

MINUTES OF MEETING OF THE  
BOARD OF COMMISSIONERS

March 17, 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, March 17, 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, except Commissioner Grundmeyer, 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; Mr. Jerry Thomas, Community Engagement Manager; and Messrs. Clint Dubose, Joel Ocasio, Matt Folsom and Harry Fair. District consultants in attendance were: Mr. Ricardo Martinez of Martinez Architects ("MA"); Mr. Rene Aviles of J.E. Dunn Construction Co. ("J.E. Dunn"); Mr. John Howell of The GMS Group, L.L.C., the District's financial advisor; Ms. Regina D. Adams and Ms. Monica Garza, attorneys, and Ms. Carla Christensen, paralegal, of Radcliffe Bobbitt Adams Polley PLLC ("RBAP"), general counsel for the District; Ms. Anna Phillips of Greathouse Holloway McFadden Trachtenberg, PLLC ("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 was Ms. Linn Fish, a member 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 February 10, 2022. 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 February 10, 2022, as presented, and the certified agenda for same.

## **REQUEST FOR FUNDING FOR MOVIE PRODUCTION BY CLINT DUBOSE**

Mr. Hooten then introduced Mr. Dubose, who presented to and reviewed with the Board a proposal requesting the Board's consideration to donate a portion of the sale of the District's surplus ambulances for his emergency medical services ("EMS") documentary, a copy of which is attached hereto. Mr. Dubose then reviewed the documentary treatment with the Board, a copy of which is attached hereto. 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 authorize the Board's Public Relations ("PR") Committee to meet with District staff to further discuss such proposal and donation request.

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

### **STATUS OF CONSTRUCTION OF PHASE I REDEVELOPMENT OF DISTRICT ADMINISTRATION PROPERTY ("PHASE I PROJECT") AND DISCUSS FINAL PAYMENT AND POTENTIAL FOR PREPARATION OF AUDIT OF PHASE I PROJECT EXPENDITURES**

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 the final inspection of the Phase I Project occurred on February 3<sup>rd</sup> and J.E. Dunn is addressing the punch list items, a copy of which is attached hereto. Mr. Martinez also noted that MA inspected the Phase I Project furniture on March 10<sup>th</sup>. A discussion ensued.

Mr. Martinez next reported that MA previously engaged Mr. Bill 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. Commissioner Pinard stated that the Board previously authorized the District's Construction Committee to evaluate third party inspectors and review and approve an agreement, on behalf of the District, with an independent inspector for the Phase I Project and he is concerned about cost "true-up" as it relates to the work actually properly performed. A discussion ensued. Ms. Adams also noted that pursuant to the Construction Manager at Risk ("CMAR") Agreement with J.E. Dunn, the District may engage an auditor to review all payments and expenditures in connection with the Phase I Project upon receipt of the final pay application. After additional discussion, the Board 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 reported that the updated plans for Phase II of the redevelopment of the District administration property (the "Phase II Project") were resubmitted to Harris County (the "County") for permitting on October 20<sup>th</sup> and the County has issued the requested permits. Mr. Martinez went on to state that MA is coordinating with J.E. Dunn regarding the additional costs for the ambulance wash bay but that the Gross Maximum Price ("GMP") for Phase II will be considered later and does include the cost increases for the ambulance wash bay.

Mr. Martinez then reminded the Board of the following options for a temporary EMS station: 1) purchase of a 28 foot (28') by 61 foot (61') pre-manufactured unit at a cost of \$185,000.00 or lease of an equivalent unit at a cost of \$31,000.00 to set-up plus \$1,200 per month; and 2) set-up, demolition of the existing house on the District's property, fire suppression, connection of utilities and installation for a cost of \$182,000.00.

APPROVE CONSTRUCTION PAY APPLICATIONS ("PA")/CHANGE ORDERS ("CO") AND TAKE NECESSARY ACTION ON SAME

The Board then reviewed PA No. 11 from J.E. Dunn in the amount of \$925,782.00 in connection with the Phase I Project, a copy of which is attached hereto. A discussion ensued regarding the status of J.E. Dunn's reimbursement to the District for the District's lease of the Kreinhop Road property during the Phase I Project construction. Mr. Hooten noted that the District had submitted the monthly lease invoices to J.E. Dunn and anticipates a "true-up" of the Phase I Project expenses once such project is complete.

The Board next reviewed CO No. 16 in the additive amount of \$74,110.00, a copy of which is attached hereto. Mr. Martinez stated CO No. 16 is to add hose reels at Building C.

An extensive discussion ensued regarding PA No. 11 and CO Nos. 15 (previously presented) and 16.

Upon motion by Commissioner Williams, 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) vote opposed, with Commissioner Pinard voting in opposition, to accept the MA Report and approve PA No. 11 and CO Nos. 15 and 16 in connection with the Phase I Project.

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 McCall Gibson Swedlund Barfoot PLLC to conduct an audit in connection with the District's final payment due to J.E. Dunn in connection with the Phase I Project.

STATUS OF CONSTRUCTION OF THE PHASE II PROJECT FROM J.E. DUNN AND TAKE NECESSARY ACTION ON SAME

Ms. Adams reminded the Board that it previously approved Amendment No. 3 to the CMAR Contract for the Phase II Project to include the GMP of up to \$11,000,000.00, subject to receipt and final review of same by RBAP and authorized the District's financial advisor to proceed

with obtaining financing proposals in connection with the Phase II Project. Ms. Adams noted that RBAP received and commented on the updated Amendment No. 3 to the CMAR Contract, a copy of which is attached hereto. In response to a question, Mr. Hooten noted that the GMP had increased substantially from \$10,888,183.00 to \$11,773,387.00 mainly due to the cost for the ambulance wash bay coming in over the initially anticipated budget due to the County plan review delays. Mr. Hooten also reviewed additional cost increases included in Amendment No. 3. 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 three (3) votes in favor and one (1) abstention, with Commissioner Pinard abstaining, to approve Amendment No. 3 to the CMAR Contract with J.E. Dunn for the Phase II Project.

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

Ms. Adams reminded the Commissioners that they previously authorized RBAP to coordinate with Mr. Howell to procure the necessary financing options for the District's Phase II Project. Mr. Howell then presented to and reviewed with the Board the bid tabulation and proposed Term Sheet for the Phase II Project from the low bidder, Signature Public Funding Corp. ("Signature PFC"), copies of which are attached hereto. A discussion ensued. Ms. Adams noted that the Board originally authorized loan financing for the Phase II Project up to \$11 million and therefore the District would need to utilize a portion of the District's general funds to cover the Phase II Project construction costs in excess of \$11 million or request an addition to the principal loan amount. A discussion ensued regarding the possibility of Signature PFC's willingness to increase the loan amount from \$11 million to \$11.7 million.

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 accept the proposal from Signature PFC for financing the Phase II Project up to \$11.7 million, adopt the Resolution of the Board of the District Regarding a Real Estate Improvement Loan, authorize the District's legal counsel and financial advisor to handle the remainder of the sale and closing matters for same, as discussed and authorize the President and Secretary or Asst. Secretary to execute all related loan financing documents.

Mr. Howell stated that the loan financing will close on March 31<sup>st</sup>. Mr. Howell stated that he would coordinate with Signature PFC regarding the possible increase of the loan amount from \$11 million to \$11.7 million.

Mr. Howell exited the meeting at this time.

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

Mr. Martinez stated that MA is awaiting Board authorization to begin the Phase III Project programming and schematic design, if any.

## **CEO REPORT**

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 February 2022.

## **DISCUSS SCHEDULING BOARD RETREAT**

Mr. Hooten next inquired when the Board would like to schedule a Board retreat. A discussion ensued regarding holding a Board retreat sometime the week of June 13<sup>th</sup>. It was the consensus of the Board to formalize the date and time of the Board retreat at the April 21<sup>st</sup> Board meeting.

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

Mr. Hooten noted that there are no Leases or Use Agreements that require approval at this time.

## **REVIEW AND APPROVE PURCHASE ORDERS, AS NECESSARY**

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

## **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 274 employees with a 2.49% turnover rate. Mr. Farmer noted that the District expected to receive presentations the following day from two (2) companies that responded to the District's request for proposals for managed IT Services.

Mr. Farmer then reviewed with the Board: 1) fleet incidents; 2) workers' compensation claims; and 3) clinical exposures. Mr. Farmer also reported that, to-date, the District's fleet had driven a total of 675,119 miles, including 70,581 miles during February 2022.

## **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 has continued to coordinate with the Texas Department of State Health Services ("DSHS") and the Harris County District Attorney's Office, respond to requests/subpoenas for patient care records, 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 the new District website, which is anticipated to be complete by May 1<sup>st</sup>, the District's social media presence and ongoing District projects. Mr. Thomas stated that he intends to schedule a meeting with the PR Committee regarding the scheduled website updates.

## 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 February 2022, including response times, patient treatments and related technology, a copy of which is attached hereto.

Mr. De La Rosa reported that both he and Dr. Patrick have been selected to speak at the EMS World Conference in October regarding the District's direct-to-psychiatric-facility transports. Mr. De La Rosa also noted that the District's first "In-Charge Paramedic Academy" will start on March 28<sup>th</sup> and there are currently seven (7) candidates registered.

Dr. Patrick then presented to and reviewed with the Board a presentation regarding the District's Clinical Culture in connection with trauma and air medical designations and whole blood transfusion utilization, a copy of which is attached hereto. An extensive discussion ensued after which Dr. Patrick answered questions from the Board.

## COO REPORT

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

Mr. Chebra reported that in the previous month, the District: 1) had a response time compliance of 96%, exceeding its monthly goal of 85%; 2) operated its ambulances at 14,320 unit hours with 420 lost unit hours; 3) responded to 4,401 calls, which resulted in approximately 2,317 transports to hospitals; and 4) provided mutual aid 23 times and requested mutual aid five (5) times. Mr. Chebra noted that the average wall time during the month was approximately 46 minutes. Mr. Chebra then reviewed the new Computer Aided Dispatch software modeling system (LOGIS), which is being used to continuously improve ambulance response times throughout the District.

## **CFO REPORT**

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

#### **AUTHORIZE LOAN PAYMENT TO TRUSTMARK BANK**

Mr. Snavelly next 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 noted that the District's auditor is scheduled to begin conducting the District's Fiscal Year Ended December 31, 2021 audit the following week.

In response to a question, Mr. Snavelly reported that the District's then-current loan balance was \$40,483,207. Commissioner Brost then reiterated all of the EMS operational improvements that the District has been able to make over the last six (6) months while also managing to drastically improve ambulance response times throughout the District. Commissioner Brost also noted that he anticipates the District will continue its trend of reducing the tax rate by reducing the 2022 tax rate later this year. 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: 1) approve the CFO Report, as discussed; and 2) authorize payment of the bills as submitted, with the exception of the Jinco, Inc. payment, Phase I Project construction and architectural invoices and an invoice from Dailey-Wells, which would be considered separately; 3) approve the Investment Report; and 4) authorize the required loan payment to Trustmark Bank.

Upon motion by Commissioner Brost, seconded by Commissioner Williams, 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 payment of the Jinco, Inc. landscaping invoices.

Upon motion by Commissioner Plummer, seconded by Commissioner Williams, after full discussion and the question being put to the Board, the Board voted three (3) votes in favor and one (1) vote opposed, with Commissioner Pinard voting in opposition, to approve payment of the Phase I Project construction and architectural invoices and an invoice from Dailey-Wells.

## **TAX ASSESSOR/COLLECTOR'S REPORT**

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

Commissioner Pinard then noted that, in summary, the District's taxes are going down while the District continues to provide more and improved EMS throughout the District.

**ATTORNEY'S REPORT, INCLUDING:**

Ms. Adams then reported that the District's inaugural 'State of the District' address is currently scheduled for the morning of April 12<sup>th</sup> at Shirley Acres. Ms. Adams noted that an online registration link will be available soon.

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

Ms. Phillips stated that she 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**

Ms. Phillips stated that she will provide status updates on the CCEMS Litigation and CCEMS' bankruptcy proceedings in Executive Session.

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

Ms. Adams and Ms. Phillips stated that they would provide a report on the Freepoint Litigation in Executive Session.

**ELECTION AGENDA**

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

Ms. Garza next reminded the Board of the Election, and that the terms of office of Commissioners Grundmeyer and Brost are expiring at such time. Ms. Garza went on to state RBAP has been coordinating with printing vendor(s) to obtain the Ballot by Mail packets in English/Spanish, Vietnamese and Chinese and Hart Intercivic ("Hart") to complete ballot programming and have the appropriate ballots printed. Ms. Garza stated that, as of the prior week, the District had received approximately 7,500 applications for ballot by mail.

Mr. Garza went on to report that RBAP plans to have the Notice of Election posted on the District's website by the end of the day, which would include the polling locations for Early Voting and Election Day.

Ms. Garza then reported that RBAP is coordinating with Hart to perform the District's election equipment acceptance testing the following day.



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. Garza next requested that the Board appoint the Presiding Election Judges, Alternate Presiding Election Judges, the Presiding Judge and Alternate Presiding Judge of the EVBB and the five (5) members of the SVC.

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 appoint the following Election officials, as required:

Presiding Judges	Mildred Conley Pamela Hudson Shannon Bledsoe-Hawthorne Sharon Finney Cindy Adamek
Alternate Presiding Judges	Ethel Sanders Debra Hudson Mike Guillory Larry Davis Gwendolyn Wright
Early Voting Ballot Board	
Presiding Judge	Lori Wilson
Alternate Presiding Judge	Linda Wadsworth
Members:	Stanley Wilson Joe Duenas Mauricio Duenas Faye Taylor William Taylor
Signature Verification Committee	Chair – Sylvia Collins Margie Bradford Christine Amador Maria Ortega Pearlette Thompson

REVIEW VARIOUS DISTRICT PERSONNEL MATTERS

STATUS OF DISTRICT VS. KEN PAXTON

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. Garza, Ms. Christensen, Ms. Phillips, Ms. Conn and Mr. Hooten convened into Executive Session at 12:20 p.m.

Ms. Conn exited the meeting at 12:51 p.m.

All other meeting attendees still present re-entered the meeting at 1:00 p.m.

RECONVENE IN OPEN SESSION

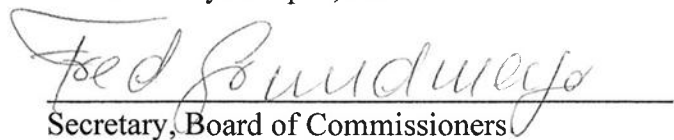
Commissioner Plummer reconvened the meeting in open session at approximately 1:05 p.m. at which time the following action was taken by the Board:

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 the District's special counsel to proceed with the Freepoint Litigation, as discussed during Executive Session.

Upon motion by Commissioner Pinard, seconded by Commissioner Brost, after full discussion and the question being put to the Board, the Board voted unanimously to authorize the District's special counsel to further explore the potential criminality of all CCEMS matters, including but not limited to the following related persons: 1) the CCEMS Board of Directors; 2) CCEMS administrative staff; and 3) all CCEMS current and former employees.

There being no further business to come before the Board, the meeting was adjourned at 1:07 p.m.

PASSED, APPROVED AND ADOPTED this 21<sup>st</sup> day of April, 2022.

  
Secretary, Board of Commissioners

