

REGULAR MEETING
Cypress Creek EMS Board of Directors
January 29, 2014

The Board of Directors of Cypress Creek Emergency Medical Services ("CCEMS") met in regular session, open to the public, on the 29th day of January 2014, at the Charles Hooks Education Building Boardroom, located at 7111 Five Forks Road, Spring, Texas at 6:30 p.m., and the roll was called of the duly constituted officers and members of the Board, to-wit:

Jim Cravens	President
Ruben Gonzales	President-Elect
Lacy O'Connor	Treasurer
Dave King	Secretary
Jeff Doran	Greg Marwill
Bill Graves	Linda Mercier
Beryl Ramsey	David Patton

Silvana Stanzer, Volunteer Representative
Brad England, Executive Director
Levon Vartanian, M.D., Medical Director

All members of the Board were present, except Dirs. Mercier and Ramsey, and Dr. Vartanian, thus establishing a quorum, pursuant to the 22nd Amended By-laws of the Service, dated 26 January 2011. Also present were Andrew McKinney, the Service's Attorney ("the Attorney") and Sherry Allard, Recording Secretary to the Board of Directors.

The President recognized Mr. McKinney, who was introduced to the Board's new members. The Attorney discussed director responsibilities in general according to law. He also informed the Board that matters discussed in Executive Session may not be divulged except under court order.

Upon motion made by Dir. Gonzales and seconded by Dir. Graves to enter Executive Session at 6:45 p.m., according to the provisions in The Open Meetings Act, for the purpose of discussing certain legal matters and potential or pending litigation, the Board voted its unanimous consent.

After consideration, Dir. Marwill's motion to reconvene Open Session at 7:04 p.m., duly seconded by Dir. Graves, carried unanimously. There were neither motions nor actions attributable to discussion in Executive Session.

The President asked that the Board consider approving minutes of the December meeting. Certain corrections were noted. **Dir. Marwill motioned to approve the minutes of the 4 December 2013 meeting, as amended. Dir. King seconded, and the Board affirmed.**

The Treasurer's report, a copy which is attached hereto and considered a part hereof for all purposes, was next considered. Recently Dir. Graves discussed certain Budget concerns with Mr. Biancalana, and it was determined that some of the discrepancy(ies), primarily fees, were attributable to the additional 7% paid Koronis, third party billing agent of the Service ("Koronis"). **After consideration, upon motion made by Dir. Graves and seconded by Dir. Doran, the Board tabled the Variance report from December 2013.**

The President asked Treasurer O'Connor to work with Mr. England on the new Budget so that it conforms to her preference(s). Dir. Marwill asked that the Board Liaison job description be re-worked so that reports are more current and reduce the in-meeting discussion time. The Board concurred.

After review, Dir. Graves' motion to approve the Treasurer's report as presented, such being seconded by Dir. Gonzales, carried with Dir. Marwill voting against.

At this point in the meeting, President Cravens asked for the Executive Director's report for the month, a copy of which is attached hereto and considered a part hereof. Mr. England reported that there were 31,524 calls in 2013, nearly 4,000 more than in 2012. Response times have remained fairly steady, he added. There were 21 mutual aid calls in our territory and 17 out of district.

Mr. England discussed with the Board statistics from the last six (6) years' time. He noted that all aspects of the Service have experienced continued improvement. The Executive Director stated that Dr. Jenks is now working full time at CCEMS. He met with the local fire chiefs when he attended a recent Comm Center meeting, Mr. England noted. The Executive Director informed the Board that Tomball's EMS service has reduced its fleet from 4 to 1.5 ambulances.

The Executive Director stated that the Service's dispatcher is independent and does not pay the police force to dispatch. However, the Fire Marshal is having a problem concerning the CCEMS computer system, which gives only locations and no other information, Mr. England stated. A letter has been written to the Texas Attorney General's office to opine on the matter, he added. Mr. England expects the matter to be resolved within six (6) months' time. In the meantime, Executive Director assured the Board, CCEMS dispatching continues, the.

The Executive Director then touched upon a number of unrelated items. 1) He stated that Dir. Doran and the St. Patrick's Parade have now four (4) restaurants doing crawfish suppers benefitting CCEMS. 2) The Executive Director showed Directors a map with red dots identifying the heaviest emergency locations. Mr. England stated that two {2} float trucks will be placed in those areas, staggered in 12-hour shifts. 3) February 20, 2014 is Comedy Night at the comedy club, benefitting CCEMS, Mr. England noted.

The Executive Director stated that a law firm specializing in account collection contacted him recently, seeking a contract to collect over-due accounts, billing only for those that are collected. The Executive Director discussed unpaid balances for 2012 and 2013, policy governing current third party billing agent(s)' collections, and the Service's strategy dealing with

collections. Discussion ensued. The President felt the entire matter should be handled by the CCEMS public relations manager. No action was taken. **Dir. Graves moved to approve the Executive Director's report. Dir. Patton seconded, and the Board voted in unanimity in favor of the motion.**

Committee reports were next given by Committee Chairmen.

- *Building:* Dir. King reported that all air conditioning units at St. 10 have now been replaced.
- *Volunteer:* Dir. Stanzer informed the Board that there are a total of 135 Volunteers; there are eleven (11) new applicants since November; and five (5) have graduated. She added that the next Volunteers meeting is set for February 11, 2014. It was noted that should no one place their name in candidacy for the Board Liaison position before the deadline, Ms. Stanzer may be declared elected by acclamation at the Board's February meeting.
- *Communications:* No report.
- *Salary and Budget:* Dir. Gonzales stated that staff bonuses should have been received by now. He reported that he and Dir. Cravens wrote a letter of gratitude to Mrs. Streidl for her husband's many years of dedicated service. In fact it was agreed that much of the organization, strategy, and human resources work at CCEMS was indeed spearheaded by Bill Streidl.

Dir. O'Connor moved to convene Executive Session at 7:40 p.m., in accordance with The Open Meetings Act, for the purpose of discussing personnel matters. Dir. Marwill seconded the motion, which received unanimous support from the Board.

After consideration, Dir. Graves moved to reconvene Open Session at 7:50 p.m., Dir. Patton duly seconded, and the motion carried unanimously. The following motions are attributable to discussion in Executive Session.

Dir. Marwill moved to relocate the annual review of the Executive Director to the September meeting each year, as recommended by the Salary Review Committee and discussed in Executive Session. Dir. O'Connor seconded the motion, which garnered unanimous support from the Board.

After discussion in executive Session, upon motion duly made and seconded by Dirs. Graves and Patton, respectively, the Board voted unanimously to approve the Committee reports as presented.

There was no Old Business to consider.

New Business included the following:

- 1) Discussion of filling the Board position held by Bill Streidl; no action taken.
- 2) Personally honoring the many talents of Bill Streidl, gifts given to CCEMS as an organization, and to many of the Directors on a personal level. A number of Directors voiced their gratitude of Bill's generosity of time with them, when they needed assistance in a particular matter, or just the time of being a friend. Mr. England then announced that Bill Streidl's family will be coming to the Education Facility tomorrow (Thursday after this meeting) to dine with members,

Directors, friends of Bill and CCEMS). Also there was just formed an Honorary Bill Streidl Scholarship Fund at CCEMS, Mr. England stated.

3) Installing new President Dir. Gonzales to replace Dir. Cravens for 2014.

Upon his taking the reins of CCEMS, Pres. Gonzales stated that there are some things he would like to see accomplished in his year's term: 1) to change the date of evaluation of position of Executive Director (just approved); 2) to be on a more personal level with the "Friends of Cypress Creek EMS" organization; 3) to ensure that good planning precedes building site, structure, selection, etc.; 3) to be informed on how The Affordable Health Care Law affects the insurance and insureds at CCEMS; 4) to keep things simple and not to over-reach; 5) to hear from current officers of the Board as to their willingness to continue in their current positions; 6) to do succession planning, as recommended by the recent audit of the Service. It would be wise to have a longer future slate than one (1) year's President and President-elect, he added. Pres. Gonzales stated that he feels the office of President is one of leadership and strength.

Regarding Pres. Gonzales' fifth point above, it was noted that only two (2) individuals total are declaring their candidacy for the two (2) open positions of President-elect and Treasurer. Since running unopposed, both Dir. Doran and Dir. O'Connor are declared elected to the offices of President-elect and Treasurer, respectively, by acclamation of the Board. Other appointments may be discussed next month, the President stated.

THE PRESIDENT ASKED FOR A MOTION TO ADJOURN, as there was no other business to come before the Board at this time. **Dir. Graves' motion, seconded by Dir. O'Connor, to adjourn the meeting at 8:10 p.m., carried by common consent.**

Date approved

David King, Secretary of the Board