

MINUTES OF MEETING OF THE
BOARD OF COMMISSIONERS

December 19, 2023

THE STATE OF TEXAS
COUNTY OF HARRIS
HARRIS COUNTY EMERGENCY SERVICES DISTRICT NO. 11

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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, December 19, 2023, at 5:30 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, Chief Executive Officer ("CEO"); Mr. Kevin Nutt, Chief Operating Officer ("COO"); Mr. Tony Farmer, Chief Financial Officer ("CFO"); Ms. Katie Conn, Director of Regulatory Affairs and Operations Support; and Messrs. Matt Folsom, Jarret Kennig and Brian Piatkowski. District consultants in attendance were: Mr. Rene Aviles of J.E. Dunn Construction Co. ("J.E. Dunn"); Ms. Regina D. Adams and Ms. Meredith King of Radcliffe Adams Barner PLLC ("RAB"), general counsel for the District; and Mr. Xander Kannick of 62 Digital, LLC ("62 Digital"), the District's communications coordinator. 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 the time.

APPROVAL OF THE MINUTES

The Board considered approval of the November 30, 2023 regular meeting minutes. A discussion ensued regarding necessary revisions on page 3 of the minutes. 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 approve the November 30, 2023 regular meeting minutes, as revised, and certified agenda for same.

ADMINISTRATION, DISPATCH AND LOGISTICS FACILITIES CONSTRUCTION/ DEVELOPMENT REPORT, INCLUDING CONSIDER RELEASE OF FINAL PAY APPLICATION ("PA") RETAINAGE AND APPROVE CERTIFICATE OF ACCEPTANCE AND COMPLETION

Mr. Aviles reported that Phase II of the District Administration Complex Project (the "Phase II Project") was substantially completed and Martinez Architects was still coordinating with J.E. Dunn to address the few outstanding warranty items (i.e. faulty light fixtures, building surface cracks, etc.).

CEO REPORT

Mr. Chebra first recognized recent employee promotions.

Mr. Chebra then reported on various service matters, including the status of the District's operations, ambulance fleet, communications and District staffing in November 2023.

REVIEW COMPLIANCE, COMMUNICATIONS, HUMAN RESOURCES ("HR"), CLINICAL MATTERS AND OPERATIONS

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

Mr. Chebra then reviewed with the Board: 1) critical failures; 2) fleet updates; and 3) the 24-hour unit consumption time, copies of which are attached hereto. Mr. Chebra also reported that, in November 2023, the District's ambulance fleet drove a total of 105,088 miles.

Mr. Chebra reported that, in November, the District: 1) operated its ambulances with approximately 178 lost unit hours; 2) received 5,367 calls, of which 3,138 resulted in transports to hospitals; 3) provided mutual aid six (6) times and requested mutual aid four (4) times; 4) maintained an overall response time compliance of 90%; and 5) experienced two (2) critical failures.

REVIEW AND APPROVE FISCAL YEAR ENDING ("FYE") DECEMBER 31, 2024 CAPITAL EXPENSE BUDGET ("2024 CAP EX BUDGET")

Mr. Chebra next presented to and reviewed in detail with the Board the proposed 2024 Cap Ex Budget, a copy of which is attached hereto. Mr. Chebra then addressed a number of questions from the Board regarding the acquisition of three (3) supervisor vehicles, the UHF repeater and manikins and budgeted amounts for same. An extensive discussion ensued regarding all proposed capital purchases, including the use of LTE for communications and the request for a UHF repeater

in one geographical area of the District. In response to Commissioner Dunlap's questions, Mr. Chebra noted that the UHF repeater was for system redundancy in that specific area and LTE would remain the primary communications system. Ms. Adams also noted that if the District did not have the available funds to purchase all or any capital items, then the purchase would not be made. 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 adopt the 2024 Cap Ex Budget, as presented.

REVIEW AND AUTHORIZE REPAIRS AND MAINTENANCE TO DISTRICT STATIONS, AS NECESSARY

Mr. Chebra stated that there were no District station repairs or maintenance matters for the Board to consider at the time.

REVIEW AND APPROVE GOLD SERVICE AGREEMENT WITH TK ELEVATOR CORPORATION ("TK ") (THE "TK AGREEMENT")

Mr. Chebra then presented to and reviewed with the Board the proposed TK Agreement for maintenance and testing of the Administration Complex's elevator. Mr. Chebra stated that the price to maintain and test the elevator was \$18,000.00 per year. Ms. Adams stated that RAB reviewed and provided comments on the TK Agreement. A discussion ensued.

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 TK Agreement, a copy of which is attached hereto.

REVIEW AND APPROVE HD FLEET, LLC ("HD FLEET") CUSTOMER HARDWARE AND SERVICE AGREEMENT WITH WARRANTY AND DATA RETENTION POLICY (THE "HD FLEET AGREEMENT")

Mr. Chebra then presented to and reviewed with the Board the proposed HD Fleet Agreement in connection with the District's use of two (2) "demo" GPS tracking unit cameras. Mr. Chebra noted that there was no cost to the District for the "demo" cameras unless such cameras were not returned to HD Fleet subsequent to the trial period. A discussion ensued regarding the District's intent to purchase additional cameras and download and store the GPS tracking unit data. Ms. Adams stated that RAB reviewed and provided comments on the HD Fleet Agreement and prepared the necessary Addendum to same in anticipation of the potential for the District to purchase and use GPS tracking unit cameras for the District's emergency vehicles from HD. A discussion ensued.

REVIEW AND APPROVE MEDICAL DIRECTOR EMPLOYMENT AGREEMENT

Mr. Chebra then reminded the Board that District staff previously recommended that the Board approve and authorize execution of a Medical Director Agreement with Dr. Sarah Francis McClure. Mr. Chebra stated that RAB reviewed the proposed Medical Director Agreement, but the District was awaiting receipt of Dr. McClure's attorney's comments.

Mr. Chebra reported that Dr. McClure commenced work at the District on November 6, 2023.

REVIEW AND APPROVE INTERLOCAL AGREEMENT WITH REGION 8 EDUCATION SERVICE CENTER ("REGION 8") (THE "TIPS AGREEMENT") AND ADOPT RESOLUTION RELATED TO SAME

Ms. Adams then presented to and reviewed with the Board the proposed TIPS Agreement and Resolution Approving Participation with Region 8 (the "Resolution") in connection with the District entering into the TIPS Agreement. Mr. Folsom stated that the District planned to utilize TIPS for purchase of IT services with Datavox. A discussion ensued. Ms. Adams stated that RAB reviewed and provided comments on the TIPS Agreement and prepared the related Resolution. A discussion ensued.

Upon motion by Commissioner Dalton, seconded by Commissioner Dunlap, after full discussion and the question being put to the Board, the Board voted unanimously to approve the: 1) CEO Report; 2) HD Fleet Agreement; and 3) TIPS Agreement and related Resolution, copies of which are attached hereto.

ADOPT ORDER DECLARING PROPERTY AS SURPLUS OR SALVAGE AND AUTHORIZING SALE OR DISPOSAL OF SAME ("SURPLUS PROPERTY ORDER")

Ms. Adams and Mr. Farmer next presented to and reviewed with the Board the Surplus Property Order. Mr. Farmer reported that the Surplus Property consisted of various equipment, including, but not limited to, 32 automatic external defibrillators, and office supplies, including file cabinets. Ms. Adams noted that part of the adoption of the Surplus Property Order granted District staff the authority to properly dispose of the surplus property by sale. A discussion ensued.

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 adopt the Surplus Property Order, thereby authorizing the sale of the surplus property and authorizing District staff as appointed by the CEO, to handle same in accordance with the applicable terms of Section 775.0735, Texas Health and Safety Code.

CFO REPORT

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

The President then recognized Mr. Farmer, who presented to and reviewed with the Board the summary of activity, profit and loss statement, budget comparison, statement of cash flows, debt service payment schedule, list of checks and related invoices being presented for payment, copies of which are attached hereto.

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 payment of the bills as submitted, with the exception of the JINCO invoices, which would be considered separately.

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 Williams, seconded by Commissioner Dalton, 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.

Mr. Farmer then presented to and reviewed with the Board the Investment Report, a copy of which is attached hereto.

REVIEW AND APPROVE PROPERTY, GENERAL LIABILITY AND CYBER LIABILITY INSURANCE PROPOSALS THROUGH ARTHUR J. GALLAGHER & CO. ("GALLAGHER")

Mr. Farmer then presented to and reviewed with the Board the District's Property, General Liability and Cyber Liability insurance proposal/summary of coverages through Gallagher, a copy of which is attached hereto. Mr. Farmer stated that the total annual insurance premium for Property, General Liability, Workers' Compensation and Cyber Liability coverages was \$1,382,493.00 compared with the prior year's annual premium of \$1,388,339.00. Mr. Farmer reported a \$128,024.00 savings in insurance costs from the District's budgeted amount. A discussion ensued.

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 the CFO Report; and 2) accept the proposal from Gallagher for the District's Property, General Liability and Cyber Liability coverage from January 1, 2024 through December 31, 2024.

TAX ASSESSOR/COLLECTOR'S REPORT

Commissioner Plummer then reviewed with the Board the Tax Assessor/Collector's Report for November 2023, a copy of which is attached hereto.

ATTORNEY'S REPORT, INCLUDING:

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

Ms. Adams reported that one (1) new PIA request had been received since the November 30, 2023 Board meeting and RAB was preparing a response to such request.

AUTHORIZE PUBLICATION OF NOTICE OF DISTRICT ADMINISTRATIVE OFFICE ADDRESS

Ms. Adams next reported that, pursuant to Texas Health and Safety Code, Section 775.036(f), RAB would publish the District's administrative office location in the *Houston Chronicle* by January 31, 2024.

AUTHORIZE FILING OF ANNUAL REPORT WITH TEXAS DEPARTMENT OF EMERGENCY MANAGEMENT ("TDEM")

Ms. Adams reported that, pursuant to Texas Health and Safety Code, Section 775.083, RAB would file the District's Annual Report with TDEM by January 1, 2024.

AUTHORIZE FILING OF FINANCIAL AND TAX-RELATED INFORMATION WITH TEXAS STATE COMPTROLLER (THE "COMPTROLLER") PURSUANT TO TEXAS LOCAL GOVERNMENT CODE, SECTION 203.062 AND TEXAS GOVERNMENT CODE, SECTION 403.0241 FOR THE SPECIAL PURPOSE DISTRICT PUBLIC INFORMATION DATABASE ("SPDPID")

Ms. Adams then reminded the Board that the District was required to annually file certain financial and tax-related information with the Comptroller's SPDPID. Ms. Adams noted that such information must be filed with the Comptroller by April 1, 2024.

REVIEW 2024 ANNUAL AGENDA

Ms. Adams then distributed the draft 2024 Annual Agenda for the Board's review, a copy of which is attached hereto.

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: 1) accept the Attorney's Report; 2) authorize the publication of the Notice of District Administrative Office, with such address being 18334 Stuebner Airline, Spring, Texas 77379; 3) authorize RAB to file the required Annual Report with TDEM; 4) authorize RAB to file the required financial and tax-related information in the SPDPID by April 1, 2024; and 5) adopt the proposed 2024 Annual Agenda.

STATUS OF CYPRESS CREEK EMERGENCY MEDICAL SERVICES ("CCEMS") VS. THE DISTRICT, ET AL, AND RELATED LEGAL MATTERS AND TAKE NECESSARY ACTION ON SAME

Ms. Adams stated that there was no update on the CCEMS litigation or bankruptcy proceedings at the time.

DISTRICT REAL ESTATE MATTERS, INCLUDING STATUS OF PLATTING OF DISTRICT PROPERTY

Mr. Chebra reminded the Board that Meta Planning + Design was previously engaged to plat the of District-owned property located at 18126 and 18334 Stuebner Airline Road (the "District Property") and file a plat application with City of Houston Planning Commission for the District Property to the for consideration. Mr. Chebra stated that he would further discuss other related real property matters with the Board in Executive Session

DISTRICT PERSONNEL MATTERS, INCLUDING CEO EMPLOYMENT AGREEMENT ANNUAL PERFORMANCE REVIEW AND COMPENSATION AND SALARY CONSIDERATIONS AND TAKE NECESSARY ACTIONS IN CONNECTION WITH SAME

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

Ms. Adams noted that she would discuss Mr. Chebra's review with the Board in Executive Session.

ELECTION AGENDA:

UPDATE ON MAY 4, 2024 COMMISSIONERS ELECTION (THE "ELECTION") MATTERS, AND TAKE ANY NECESSARY ACTIONS ON SAME

Ms. Adams reminded the Commissioners that the Election would be held on Saturday, May 4, 2024, and noted that the terms of office of Commissioners Plummer, Williams and Pinard were expiring at such time.

DISCUSS AND TAKE NECESSARY ACTION REGARDING METHOD OF CONDUCT OF THE ELECTION

Ms. Adams went on to state that she was still coordinating with other special purpose district attorneys and the Harris County (the "County") Clerk's office regarding whether the County would offer to conduct the May 2024 Election on behalf of the District and, as of the day of the Board meeting, the County had not yet determined if it would conduct same. A discussion ensued.

Ms. Adams reported that candidate application packages would be ready prior to the first day to file for a place on the Election ballot, which was January 17, 2024.

Commissioner Plummer then stated that the Board would convene in Executive Session to deliberate matters of attorney-client privilege, real estate and personnel pursuant to Sections 551.071, 551.072 and 551.074, Texas Government Code.

All members of the Board present, Mr. Chebra, Ms. Conn, Ms. Adams and Ms. King convened into Executive Session at 6:49 p.m.

Mr. Chebra and Ms. Conn exited Executive Session at 6:54 p.m.

Commissioner Dalton exited Executive Session at 7:15 p.m.

Ms. Adams and Ms. King exited and Commissioner Dalton and Mr. Chebra reentered Executive Session at 7:16 p.m.

Mr. Chebra exited and Ms. Adams and Ms. King reentered Executive Session at 7:26 p.m.

All other meeting attendees still present re-entered the meeting at 7:28 p.m.

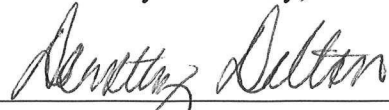
RECONVENE IN OPEN SESSION

Commissioner Plummer reconvened the meeting in open session at approximately 7:29 p.m. at which time the following actions were 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 four (4) votes in favor and one (1) vote against, with Commissioner Dunlap voting against, to accept the results of the CEO staff evaluations and authorize the CEO's bonus, as discussed in Executive Session.

There being no further business to come before the Board, the meeting was adjourned at 7:30 p.m.

PASSED, APPROVED AND ADOPTED this 23rd day of January, 2024.



Secretary, Board of Commissioners

