

MINUTES OF MEETING OF THE
BOARD OF COMMISSIONERS

April 21, 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 the District's Administration Building, 18334 Stuebner Airline Road, Spring, Texas 77379, a meeting place inside the boundaries of the District, on Thursday, April 21, 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 Snavely, 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; Mr. Jerry Thomas, Community Engagement Manager; Ms. Dan Wang, Controller; and Messrs. Joel Ocasio and Kevin Nutt. District consultants in attendance were: Mr. Joseph Ellis of McCall Gibson Swedlund Barfoot PLLC ("McCall Gibson"), auditor for the District; Mr. Ricardo Martinez of Martinez Architects ("MA"); Mr. Bill Morris of Architectural Field Services; Mr. Rene Aviles of J.E. Dunn Construction Co. ("J.E. Dunn"); Ms. Regina D. Adams, attorney, 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, PLLC ("Greathouse"), special counsel to the District; and Mr. Grant McAnelley of 62 Digital, LLC ("62 Digital"), the District's communications coordinator. Also in attendance were Ms. Miranda Sevcik, and Messrs. Larry Lipton and Tim Dalton, members of the public. 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 March 17, 2022 and the special meetings of March 3, 2022 and March 29, 2022. 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 minutes of the regular meeting of March 17, 2022 and the special meetings of March 3, 2022 and March 29, 2022, as presented, and the certified agendas for same.

REVIEW AND APPROVE ANNUAL AUDIT REPORT FOR FISCAL YEAR ENDED ("FYE") DECEMBER 31, 2021 (THE "AUDIT") AND AUTHORIZE NECESSARY FILINGS OF SAME

Mr. Ellis next reviewed with the Board the District's draft Audit and management letter in detail, copies of which are attached hereto. Mr. Ellis explained that McCall Gibson has given the District an unqualified audit opinion. Mr. Ellis then briefly reviewed other information reflected in the Audit and responded to various questions from the Board. A discussion ensued after which the Commissioners agreed to consider formal approval of the Audit at the May 19th Board meeting.

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

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

Mr. Martinez reported that MA continues to coordinate with the District's Construction Committee and J.E. Dunn representatives in connection with completion of construction on 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 stated that MA coordinated the re-inspections of the Phase I construction, which occurred on April 20th, and J.E. Dunn was addressing the punch list items and taking the necessary corrective actions. Mr. Martinez went on to report that MA inspected the Phase I Project Buildings A, C and D. A discussion ensued.

STATUS OF CONSTRUCTION OF THE PHASE II REDEVELOPMENT OF THE DISTRICT ADMINISTRATION PROPERTY (THE "PHASE II PROJECT") FROM J.E. DUNN AND TAKE NECESSARY ACTION ON SAME

Mr. Martinez then reported that design continued for the Phase II Project and MA was reviewing existing conditions and coordinating with J.E. Dunn regarding alternate designs. Mr. Martinez stated that he has received and is reviewing the shop drawings for the ambulance wash bay. Mr. Martinez next updated the Board on the construction schedule for the Phase II Project.

Mr. Martinez next reported that MA provided the programming and schematic design for review in connection with the Phase III redevelopment of the District Administration property.

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

The Board then reviewed PA No. 12 from J.E. Dunn in the amount of \$1,823,526.00, of which \$1,705,524.00 is for the Phase I Project and \$118,002.00 is for the Phase II Project, a copy of which is attached hereto. Mr. Martinez stated that there would be at least one (1) more PA for the Phase I Project. Commissioner Brost requested to table action on PA No. 12 until the Board had sufficient time to review same.

The Board next reviewed CO No. 17 in the deductive amount of \$360,784.00, a copy of which is attached hereto. Mr. Martinez stated CO No. 17 was for a credit in connection with J.E. Dunn's reimbursement to the District for the District's lease of the Kreinhop Road property during the Phase I Project construction.

Ms. Adams reminded the Board that it previously authorized the engagement of the Auditor to conduct the Phase I Audit after receipt of the District's final PA in connection with the Phase I Project. The Commissioners agreed that the Construction Committee should coordinate with MA's inspector regarding the outstanding items related to the Phase I Project completion, including the punch list items.

Mr. Martinez then reminded the Board that MA previously engaged Mr. Morris of Architectural Field Services to perform weekly inspections for milestones and specific construction activities at the beginning of construction of the Phase I Project. Mr. Martinez went on to explain the inspection process and re-introduced Mr. Morris, who answered questions from the Board.

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 accept the MA Report and approve CO No. 17 in connection with the Phase I and Phase II Projects.

STATUS OF CLOSING OF LOAN FOR PHASE II PROJECT

Ms. Adams reported that the Phase II Project loan successfully closed on March 31st.

CEO REPORT

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

Mr. Ellis exited the meeting at this time.

An extensive discussion ensued regarding the installation of the communications tower and the District's dispatch center/communication system.

REVIEW AND APPROVE ENGAGEMENT AGREEMENT WITH LITTLER MENDELSON, P.C. ("LITTLER"), REGARDING EMPLOYMENT TAX LEGAL MATTERS

Mr. Hooten requested that the Board engage the services of an experienced employment law firm, Littler, in an effort to assist with resolving certain District employment/retirement plan tax-related matters. The Board then reviewed the proposed Engagement Agreement with Littler and necessary Addendum to same. A discussion ensued.

Upon motion by Commissioner Williams, seconded by Commissioner Grundmeyer, after full discussion and the question being put to the Board, the Board voted unanimously to authorize the engagement of Littler and authorize execution of the Engagement Agreement and Addendum for same, copies of which are attached hereto.

DISCUSS BOARD RETREAT, INCLUDING APPROVE LONE STAR COLLEGE-UNIVERSITY PARK MASTER FACILITY USE AGREEMENT ("LONE STAR FACILITY USE AGREEMENT")

Mr. Hooten next presented to and reviewed with the Board the proposed Lone Star Facility Use Agreement in connection with the June 16th Board retreat. Ms. Adams noted that her office has reviewed and commented on the proposed Lone Star Facility Use Agreement.

Upon motion by Commissioner Grundmeyer, seconded by Commissioner Brost, after full discussion and the question being put to the Board, the Board voted unanimously to approve the Lone Star Facility Use Agreement, a copy of which is attached hereto.

REVIEW AND APPROVE MUNICIPAL SOLID WASTE SERVICE AGREEMENT ("SERVICE AGREEMENT") WITH WASTE MANAGEMENT OF TEXAS, INC. ("WM") FOR LOGISTICS AND FLEET BUILDINGS

Mr. Hooten then presented to and reviewed with the Board a proposal from WM for garbage collection services. Ms. Adams noted that her office has reviewed and commented on the proposed Service Agreement with WM and prepared the necessary Addendum to same. Mr. Hooten stated that the proposed cost for garbage collection services at the District logistics and fleet buildings would be \$274.49 per month. In response to a question from Commissioner Pinard, Mr. Hooten stated that he would review all invoices received from WM to verify expenses.

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 the Service Agreement with WM and the related Addendum to same, copies of which are attached hereto.

REVIEW AND APPROVE IT SERVICES AGREEMENT ("IT AGREEMENT") WITH OPTIMUM COMPUTER SOLUTIONS, INC. ("OCS") FOR MANAGED IT SERVICES

Mr. Hooten next reminded the Board that it previously accepted the proposal from OCS for Managed IT Services for an annual cost of approximately \$222,000.00 (\$18,500/month). Mr. Hooten then presented to and reviewed with the Board the proposed IT Agreement with OCS,

a copy of which is attached hereto. Ms. Adams noted that her office reviewed and commented on the proposed IT Agreement with OCS and prepared the necessary Addendum to same.

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 the IT Agreement with OCS and the related Addendum to same, subject to RBAP's final legal review of same.

REVIEW PROPOSAL FROM CUMMINS SALES AND SERVICE ("CUMMINS") FOR GENERATOR MAINTENANCE AND TAKE NECESSARY ACTIONS ON SAME

Mr. Hooten then presented to and reviewed with the Board a proposal from Cummins and related Maintenance Agreement for maintenance of the District's three (3) generators, copies of which are attached hereto. Ms. Adams noted that her office has reviewed and commented on the Cummins Maintenance Agreement. Mr. Hooten stated that the proposed cost for generator maintenance by Cummins over a five (5) year period is \$81,366.15.

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 accept the proposal from Cummins and authorize execution of the Maintenance Agreement for same.

REVIEW PROPOSAL FROM SAFETECH SOLUTIONS ("SAFETECH") FOR LEADERSHIP TRAINING AND TAKE NECESSARY ACTIONS ON SAME

Mr. Hooten then presented to and reviewed with the Board a proposal from SafeTech for leadership training and related Agreement with SafeTech, a copy of which is attached hereto. Ms. Adams noted that RBAP is preparing an agreement related to SafeTech proposal. Mr. Hooten stated that the proposed total cost for a two (2) – day executive leadership retreat and planning session and a five (5) – day foundation in leadership course was \$56,000. A discussion ensued.

Upon motion by Commissioner Williams seconded by Commissioner Grundmeyer, after full discussion and the question being put to the Board, the Board voted unanimously to accept the proposal from SafeTech for the leadership training, including approval of the Agreement with SafeTech for same.

AUTHORIZE SUBMISSION OF COMMERCIAL CREDIT APPLICATION TO NORTHERN TOOL AND EQUIPMENT ("NORTHERN TOOL") FOR FLEET DEPARTMENT AND SUPPLY PURCHASES

Mr. Hooten next requested that the Board consider authorizing an application for a \$15,000 line of credit from Northern Tool for the Fleet Department supply purchases, a copy of which is attached hereto. Ms. Adams noted that her office reviewed the credit application. 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 authorize an application for a \$15,000 line of credit credit from Northern Tool for the Fleet Department supply purchases.

REVIEW AND ADOPT MEDIC CERTIFICATION REIMBURSEMENT PROGRAM

Mr. Hooten then presented to and reviewed with the Board a proposed Medic Tuition Reimbursement Policy and related Employee Tuition Reimbursement Agreement, copies of which are attached hereto. Ms. Adams stated that RBAP reviewed the proposed Medic Tuition Reimbursement Policy and the related Employee Tuition Reimbursement Agreement. 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 adopt the Medic Tuition Reimbursement Policy and the related form of the Employee Tuition Reimbursement Agreement.

REVIEW AND AMEND DISTRICT ORGANIZATIONAL CHART

Mr. Hooten next presented to and reviewed with the Board the proposed amended District Organizational Chart. A brief discussion ensued.

Upon a motion by Commissioner Grundmeyer, seconded by Commissioner Williams, after full discussion and the question being put to the Board, the Board voted unanimously to adopt the amended District Organization Chart, as presented.

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 then-currently had 267 employees with a 2.61% turnover rate. Mr. Farmer reported that the process of migrating from Paraneet to OCS was well under way and expected to be completed on May 1st.

Mr. Farmer then reviewed with the Board: 1) IT updates; 2) fleet incidents; 3) injuries; 4) workers' compensation claims; and 5) clinical exposures. Mr. Farmer also reported that, to-date, the District's fleet had driven a total of 784,779 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 included in the CAO's Report.

Ms. Conn stated that she continued to coordinate with the Texas Department of State Health Services ("DSHS") and the Harris County District Attorney's Office, when necessary, conduct internal investigations, address personnel matters, respond to requests/subpoenas for patient care records, if any, and coordinate with RBAP regarding District's standard operating procedures and policies.

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 the new District website, which was anticipated to be completed within 30 days, the District's social media presence, ongoing District projects and the recent State of the District Address held on April 12th.

CHIEF CLINICAL OFFICER/OFFICE OF THE MEDICAL DIRECTOR REPORT

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

Mr. De La Rosa reported that the first District 'Trauma Symposium' was scheduled for April 19th at the District's administration building.

COO REPORT

The President then recognized Mr. Chebra, who presented to and reviewed with the Board the March 2022 Operations Report, a copy of which is attached hereto.

Mr. Chebra then introduced the new Operations Manager, Mr. Nutt, to the Board.

Mr. Chebra reported that in the previous month, the District: 1) had a response time compliance of 93%, exceeding its monthly goal of 85%; 2) operated its ambulances at 15,641 unit hours with 475 lost unit hours; 3) responded to 4,378 calls, which resulted in approximately 3,009 transports to hospitals; and 4) provided mutual aid 23 times and requested mutual aid six (6) times. Mr. Chebra noted that the average wall time during the month was approximately 46 minutes.

CFO REPORT

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

Mr. Snavely next presented to and reviewed, in detail, with the Board a 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, 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.

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: a) the Jinco, Inc. payment, b) Phase I Project invoices from MA, c) the Phase I Project PA No. 12 and d) the invoice from Dailey-Wells, which would be considered separately; and 3) approve the Investment Report. It was noted that PA No. 12 would be considered at the May 19th Board meeting.

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 payment of the Phase I Project invoices from MA.

Upon motion by Commissioner Brost, seconded by Commissioner Grundmeyer, 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.

TAX ASSESSOR/COLLECTOR'S REPORT

Ms. Adams then reviewed with the Board the Tax Assessor/Collector's Report for March 2022, a copy of which is attached hereto. A discussion ensued.

ATTORNEY'S REPORT, INCLUDING:

REVIEW ARBITRAGE REBATE YIELD RESTRICTION COMPLIANCE SERVICE PROGRAM REPORT ("ARBITRAGE REBATE REPORT")

Ms. Adams then briefly reviewed with the Board the Arbitrage Rebate Report prepared by Arbitrage Compliance Specialists, Inc. ("ACS") concerning the District's active financings as of March 23, 2022, a copy of which is attached hereto. Ms. Adams noted that no action was required.

Ms. Adams noted that she would coordinate with the District's Tax Compliance Officer, Mr. Snavelly, to schedule the review of the post-issuance compliance checklists for FYE December 31, 2021.

Ms. Adams went on to review the process for emergency services districts to obtain bond authority.

REVIEW RECENT PUBLIC INFORMATION ACT ("PIA") REQUESTS, STATUS OF RESPONSES TO SAME AND REVIEW AND APPROVE AGREED SETTLEMENT OF DISTRICT VS. KEN PAXTON (THE "AG LITIGATION")

Ms. Adams then reported on the status of outstanding and recent PIA requests received.

Mr. Trachtenberg stated that he will provide a status update on the AG Litigation in Executive Session.

STATUS OF CYPRESS CREEK EMERGENCY MEDICAL SERVICES ("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 related CCEMS' bankruptcy proceedings in Executive Session.

STATUS OF FREEPOINT ENERGY SOLUTIONS, LLC ("FREEPOINT") VS. CONTINENTAL ALLOYS AND SERVICES, INC., ET AL (THE "FREEPOINT LITIGATION"), INCLUDING APPROVE SETTLEMENT AGREEMENT AND MUTUAL RELEASE FOR SAME

Mr. Trachtenberg stated that he would provide a report on the Freepoint Litigation in Executive Session.

REVIEW VARIOUS DISTRICT PERSONNEL MATTERS

Ms. Adams stated that District personnel matters would be discussed in Executive Session.

ELECTION AGENDA

UPDATE ON MAY 7, 2022 COMMISSIONERS ELECTION (THE "ELECTION") MATTERS, AND TAKE ANY NECESSARY ACTIONS ON SAME

Ms. Adams next reminded the Board of the Election, and that the terms of office of Commissioners Grundmeyer and Brost are expiring in May. Ms. Adams went on to state RBAP coordinated with printing vendor(s) to obtain the Ballot by Mail ("BBM") packets in English, Spanish, Vietnamese and Chinese and all of the BBM packets for which an application had been received thus far had been mailed. Ms. Adams stated that the District had received approximately 7,500 applications for BBM. Ms. Adams went on to state that RBAP, in conjunction with Hart Intercivic ("Hart") and Know Inc., recently held election official training sessions on April 12th and 13th and Hart assisted RBAP in programming the new election equipment for early voting, which commences on Monday, April 25th. Ms. Adams also noted that RBAP performed the District's election equipment acceptance testing on March 18th and the Logic and Accuracy Testing on April 13th.

REVIEW PROCUREMENT OF ELECTION OFFICIALS FOR THE ELECTION, INCLUDING THE APPOINTMENT OF PRESIDING ELECTION JUDGES, ALTERNATE PRESIDING ELECTION JUDGES, PRESIDING JUDGE OF EARLY VOTING BALLOT BOARD ("EVBB") AND SIGNATURE VERIFICATION COMMITTEE ("SVC")

Ms. Adams next requested that the Board update their appointment of Deputy Early Voting Clerks to include the following: 1) Sylvia Burleson; 2) Linda Wadsworth; 3) Ann Cunningham; 4) Mildred Conley; and 5) Mary Mallott Todeschini.

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 appoint the above listed persons as additional Deputy Early Voting Clerks.

REVIEW VARIOUS DISTRICT PERSONNEL MATTERS

STATUS OF THE AG LITIGATION

STATUS OF THE CCEMS LITIGATION AND RELATED MATTERS

STATUS OF THE FREEPOINT LITIGATION AND RELATED MATTERS

Commissioner Plummer then stated that the Board would convene in Executive Session to deliberate the items listed above as matters of attorney-client privilege and pending litigation as they relate to the AG Litigation, the CCEMS Litigation and the Freepoint 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. Adams, Ms. Christensen, Ms. Conn and Mr. Hooten convened into Executive Session at 11:11 a.m.

Ms. Conn exited Executive Session at 11:15 a.m.

Mr. Trachtenberg and Ms. Phillips entered Executive Session at 11:16 a.m.

Commissioner Pinard exited Executive Session at 11:31 a.m.

Commissioner Grundmeyer exited Executive Session at 11:39 a.m. and re-entered at 11:44 a.m.

Mr. Trachtenberg, Ms. Phillips and Mr. Hooten exited Executive Session at 12:35 p.m.

All other meeting attendees still present re-entered the meeting at 1:15 p.m.

RECONVENE IN OPEN SESSION

Commissioner Plummer reconvened the meeting in open session at approximately 1:22 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 approve the Settlement Agreement and Mutual Release for same in connection with the Freepoint Litigation, as discussed during Executive Session, and authorize payment of \$7,500 to Kilpatrick Townsend & Stockton on behalf of its client, Continental Alloys, in settlement of the matter.

Upon motion by Commissioner Williams, seconded by Commissioner Grundmeyer, after full discussion and the question being put to the Board, the Board voted unanimously to authorize entering into the Agreed Final Judgement with the AG in connection with the AG Litigation, as discussed in Executive Session.

There being no further business to come before the Board, the meeting was adjourned at 1:24 p.m.

PASSED, APPROVED AND ADOPTED this 19th day of May, 2022.

Demetrius Dalton

Secretary, Board of Commissioners

