

EMERGENCY MEDICAL SERVICE AUTHORITY – A Public Trust
Special Board of Trustees Meeting
August 22, 2018 @ 9:30 a.m.
Hampton Inn & Suites, 913 West Ada Webb Drive, Stroud OK

Minutes:

NOTICE AND AGENDA for the Special Meeting of the Board of Trustees for the Emergency Medical Services Authority, a Public Trust, were posted August 17, 2018 at 1:12 p.m. in the offices of the City Clerk of Tulsa and with the City Clerk of Oklahoma City on August 17, 2018 at 1:45 p.m., more than 48 hours prior to the time set for the meeting.

TRUSTEES PRESENT

Dr. Jeffrey Goodloe
Ms. Kelly Brader
Mr. Larry McAtee
Ms. Jan Slater
Mr. Larry Stevens
Ms. Allison Petersen
Chief Bryan Wood
Mr. Wiley Williams

TRUSTEES ABSENT

Mr. Phil Lakin (Excused)
Mr. Kyle Nondorf (Excused)
Dr. Jim Rodgers (Excused)

OTHERS PRESENT

Jim Winham, EMSA
Angela McLain, EMSA
Kent Torrence, EMSA
Frank Gresh, EMSA
Tracy Johnson, EMSA
James Davis, EMSA
Adam Paluka, EMSA
Julie Roberts, EMSA
May Williams, EMSA
John Graham, EMSA
Lora Conger, EMSA
Holly Jones, EMSA
Vicki Lacy, EMSA
Johna Easley, EMSA
Sonny Geary, AMR
Heath Wright, AMR
Tina Wells, AMR
Jeremy Coombs, AMR
Jim Orbison, Riggs Abney
Kris Koepsel, Riggs Abney

A quorum was present, and the meeting was called to order at 9:31 a.m. by Madam Chair Petersen.

CONSENT AGENDA

1. Approval of Board Minutes from the EMSA Board of Trustees Regular Meeting dated July 25, 2018 at 1:00 p.m.

Upon motion made by Ms. Brader and seconded by Mr. Stevens, the Board of Trustees voted to approve the Board Minutes from the EMSA Board of Trustees Regular Meeting dated July 25, 2018 at 1:00 p.m.

AYE: Ms. Brader, Mr. McAtee, Ms. Slater, Mr. Williams, Chief Wood, Ms. Petersen, Mr. Stevens

NAY: None

ABSENT: Mr. Lakin, Mr. Nondorf, Dr. Rodgers

The motion was passed.

REGULAR AGENDA

1. An Executive Session of the Board of Trustees, as authorized by Title 25, §307 B.4 of the Oklahoma Statutes, for the purpose of confidential communications with its attorneys concerning the lawsuits and claims listed below:

- a. a lawsuit filed by EMSA, Plaintiff against RSUI Indemnity Company, Defendant, in the United States District Court for the Western District of Oklahoma, Civil Action No. 5:17-cv-01168-M, and, with the advice of its attorneys, a determination by the Board of Trustees that disclosure to the public of the communications in such Executive Session will seriously impair the ability of the Board of Trustees to process such litigation in the public interest;
- b. a lawsuit filed by PMP Successor, LLC f/k/a Paramedics Plus, LLC, Plaintiff, against EMSA, Defendant, in the United States District Court for the Northern District of Oklahoma Civil Action No. 4:18-CV-278-TCK-JFJ (Base File) consolidated with a lawsuit filed by EMSA, Plaintiff, against PMP Successor, LLC, f/k/a Paramedics Plus, LLC, Defendant, in the United States District Court for the Northern District of Oklahoma, Case No. 18-cv-00216-TCK-JFJ and, with the advice of its attorneys, a determination by the Board of Trustees that disclosure to the public of the communications in such Executive Session will seriously impair the ability of the Board of Trustees to process such claims in the public interest.

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Ms. Petersen called for a motion to enter an Executive Session for such purpose and to make such determination based on the advice of its attorneys. Upon motion made by Ms. Slater and seconded by Mr. Stevens, the Board of Trustees voted to enter an Executive Session at 9:34 a.m.

AYE: Mr. Stevens, Ms. Petersen, Chief Wood, Mr. Williams, Ms. Slater, Mr. McAtee, Ms. Brader

NAY: None

ABSENT: Mr. Lakin, Mr. Nondorf, Dr. Rodgers

The motion was passed.

Ms. Petersen called for a motion to close the Executive Session. Upon motion made by Chief Wood and seconded by Ms. Slater, the Board of Trustees voted to close the Executive Session at 10:14 a.m.

AYE: Mr. Stevens, Ms. Petersen, Chief Wood, Mr. Williams, Ms. Slater, Mr. McAtee, Ms. Brader

NAY: None

ABSENT: Mr. Lakin, Mr. Nondorf, Dr. Rodgers

The motion was passed.

2. **After a return by the Board of Trustees to the public meeting, vote upon any item of business which concerns the above-described lawsuits and claims and is considered during the Executive Session.**

Ms. Petersen called for a motion to vote upon any item of business considered during the Executive Session. Upon motion made by Mr. Williams to accept and approve the settlement with RSUI Indemnity Company in the amount of \$525,000 and seconded by Ms. Slater, the Board of Trustees voted to approve settlement.

AYE: Ms. Brader, Mr. McAtee, Ms. Slater, Mr. Williams, Chief Wood, Ms. Petersen, Mr. Stevens

NAY: None

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ABSENT: Mr. Lakin, Mr. Nondorf, Dr. Rodgers

The motion was passed.

- 3. Chairman's Report** - Allison Petersen, Chairman of the Board - Ms. Petersen told the Board she is excited for the year ahead with the positive momentum and direction we are going in.

Ms. Petersen informed the Trustees that they received an e-mail this morning from Trustee Jim Rodgers who is removing himself from the Board due to the conflict with his growing medical practice and that she, Trustee Lakin and Jim Winham will work with the Tulsa mayor to find a replacement.

Ms. Petersen stated that the education provided at today's meeting will help insure Trustees are aware of their compliance obligations, further their understanding of the challenges EMSA faces and support EMSA's leadership.

- 4. President's Report** – Jim Winham, Chief Executive Officer - Mr. Winham reminded the Board that the auditors are currently performing the annual audit and their full report will be provided at the September meeting. He briefly reported that all areas for July were in compliance with the exception of the non-beneficiary cities in the western division, but within three days they were back in compliance. Mr. Stevens asked that it be noted that Edmond continues to be concerned with the Priority 1 compliance rate being below ninety percent and he knows there are efforts being made to accommodate that, but the rate has been below ninety for a while and it is a concern. Mr. Winham acknowledged the concern and said it will be discussed later in the meeting.

Mr. Winham reminded the Board that EMSA's Chief Financial Officer, Kent Torrence, is retiring and we have hired his replacement. He introduced Ms. Lora Conger who comes to us from Regional Medical Lab in Tulsa where she was the Chief Financial Officer. She will be working together with Kent during the next month and we look forward to working with her in the future.

Mr. Winham introduced the EMSA Team Members of the Month for August 2018. Rhonda Biles in the eastern division and Sharon Roland in the western division. Rhonda is a Pre-Invoice Verifier and Sharon is an Account Representative Specialist. Both these ladies were highly regarded by their peers and we congratulate them on the outstanding job they are doing.

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5. **Compliance Training** – Angela McLain, Chief Compliance Officer
6. **Educational Overview** – Jim Winham, Chief Executive Officer
7. **Strategic Planning Overview** – Jim Winham, Chief Executive Officer
8. **New Business** – Waived due to time constraints
9. **Trustees’ Reports** – Waived due to time constraints
10. **Next Meeting** – Wednesday, September 26, 2018 at 1:00 p.m. via videoconference
11. **Adjourn** – The meeting was adjourned by Madam Chair Petersen at 2:34 p.m.

Julie Roberts, Assistant Secretary

Date