



**RICHMOND AMBULANCE AUTHORITY
BOARD OF DIRECTORS MEETING MINUTES
NOVEMBER 19, 2019**

Present: Elizabeth Matish, Chairperson
Matt Conrad, Treasurer (*via telephone*)
Richard Bennett, M.D., Secretary
DeWitt ("Weet") Baldwin, III, Director
Sheldon Barr, Director
Joseph Boatwright, III, M.D., Director
Julia Hammond, Director
Councilwoman Kristen Larson, Director
Lenora Reid, Director
John Wack, Director

Absent: Michael Kelly, M.D., Director

Guests: Gregory Bussink, III, Principal, CliftonLarsonAllen (CLA)

Counsel: Jonathan Joseph, Esq., Christian & Barton

Staff: Chip Decker, Chief Executive Officer
Joseph Ornato, M.D., Operational Medical Director
Terone Green, Chief Administrative Officer
Michael Colman, Chief Operating Officer
Laura Bickham, Senior Executive Assistant and Assistant Secretary to the Board of Directors



I. CALL MEETING TO ORDER

Beth Matish called the meeting to order at 8:05 a.m.

Motion: To allow Matt Conrad to participate remotely in the November 19, 2019 meeting of the Board of Directors.

Made By: Richard Bennett

Seconded: Weet Baldwin

Discussion: Beth Matish announced Matt Conrad had called into today's meeting. Richard Bennett then requested Matt Conrad, in accordance with Board policy, to announce his name, current location, and the specific reason for the request to join the meeting remotely. Matt Conrad stated his name and advised he was currently on campus at VCU, scheduled to teach a class.

Chip Decker noted the attendance of new members to the RAA Board. Lenora Reid introduced herself and stated she is the Acting Chief Administrative Officer for the City of Richmond and Sheldon Barr introduced herself and stated she is the Chief Operating Officer at Chippenham Hospital. Beth Matish welcomed them both, at which time, the Board and staff then introduced themselves.

Motion Passed: The votes were recorded as follows:

Ayes:

Richard Bennett
Weet Baldwin
Beth Matish
Sheldon Barr
Joseph Boatwright
Kristen Larson
Lenora Reid
John Wack

Nays:

None

II. NEW BUSINESS

A. Fiscal Year 2019 Financial Statements and Audit Report – Final Acceptance

Motion: To accept the Fiscal Year 2019 Financial Statements and Audit Report as prepared and presented by CliftonAllenLarson, LLC (CLA).

Made By: Weet Baldwin

Seconded: Matt Conrad

Discussion: Terone Green introduced Greg Bussink, Principal with CliftonLarsonAllen (CLA); RAA's audit firm. Greg Bussink advised he attended the Finance Committee meeting on November 7th, at which time, the draft of the audit document was presented and discussed. He reported CLA is issuing an opinion that will reflect an unmodified

audit document ("clean opinion"), adding there were no matters of significance to report. CLA performs its audit following the auditing standards set forth in the Government Auditing Standards (GAS). Gregory Bussink complimented the RAA management team, adding CLA found everyone to be very helpful and that information was provided in a well-organized, detailed manner.

Motion Passed: The votes were recorded as follows:

Ayes:

Weet Baldwin
Matt Conrad
Beth Matish
Richard Bennett
Sheldon Barr
Joseph Boatwright
Kristen Larson
Julia Hammond
Lenora Reid
John Wack

Nays:

None

Note: Julia Hammond arrived to the meeting during the discussion and prior to the vote.

B. Community Partner Grants Request

Motion: To accept the recommendation of the Operations Committee as presented.

Made By: Julia Hammond

Seconded: John Wack

Discussion: Beth Matish reported RAA had received a request which was provided to the Operations Committee for consideration. She referenced previous requests when funding was awarded, which included requests for CPR training and/or medical equipment RAA can more easily obtain that others sometimes cannot. She explained requests first go to the Operations Committee for consideration and then to the Finance Committee for verification the funding requested is available. The current request is greater than the amount allocated in the budget for the entire year. Additionally, the Committee could not clearly tie the proposed project back to RAA's mission and goals.

Motion Passed: The votes were recorded as follows:

Ayes:

Julia Hammond
John Wack
Beth Matish
Matt Conrad
Richard Bennett
Weet Baldwin
Sheldon Barr
Joseph Boatwright
Kristen Larson
Lenora Reid

Nays:

None

III. APPROVAL OF MINUTES – August 20, 2019

Motion: To approve the August 20, 2019 meeting minutes.

Made By: Weet Baldwin

Seconded: Julia Hammond

Discussion: None

Motion Passed: The votes were recorded as follows:

Ayes:

Weet Baldwin
Julia Hammond
Beth Matish
Matt Conrad
Richard Bennett
Sheldon Barr
Joseph Boatwright
Kristen Larson
Lenora Reid
John Wack

Nays:

None

IV. ELECTION OF OFFICERS

A. Vice Chairperson

Motion: To elect Weet Baldwin to the office of Vice Chairman of the Board of Directors.

Made By: Beth Matish

Seconded: Julia Hammond

Discussion: Beth Matish explained Jeff Odell's term expired last month, and his seat on the Board had been filled. Jeff Odell served as the Board's Vice Chairman, so it was necessary to elect a new Officer. She opened the floor to nominations, at which time, Weet Baldwin expressed his interest in serving. There were no other nominations.

Motion Passed: The votes were recorded as follows:

Ayes:

Beth Matish
Julia Hammond
Weet Baldwin
Matt Conrad
Richard Bennett
Sheldon Barr
Joseph Boatwright
Kristen Larson
Lenora Reid
John Wack

Nays:

None

B. Committee Membership

Beth Matish referenced the language in the bylaws regarding the Board's four standing committees. She stated it has been the practice that the Board Chairperson designates the Committee Chairs, adding she did not have recommendations for changes to the current committee structure. She requested the Board advise her should anyone be interested in serving on any of the committees. Jeff Odell served as Chair of the Personnel Committee. Beth Matish thanked Richard Bennett for stepping in to assist with this year's CEO performance evaluation process.

V. EXECUTIVE SESSION – DISCUSSIONS INVOLVING PERSONNEL MATTERS

Motion: To enter into Executive Session pursuant to Section 2.2-3711(A)(1) for purposes of discussions involving personnel matters.

Made By: Sheldon Barr

Seconded: Weet Baldwin

Discussion: None

Motion Passed: The votes were recorded as follows:

Ayes:

Sheldon Barr
Weet Baldwin
Beth Matish
Matt Conrad
Richard Bennett
Joseph Boatwright
Julia Hammond
Kristen Larson
Lenora Reid
John Wack

Nays:

None

Note: Joseph Ornato and all members of staff left the meeting prior to the start of Executive Session and returned at its conclusion with the exception of Chip Decker, who returned to the meeting during Executive Session. Joseph Boatwright left the meeting during Executive Session.

Motion: To return to the normal order of business and the parties certified no matters were discussed other than the agenda items.

Made By: Weet Baldwin

Seconded: Kristen Larson

Discussion: None

Motion Passed: The votes were recorded as follows:

Ayes:

Weet Baldwin
Kristen Larson
Beth Matish
Matt Conrad
Richard Bennett
Sheldon Barr
Julia Hammond
Lenora Reid
John Wack

Nays:

None

Motion: To accept the recommendation of the Personnel Committee as presented in closed session.

Made By: Weet Baldwin

Seconded: Kristen Larson

Discussion: None

Motion Passed: The votes were recorded as follows:

Ayes:

Weet Baldwin
Kristen Larson
Beth Matish
Matt Conrad
Richard Bennett
Sheldon Barr
Julia Hammond
Lenora Reid
John Wack

Nays:

None

VI. SENIOR MANAGEMENT / STANDING COMMITTEE REPORTS

A. Chief Executive Officer: Chip Decker reported the following:

- 1) Western Star Hospital Authority ("Western Star") brought a federal lawsuit against the Veterans Administration (VA) and the City of Richmond which later became a suit against RAA and the City of Richmond claiming the City and RAA worked together to exclude them from bidding on the VA contract for the provision of non-emergency transport services in the City. Exclusivity is the backbone of RAA's system design and the revenue generated from non-emergency transports helps to offset the cost of 9-1-1 operations since a large number of RAA's calls for service do not result in a transport. RAA has held the contract with the VA since RAA's inception. Losing the VA business would require a significant increase in City subsidy to make up for the lost non-emergency transport revenue and to help support the 9-1-1 system. Western Star's lawsuit was heard in Federal District Court, where it was dismissed. Western Star appealed that decision to the Fourth Circuit Court. Counsel for both RAA and the City are working together to respond to Western Star's appellate brief, which is due by December 4th.
- 2) RAA has been in the news quite a bit lately as a result of traffic accidents. Chip Decker commented how younger individuals are taking longer to learn how to drive and secure their license. He explained a consequence of these crashes is the public relations impact it has on the organization. RAA has long enjoyed a strong relationship with the media and he emphasized the importance of remaining transparent and honest, even when the outcome may not prove positive for RAA. RAA is a high-performance EMS agency and safely responds to over 70,000 calls per year. RAA's average speed responding to a call is 27 miles per hour, which is the result of having to wait for a safe opportunity to proceed through City streets. Weet Baldwin concurred with Chip Decker, commenting how RAA performs extremely well, having driven over 1 million miles per year without incident.

B. Chief Operating Officer: Mike Colman reported the following:

- 1) The September compliance results were discussed. Chip Decker explained staffing continues to be a challenge, adding it remains an issue throughout the public safety industry. Mike Colman explained RAA continues to look at creative ways to recruit

people towards a career in EMS. RAA recently launched a new program for individuals (referred to as, "cadets") looking to start a career in EMS called the EMS Placement Program. Cadets may have little to no EMS experience. Cadets are provided the training and the opportunity to secure their EMT certification at no cost. The program currently has seven cadets enrolled. He stressed how RAA's recruitment efforts will continue to be a main focus.

VII. OPERATIONAL MEDICAL DIRECTOR'S REPORT: Joseph Ornato reported the following:

- 1) Richmond is one of only four cities actively working to enhance what a bystander can do to help save someone's life with the delivery of medical equipment and/or medication via drone technology. An Institutional Review Board approved (IRB) trial was recently completed. He advised he would keep the Board informed of the outcome with the current grant application in support of this project.

Note: Richard Bennett left the meeting during the report.

VIII. NEXT MEETING DATES

The upcoming meeting dates are as follows:

- A. February 18, 2020
- B. May 19, 2020 ***Annual Meeting***

IX. ADJOURNMENT

Beth Matish adjourned the meeting at 9:25 a.m.

Handwritten signature of Laura Bickham, dated 2/18/2020.

Laura Bickham, Assistant Secretary