abedinzadeh (via teleconference), Ms. Christensen, Mr. Trachtenberg, Ms. Phillips and Mr. Hooten exited the meeting at 9:35 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 litigation, Commissioner Plummer convened the Board in Executive Session at 9:43 a.m. The persons present in the Executive Session at various times were Commissioners Plummer, Grundmeyer, Williams and Brost, Ms. Adams, Ms. Garza, Ms. Abedinzadeh (via teleconference), Ms. Christensen, Mr. Trachtenberg, Ms. Phillips and Mr. Hooten.

RECONVENE IN OPEN SESSION

All meeting attendees still present re-entered the meeting at 10:51 a.m.

Commissioner Plummer then reconvened the meeting in open session at approximately 10:53 a.m. at which time no action was taken on the matters discussed in Executive Session.

APPROVE LOAN RESOLUTION FOR FINANCING AMBULANCES

Upon motion by Commissioner Williams, seconded by Commissioner Williams, after full discussion and the question being put to the Board, the Board voted unanimously to adopt the Loan Resolution for financing the Ambulances.

AUTHORIZE BOARD PRESIDENT OR VICE PRESIDENT AND SECRETARY OR ASSISTANT SECRETARY TO EXECUTE THE AMBULANCE FINANCING DOCUMENTS

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 execution of the Ambulance financing documents as described.

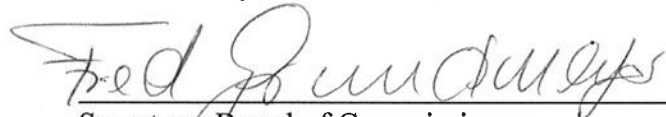
AUTHORIZE GENERAL COUNSEL AND FINANCIAL ADVISOR TO TAKE ANY OTHER NECESSARY ACTIONS TO CLOSE THE AMBULANCES FINANCING

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 the District's legal counsel and financial advisor to take any necessary actions on behalf of the District regarding the remainder of the Ambulance loan financing and closing matters for same, as discussed.

There being no further business to come before the Board, the meeting was adjourned at 10:54 a.m.

PASSED, APPROVED AND ADOPTED this 24th day of June 2021.




Secretary, Board of Commissioners