

## **BOARD OF DIRECTORS**

### **Klickitat County Emergency Medical Services District No. 1**

May 31, 2023 – 3:00 p.m.

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## **REGULAR MEETING MINUTES**

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A regular meeting of the Klickitat County Emergency Medical Services District No. 1 (KCEMSD1) Board of Directors was held on Wednesday, May 31, 2023, at 3:00 pm at the Rural 7 Fire & Rescue Station at 327 W Brooks St, Goldendale, Washington with Zoom option. Director Charles Virts was the presiding officer. A quorum was present including Director Tony Gilmer, Director Leslie Hiebert (KVH) and Director JJ McCray. All Directors noted they were able to hear and be heard over Zoom conferencing.

Also present, William Harryman, EMS Chief, Erika Cooper, Finance Administrator. Dave West, Sarah Smith, Nate Herbeck, and Suzie Gilmer, EMS Services. Director Jeff King, Klickitat County Emergency Management and EMS Ex-Officio.

### **CALL TO ORDER**

Director Virts called the meeting to order at 3:09 pm.

### **APPROVAL OF AGENDA & CONFLICT OF INTEREST DISCLOSURE**

Director Gilmer made a motion to approve the agenda with modifications to add Adam Wagner's application for the vacant board position. The motion was seconded by Director McCray. The motion carried unanimously.

Director Virts continued by requesting disclosure from the Directors of any conflict of interest with items on the agenda. Director Gilmer said he was married to Suzie. He said he does not have a supervisory capacity and has not negotiated or participated in the collective bargaining agreement. He said he has made a motion and seconded a motion but is abstaining from voting where personal gain is possibly involved. There is a letter on file from the District's attorney regarding this potential conflict.

### **BUSINESS FROM AUDIENCE**

None noted.

### **CORRESPONDENCE**

The district received a letter from Director Leslie Hiebert resigning effective 5/31/23.

The district also received a letter from KVH stating they were going to terminate the lease at the current price of \$500/month at the Goldendale station. They are willing to renew it at \$2000/month plus utilities, we have 120 days' notice to decide. The change is supposed to take place in September. Director Hiebert said that KVH only charges \$500/month currently and it

doesn't cover their utilities. She said the contract doesn't allow for a negotiated increase so they agreed to only pass along a minimal amount to cover utilities. KVH wants to charge the fair market value to rent the space plus the metered utilities, which includes electricity and water. Erika said the lease had a renewal clause to account for annual increases in utility costs, building costs and maintenance. She asked why they weren't increased as written. Director Hiebert said they haven't done that. They've been passing along a minimal amount to support EMS startup. She said there's not a way to charge fair market value so the hospitals must terminate the lease agreement but their intent is to continue the lease at a higher rate plus the metered utilities. She said she included a spreadsheet to show what those metered costs were. She said not all costs could be metered like sewer since it is shared. Chief Harryman said he was confused because she had stated there was no way to determine those costs but, in the letter, it shows them separately. Director Hiebert said there are only a couple of utilities that are measured separately and some that are not. She said the hospital will pass along the cost for those that are not and it's included in the monthly rental amount like sewer. She said she didn't know if EMS connected to their Wi-Fi, those items are on the spreadsheet. She said she'd have to pull it up.

EMS has their own Wi-Fi account with Spectrum. Chief Harryman said they received the exact same letter from Skyline. The district would like to negotiate terms since there are now two proposals to raise the rent to \$2000/month plus utilities. That's a \$22,000 annual increase for each facility vs \$6000/year. He said it is going to require some thought on the district's end because it's a 466% increase in rent which is exorbitant. Chief Harryman would like to have a sit-down discussion with the hospital administrators about some realistic numbers. He said he didn't know what our fair share was from many years ago but doesn't see 466% as being very helpful at this stage.

Director Hiebert said she'd be happy to set up a meeting. She said the hospital's perspective is that they provided rent free for 9 years and now they are going to charge it. She said the district can call it a 400% increase, but she's calling it an actual fair market value for rent instead of just passing it along.

Chief Harryman said he was expressing his point of view and said he wanted the board's feedback since it is ultimately their decision. Director King said they needed to see the lease agreement to make an informed decision. He asked if the 120 days were in the lease. Erika shared her screen showing the lease agreement. Director King said the lease wasn't very appropriate from the beginning and now the district is over a barrel. He said, "we don't have any options that are viable within 4 months turnaround time." After reviewing a portion of the lease that Erika shared on screen, Director King said the letters need to be turned over to legal counsel for review. He said he saw a conflict in the 120 days termination versus the 180-day renewal terms. If we terminate this lease and then immediately enter another lease, it could be seen as inappropriate for a public entity because we should have 180 days to renew the terms of the lease because that is what we would be doing.

### **CONSENT AGENDA ITEMS**

Director Gilmer moved to approve the Regular Meeting Minutes from April 26, 2023. Also, to approve; April Accounts Payable in the amount of \$133,181.49. April Electronic Transfers in the amount of \$3,168,935.54, April Bad Debt in the amount of \$17,754.71, and April Charity Care in the amount of \$538.35. The motion was seconded by Director McCray. The motion carried unanimously.

### **ADMINISTRATIVE REPORTS**

#### **Financial Report**

Erika reviewed the April 2023 financials.

#### **Chief of EMS Operations Report**

Staffing: The district currently has one person on leave due to an on-the-job injury. Chief Harryman has hired Boston Mathews full time effective July 1<sup>st</sup>. He also has an offer letter out to a paramedic with a start day in July.

Vehicles: Chief Harryman said the estimated cost of the new rig is \$270k including taxes. The delivery date is unknown. Due to the high mileage of our rigs, we need to budget for an additional one in the beginning of 2025.

Training: There's Advance Airway training in June. We had several people attend a Pre-hospital course last month.

#### **Vehicle Report**

The vehicle report was provided.

#### **Data/Run Report**

The data run report was provided.

There was a discussion about mental health transfers. Director King said, after the experience we had with introducing the new IFT policy to the two hospitals, it would be wise to get feedback from the new behavioral health department before anything gets voted on by the board.

### **CONTINUING BUSINESS**

- **KCIFA Report** – No update currently.
- **Union Local Report** – Nate mentioned that they put the union negotiation team together. This year it will consist of Director McCray, Chief Harryman, Nate Herbeck and Erika Cooper.

- **Strategic Planning** – This will be on hold until we have a full board again.
- **Review Bylaws** – Under review by legal counsel. Tabled until next meeting.
- **Re-appoint Finance Committee members** – Director Gilmer made a motion to officially appoint Director McCray to the Finance Committee. Director King seconded the motion. The motion passed unanimously.
- **Tuition Assistance** – No update currently.

## NEW BUSINESS

- **Adam Wagner's application for vacant board position** – Tabled until next meeting.

Director King said we have 2 open positions with Leslie's resignation effective today. He asked if Leslie's letter indicated who her replacement would be since the hospitals typically select their own replacement. He said he "hoped we weren't seeing a de facto vote of no confidence in which the 2 hospital districts don't provide a replacement representative." Chief Harryman said he notified labor of the vacancy and hoped they could nominate a replacement representative to suggest to the hospitals for consideration. Director King said he noticed the hospitals actions were becoming "more hostile towards the EMS District as evidenced in today's meeting alone." He said it's counterproductive and negative towards the constituents we serve. Chief Harryman said it's important we work together for a positive outcome. Director McCray asked if we knew who the new CEO would be after Leslie retires. Chief Harryman said Robb Kimmes officially announced his October retirement in the newspaper. Shortly after we heard about Leslie retiring in October. Then 3-4 days later, we received the notice about changing the lease agreement. Director McCray said we need to reach out to the hospital and find out who will be replacing them when they've come to that determination.

Chief Harryman said our hands are tied until we have another representative that can vote on things. He said he brought labor into it so they could provide feedback and not have the process happen around them. Director King said in the past, when the hospitals have made changes, it's always been this person is stepping down and this person will be replacing them. He said that's where his original comments came from. He felt this was a de facto vote of no confidence from the hospitals. He said there's no reason when one of them steps down that their replacement is not immediately made known. Chief Harryman said he would personally follow up on the situation and find out from everyone. Director McCray agreed with Director King and said she hoped the hospitals weren't completely stepping away from the district.

Erika shared her screen about board nominations. Director King said it's a nominee proposed by the board (our board). Then goes to the two hospitals for approval, if they deny the board proposes a new nominee.

- **Vote on Resolution 2023-1 Establishing a Designated Funds Policy** – Tabled until next meeting.
- **Elect Secretary members** – Tabled until we appoint more board members.

## COMMITTEE REPORTS

### Grant/Bond Committee (Gilmer)

No report.

### Executive Session

None needed.

### Good of the Order

Director Gilmer said with the district down to three members, no two board members can meet until we are at full capacity again.

### Future Meeting Dates

The next regular meeting will be June 28, 2023, at 3:00 pm at White Salmon Fire Station at 119 NE Church Ave in White Salmon, Washington with Zoom option.

## ADJOURNMENT

There being no further business to come before the Board of Directors, Director McCray moved that the meeting be adjourned at 4:37 pm. Director King seconded the motion. The motion passed unanimously.

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Chair of the Board of Directors

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Vice Chair of the Board of Directors