

MINUTES OF MEETING OF THE  
BOARD OF COMMISSIONERS

January 24, 2023

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 Tuesday, January 24, 2023, at 5:00 p.m.; whereupon, the roll was called of the members of the Board, to-wit:

Karen Plummer	President
Steve Williams	Vice President
Dorothy Dalton	Secretary
Robert Pinard	Treasurer/Asst. Secretary
Zach Dunlap	Asst. Treasurer

All members of the Board were present, thus constituting a quorum. Also attending the meeting were the following District employees: Mr. Jamie Chebra, Interim Chief Executive Officer ("CEO"); Mr. Tony Farmer, Chief Financial Officer ("CFO"); Ms. Shirley Ware, Executive Assistant; Ms. Dan Wang, Financial Controller; Dr. Casey Patrick, Medical Director; Mr. Xavier De La Rosa, Chief Clinical Officer; Ms. Katie Conn, Compliance Manager; Messrs. Matt Folsom and Steven Ray; Ms. Michelle Prescott and Ms. Gayle Jernstrom. 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. Ron Welch with Municipal Information Services ("MIS"); Mr. Elliot M. Barner, attorney, and Ms. Carla Christensen, paralegal, of Radcliffe Bobbitt Adams Polley PLLC ("RBAP"), general counsel for the District; and Mr. Zach Karrenbrock of 62 Digital, LLC ("62 Digital"), the District's communications coordinator. Numerous members of the public were also in attendance. 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 moment of silence for prayer and reflection.

**PUBLIC COMMENTS**

There were no public comments at this time.

## **PRESENTATION OF SERVICE AND MERITORIOUS AWARDS**

Mr. Chebra then recognized one (1) employee: Ms. Wang and presented her with a Meritorious Service Award in recognition of her dedication and outstanding service to the District.

## **APPROVAL OF THE MINUTES**

The Board considered approval of the December 20, 2022 regular meeting minutes. Upon motion by Commissioner Williams, seconded by Commissioner Dalton, after full discussion and the question being put to the Board, the Board voted unanimously to approve the December 20, 2022 regular meeting minutes and certified agenda for same.

## **REVIEW AND CONSIDER PROPOSAL FOR PREPARATION OF UPDATED ANNUAL COMPREHENSIVE REVIEW REPORT(S) AND AGREEMENT FROM MIS IN CONNECTION WITH SAME, AND TAKE ANY NECESSARY ACTIONS ON SAME**

Mr. Barner then reminded the Board that Ms. Kathryn Foss and Mr. Welch of MIS previously presented to and reviewed with the Board the proposed Agreement for Services for Independent Financial Analyses (the "Comprehensive Review Agreement") with MIS. The President noted that the Comprehensive Review Agreement, if approved by the Board, would authorize MIS to prepare the next five (5) updates to the Annual Comprehensive Review Reports, beginning with the 2022 update, at a cost of \$11,070 per year. Mr. Barner stated that RBAP reviewed and provided comments on the proposed Comprehensive Review Agreement. Mr. Welch then presented to and reviewed with the Board the updated Comprehensive Review Agreement with MIS, a copy of which is attached hereto. A discussion ensued after which Mr. Welch addressed questions from the Board.

Upon a motion by Commissioner Williams, 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 Comprehensive Review Agreement with MIS.

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

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

Mr. Martinez reported that MA has continued to coordinate with the District's Construction Committee and J.E. Dunn representatives in connection with completion of the Phase I Project. Mr. Martinez reminded the Board that a portion of pay application ("PA") No. 19 included the final payment to J.E. Dunn for the Phase I Project. Mr. Martinez noted that such portion of PA No. 19 in the amount of \$360,846.00 was separated and became PA No. 20 and the remainder in PA No. 19 was for Phase II work. A discussion ensued.



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

Mr. Martinez next presented to and reviewed with the Board the design and construction status report and photographs of the Phase I and Phase II Projects, copies of which are attached hereto. A discussion ensued regarding the monument plaque(s) to be installed once Phase II was complete. Mr. Martinez then presented to and reviewed with the Board the proposed monument plaque(s) for the Board's consideration, a copy of which is attached hereto. A discussion ensued after which Mr. Martinez agreed to update the proof to reflect the slate of the Board during the Phase I Project and the slate of the Board during the Phase II Project.

Mr. Martinez went on to report that both Phase I and II Projects were substantially complete and J.E. Dunn was awaiting the final inspections of same. Mr. Martinez stated that both MA and District staff anticipated holding the grand opening and dedication of the District's Administration Property and Building(s) prior to the Board meeting on February 28<sup>th</sup>. Mr. Chebra noted that he also planned to give the 'State of the District' address during the dedication. After a brief discussion, Mr. Chebra stated that he would provide the Commissioners with a time for the grand opening and dedication.

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

Mr. Martinez then presented to and reviewed with the Board PA No. 22 from J.E. Dunn in the amount of \$708,358.00 for the Phase II Project, a copy of which is attached hereto. A discussion ensued.

Mr. Barner reminded the Board that it previously engaged the District's Auditor to conduct the Phase I Audit after receipt of the District's final PA for same. Mr. Barner went on to report that the District's auditor was in the process of preparing the Phase I Audit and noted that the Board would consider approval of payment of the final Phase I Project PA after the Phase I Audit was accepted by the Board. Mr. Martinez reported that J.E. Dunn had provided additional Phase I invoicing to the District's auditor.

Upon motion by Commissioner Williams, seconded by Commissioner Dalton, after full discussion and the question being put to the Board, the Board voted unanimously to accept MA's Report and authorize payment in the amount of \$708,358.00 for PA No. 22.

REVIEW SCOPE OF POTENTIAL SURVEY OF DISTRICT ADMINISTRATION PROPERTY AND TAKE ANY NECESSARY ACTIONS ON SAME

It was the consensus of the Board to discuss real estate matters during Executive Session.

Mr. Martinez exited the meeting at this time.

**REVIEW AND APPROVE ENGAGEMENT AGREEMENT WITH RAPP & KROCK, P.C. ("RAPP & KROCK") REGARDING PREPARATION OF CEO EMPLOYMENT AGREEMENT**

The Board next reviewed the Engagement Agreement with Rapp & Krock in connection with preparation of the CEO Employment Agreement.

Upon motion by Commissioner Pinard, seconded by Commissioner Dalton, after full discussion and the question being put to the Board, the Board voted unanimously to approve and authorize execution of the Engagement Agreement with Rapp & Krock, a copy of which is attached hereto.

**CEO REPORT**

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

**REVIEW COMPLIANCE, COMMUNICATIONS, CLINICAL MATTERS AND OPERATIONS**

Mr. Chebra next presented to and reviewed with the Board the monthly Operations and Compliance Reports, copies of which are attached hereto.

Mr. Chebra stated that the District had an employee turnover rate of 3.3% for December 2022.

Mr. Chebra then reviewed with the Board: 1) Information Technology updates; 2) fleet updates; and 3) HR reports, copies of which are attached hereto. Mr. Chebra also reported that, to-date, the District's ambulance fleet had driven a total of 1,959,703 miles since September 2021.

Mr. Chebra reported that in the previous month, the District: 1) operated its ambulances with approximately 4.01 lost unit hours; 2) received 4,713 calls, of which 2,984 resulted in transports to hospitals; 3) provided mutual aid 22 times and received mutual aid eight (8) times; and 4) maintained an overall response time compliance of 87.7% for December.

**2022 ANNUAL REPORT**

Ms. Prescott then played a video summarizing the District's "Year In Review" for 2022. Mr. Chebra next reviewed with the Board the written "Year In Review" for 2022, a copy of which is attached hereto.

**REVIEW TRAUMA DATA AND OUTCOMES**

Dr. Patrick then presented to and reviewed with the Board the Clinical Report for December 2022 and a summary of the response times and outcomes for trauma calls throughout 2022, copies of which are attached hereto. An extensive discussion ensued.



STATUS OF ACCREDITED CENTER OF EXCELLENCE ("ACE") ACCREDITATION APPLICATION SUBMISSION

Mr. Chebra next reported that he anticipated submitting the District's ACE Accreditation Application in the next couple of weeks.

RATIFY APPROVAL OF SERVICE AGREEMENT WITH NEXT LEVEL URGENT CARE

Mr. Chebra reminded the Commissioners that they previously approved the Service Agreement with Next Level Urgent Care pending review by RBAP, but such item was not on the agenda. Mr. Chebra reported that RBAP reviewed the proposed Service Agreement with Next Level Urgent Care. Upon motion by Commissioner Dalton, seconded by Commissioner Dunlap, after full discussion and the question being put to the Board, the Board voted unanimously ratify approval of, and authorize the CEO to execute, the Service Agreement with Next Level Urgent Care. A copy of the executed Service Agreement with Next Level Urgent Care is attached hereto.

RATIFY APPROVAL OF DISPATCH AND BILLING LICENSING UPDATES TO SUBSCRIPTION AGREEMENT WITH VLI TECH

Mr. Chebra then reported that the Board previously approved and authorized execution of the updated Software Subscription Agreement with VLI Tech pending review by RBAP, but such item also was not on the agenda. Mr. Chebra stated that, since the previous Board meeting, he, Mr. Farmer and District staff determined to further explore and evaluate all available billing software options and related costs.

REVIEW AND AMEND AS NECESSARY THE DISTRICT'S RELOCATION POLICY

Mr. Chebra reported that the proposed amended Relocation Policy and new Relocation Expenses Agreement were recently provided to RBAP for review. Mr. Chebra requested that this item be deferred until the February 28<sup>th</sup> Board meeting.

STATUS OF PROPOSED AMENDMENTS TO PROPERTY, LIABILITY, WORKERS' COMPENSATION AND CYBER LIABILITY INSURANCE, AND TAKE ANY NECESSARY ACTIONS ON SAME

Mr. Farmer next reported that the Board previously accepted a proposal from Arthur J. Gallagher & Co. ("Gallagher") for the District's Property, General Liability and Workers' Compensation for coverage from January 1, 2023 through December 31, 2023. Mr. Farmer then reminded the Board that he previously presented a proposal from Cowbell Cyber (through VFIS) for Cyber Liability insurance coverage with a premium in the amount of \$40,659.00 and the Board approved such proposal. Mr. Farmer next presented to and reviewed with the Board a summary of two (2) additional options for Cyber Liability insurance coverage through Gallagher and one (1) additional option through Hibbs, a copy of which is attached hereto. A discussion ensued regarding the three (3) options and the associated premiums: 1) Gallagher option with \$2 million limit and \$19,582.50 premium; 2) Gallagher option with \$3 million limit and \$24,937.50 premium; and 3) Hibbs option with \$2 million limit and \$12,660.00 premium.

Upon motion by Commissioner Williams, seconded by Commissioner Dunlap, after full discussion and the question being put to the Board, the Board voted unanimously to accept the proposal from Gallagher with a \$3 million limit for the District's Cyber Liability insurance in the amount of \$24,937.50 for coverage from January 1, 2023 through December 31, 2023 in lieu of Cowbell Cyber's coverage.

Upon motion by Commissioner Dunlap, seconded by Commissioner Pinard, after full discussion and the question being put to the Board, the Board voted unanimously to accept the CEO's Report.

## **CFO REPORT**

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

### **AUTHORIZE LOAN PAYMENTS TO TRUSTMARK BANK, REGIONS CAPITAL ADVANTAGE ("REGIONS"), ZMFU, II/ZIONS BANCORPORATION ("ZMFU") AND SIGNATURE PUBLIC FUNDING CORP. ("SIGNATURE")**

The President then recognized Mr. Farmer, who presented to and reviewed with the Board the 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.

A discussion ensued regarding the District's annual cost for Global Traffic Technologies traffic preemption devices and the pro rata shares for same divided with the fire departments' contributions.

A discussion ensued regarding the damage to the garage door at Station 402 and repairs to same.

In response to a question, Mr. Farmer reported that the District collected approximately \$1.5 million in patient billing for December 2022 and \$1.1 million so far in January 2023.

Upon motion by Commissioner Dalton, seconded by Commissioner Williams, after full discussion and the question being put to the Board, the Board voted unanimously to: 1) approve payment of the bills as submitted, with the exception of the JINCO Landscaping ("JINCO") invoices, which would be considered separately; and 2) approve the Investment Report.

Commissioner Plummer stated that she had a conflict of interest in connection with the JINCO invoice(s) and payment of same and would be abstaining from any discussion or action on such matter.

Upon motion by Commissioner Dalton, seconded by Commissioner Williams, after full discussion and the question being put to the Board, the Board voted four (4) votes in favor with one (1) abstention by Commissioner Plummer, to authorize payment of the JINCO invoices.



ANNUAL REVIEW OF DISTRICT PER DIEM AND REIMBURSEMENT EXPENSE POLICY ("REIMBURSEMENT POLICY")

The Board then reviewed the Reimbursement Policy, a copy of which is attached hereto. Mr. Barner stated that RBAP was not recommending any changes to the District's Reimbursement Policy at this time. No action was taken by the Board.

**TAX ASSESSOR/COLLECTOR'S REPORT**

Mr. Barner then reviewed with the Board the Tax Assessor/Collector's Report for December 2022, a copy of which is attached hereto.

**ATTORNEY'S REPORT, INCLUDING:**

**REVIEW RECENT PUBLIC INFORMATION ACT ("PIA") REQUESTS AND RESPONSES TO SAME**

Mr. Barner reported on recent and outstanding PIA requests received in the prior month.

**REVIEW MATTERS PERTAINING TO TEXAS SECRETARY OF STATE'S ("SOS") RANDOMIZED AUDIT OF MAY 7, 2022 ELECTION**

Mr. Barner then reported that, in 2021, due to changes in Texas law, the SOS established the Forensic Audit Division to comply with Section 127.351, Texas Election Code, which requires the SOS to conduct an audit of the elections held in four (4) randomly selected counties during the previous two (2) years. Mr. Barner stated that the mission of the Forensic Audit Division was to thoroughly review and examine election records and documents maintained by election officials to: 1) ascertain whether election laws and procedures were properly followed; 2) attempt to determine the causes of any discrepancies in vote counting or tabulation; and 3) identify opportunities for enhanced efficiency and security in Texas election administration. Mr. Barner noted that the SOS Forensic Audit Division selected Harris County as one of the randomly selected counties, including elections independently held in Harris County, such as the District's May 2022 Election. Mr. Barner went on to report that the SOS Forensic Audit Division hosted a video conference on Monday, January 23<sup>rd</sup> to outline what the District can expect during the process of auditing the District's May 7, 2022 Election. A discussion ensued.

**REVIEW DISTRICT PERSONNEL MATTERS, INCLUDING REVIEW AND AMEND DISTRICT ORGANIZATIONAL CHART AND TAKE ANY NECESSARY ACTIONS ON SAME**

Mr. Chebra stated that he had some personnel matters to discuss with the Board in Executive Session.

Commissioner Plummer then stated that the Board would be going into Executive Session to deliberate personnel matters pursuant to Section 551.074, Texas Government Code and real estate matters pursuant to Section 551.072, Texas Government Code.

All members of the Board present, Mr. Chebra, Ms. Conn, Mr. Barner and Ms. Christensen convened into Executive Session at 8:01 p.m.

Ms. Conn exited Executive Session at 8:43 p.m.

Mr. Chebra exited Executive Session at 8:48 p.m.

All other meeting attendees still present re-entered the meeting at 9:20 p.m.

**RECONVENE IN OPEN SESSION**

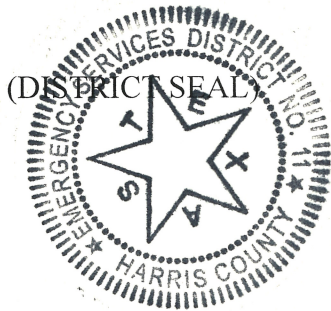
Commissioner Plummer reconvened the meeting in open session at approximately 9:23 p.m. at which time the following action was taken by the Board:

Upon motion by Commissioner Williams, seconded by Commissioner Dalton, after full discussion and the question being put to the Board, the Board voted unanimously to rescind its motion on December 20, 2022 authorizing the CEO to execute the updated Software Subscription Agreement with VLI Tech/LOGIS.

Upon motion by Commissioner Williams, seconded by Commissioner Dalton, after full discussion and the question being put to the Board, the Board voted unanimously to authorize the CEO to proceed with negotiations in connection with the potential real estate sale, as discussed during Executive Session.

There being no further business to come before the Board, the meeting was adjourned at 9:24 p.m.

PASSED, APPROVED AND ADOPTED this 28<sup>th</sup> day of February, 2023.



  
Secretary, Board of Commissioners