



**RICHMOND AMBULANCE AUTHORITY
BOARD OF DIRECTORS MEETING MINUTES
NOVEMBER 17, 2020**

Present: Matt Conrad, Chairman
Weet Baldwin, Vice Chairman
Richard Bennett, Treasurer
Julia Hammond, Director
Carlos Hopkins, Director
Elizabeth Matish, Director

Absent: Kristen Larson, Director
Lenora Reid, Director
John Wack, Director

Counsel: Jonathan Joseph, Esq., Christian & Barton (*via telephone*)

Guests: Gregory Bussink, III, Principal, CliftonLarsonAllen (CLA) (*via telephone*)

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



I. CALL MEETING TO ORDER

Matt Conrad called the meeting to order at 8:00 a.m.

II. NEW BUSINESS

A. Fiscal Year 2020 Financial Statements and Audit Report – Final Acceptance

Motion: To accept the Fiscal Year 2020 Financial Statements and Audit Report as prepared and presented by CliftonAllenLarson, LLC (CLA).

Made By: Beth Matish

Seconded: Weet Baldwin

Discussion: Matt Conrad advised Greg Bussink, Principal with CLA, RAA's outside audit firm, had called into today's meeting. Greg Bussink reported CLA had completed the audit for FY2020. CLA is issuing an opinion that will reflect an unmodified audit document ("clean opinion"), adding there were no matters to report. CLA performs its audit following the auditing standards set forth in the Government Auditing Standards (GAS). Due to the pandemic, all of CLA's work was done remotely this year. He advised he had presented the draft of the audit document to the Finance Committee at their meeting on November 5th. No comments or questions were raised at that time. Chip Decker noted that following that meeting, the entire Board received the draft audit for review as well. Greg Bussink complimented the RAA team, adding that all requested information was provided in a timely and well-organized manner.

Matt Conrad asked if CLA was the same audit firm contracted by the City of Richmond, which Chip Decker stated was correct. Once RAA's audit is complete, it is then submitted to the City as part of the overall package.

Motion Passed: The votes were recorded as follows:

Ayes:

Beth Matish

Weet Baldwin

Matt Conrad

Richard Bennett

Julia Hammond

Nays:

None

Note: Greg Bussink ended his remote participation at the meeting following the vote.

B. Fiscal Year 2021 Budget Adjustments

i. CARES Act Funding

Motion: To approve an adjustment to the Fiscal Year 2021 budget for the allocation of the CARES Act funding received from the City of Richmond in order to accommodate a hazard pay bonus to certain RAA essential employees and to fund expenses related to RAA's response to the COVID-19 pandemic.

Made By: Julia Hammond

Seconded: Richard Bennett

Discussion: Chip Decker announced RAA had received CARES (Coronavirus Aid, Relief and Economic Security) Act funding from the City. He recalled Kristen Larson had mentioned previously how RAA should be included to receive such funding, and the City followed through on that request. RAA received a total of \$595,135 through two electronic transfers; the first of which totaled \$469,525 which the City assigned to Salaries & Wages. The funding reimbursed RAA for unbudgeted COVID-19 related expenses, to include supplies, equipment, the Mayor's First Responders Meal Program as well as paying employees who had (or suspected to have) the virus to stay home. The remaining funding was to purchase testing equipment, thermal scanners and additional Personal Protective Equipment (PPE).

Chip Decker explained the funding is allocated to "other revenue" within the budget, which is a customary practice in accordance with governmental accounting standards. He advised the funding now needs to be allocated to the appropriate expense lines within the budget, which requires Board approval since this allocation increases the overall budget. Chip Decker reminded the Board the City had provided employees with a hazard pay bonus and RAA wishes to do the same. He advised RAA is looking at full-time employees receiving more than part-timers; field providers in particular.

Motion Passed: The votes were recorded as follows:

Ayes:

Julia Hammond
Richard Bennett
Matt Conrad
Weet Baldwin
Beth Matish

Nays:

None

ii. Pay Raises

Motion: To approve an adjustment to the Fiscal Year 2021 budget to reinstate annual pay raises for RAA employees, subject to the reinstatement of annual pay raises in the City of Richmond's Fiscal Year 2021 budget.

Made By: Weet Baldwin

Seconded: Julia Hammond

Discussion: Chip Decker informed the Board this item was included to allow for agility. He explained should the City decide to reinstate raises tomorrow, RAA would have to wait until the Board meets again in February to approve the reinstatement of raises. Chip Decker stated he had no objection to reinstating the raises now, if the consensus from the Board was to move forward. Upon Carlos Hopkins' arrival to the meeting, Matt Conrad briefed him on the discussion.

Motion Passed: The votes were recorded as follows:

Ayes:

Weet Baldwin
Julia Hammond
Matt Conrad
Richard Bennett
Carlos Hopkins
Beth Matish

Nays:

None

Note: Carlos Hopkins arrived to the meeting during the discussion and prior to the vote.

iii. HR Generalist

Motion: To approve an adjustment to the Fiscal Year 2021 budget as proposed for the addition of an HR Generalist position.

Made By: Julia Hammond

Seconded: Beth Matish

Discussion: Matt Conrad recalled the Board's request made earlier this year, to which Chip Decker concurred. Chip Decker referenced the strategic plan provided to the Board previously, designed to help better align the HR department to meet the needs of the organization and its employees. Given the dramatic downturn in staffing, which is felt throughout the EMS industry, the focus must be on recruitment. The budget adjustment requested today is to hire an HR Generalist. The addition of this position was included in the plan.

Motion Passed: The votes were recorded as follows:

Ayes:

Julia Hammond
Beth Matish
Matt Conrad
Weet Baldwin
Richard Bennett
Carlos Hopkins

Nays:

None

C. Ambulance Automotive Parts and Supplies Procurement

Motion: To authorize the Chief Executive Officer to issue an Invitation for Bid (IFB) for Ambulance Automotive Parts and Supplies and an Invitation for Bid for EMS Medical Supplies.

Made By: Weet Baldwin

Seconded: Carlos Hopkins

Discussion: Periodically, RAA issues IFB's for parts and supplies. While IFB's are awarded solely based on price, they contain language interested proposers are required to provide which outline the quality and specifications of RAA's needs. Chip Decker explained IFB's differ from RFP's (Request for Proposals) in that RFP's contain specific evaluation criteria which requires Board approval. RFP's also require a Selection Committee for the scoring and subsequent award of a proposal; a member of which serves on the Board.

Motion Passed: The votes were recorded as follows:

Ayes:

Weet Baldwin
Carlos Hopkins
Matt Conrad
Richard Bennett
Julia Hammond
Beth Matish

Nays:

None

D. EMS Medical Supplies Procurement

Note: The discussion and combined motion as reflected above was made and passed to approve the issuance of IFB's for both Items C and D of the meeting agenda.

III. APPROVAL OF MINUTES – August 18, 2020

Motion: To approve the August 18, 2020 meeting minutes.

Made By: Julia Hammond

Seconded: Weet Baldwin

Discussion: None

Motion Passed: The votes were recorded as follows:

Ayes:

Julia Hammond
Weet Baldwin
Matt Conrad
Richard Bennett
Carlos Hopkins
Beth Matish

Nays:

None

IV. ELECTION OF OFFICER – SECRETARY

Motion: To elect Julia Hammond to serve as Secretary of the RAA Board of Directors.

Made By: Weet Baldwin

Seconded: Richard Bennett

Discussion: Chip Decker reported Sheldon Barr had recently accepted a position as CEO with HCA at a hospital in Florida. She has since submitted her resignation. Sheldon Barr served as Secretary of the Board. There are now two vacancies; the first was the result of the resignation by Dr. Michael Kelly. Chip Decker advised Laura Bickham serves as Assistant Secretary and handles most of the administrative work on the Board's behalf. Weet Baldwin nominated Julia Hammond and she accepted the nomination.

Motion Passed: The votes were recorded as follows:

Ayes:

Weet Baldwin
Richard Bennett
Matt Conrad
Julia Hammond
Carlos Hopkins
Beth Matish

Nays:

None

V. EXECUTIVE SESSION – DISCUSSIONS INVOLVING PERSONNEL MATTERS

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

Made By: Carlos Hopkins

Seconded: Weet Baldwin

Discussion: None

Motion Passed: The votes were recorded as follows

Ayes:

Carlos Hopkins
Weet Baldwin
Matt Conrad
Richard Bennett
Julia Hammond
Beth Matish

Nays:

None

Note: Matt Conrad requested Jon Joseph remain present during Executive Session. Joseph Ornato ended his remote participation at the start of Executive Session and rejoined the meeting at its conclusion. Chip Decker was not present for Executive Session.

Motion: To return to the normal order of business and the parties certified the matters discussed in closed session were related to personnel matters and conducted lawfully.

Made By: Richard Bennett

Seconded: Weet Baldwin

Discussion: None

Motion Passed: The votes were recorded as follows

Ayes:

Richard Bennett
Weet Baldwin
Matt Conrad
Julia Hammond
Carlos Hopkins
Beth Matish

Nays:

None

Motion: To approve the recommendation of the Personnel Committee as presented in Executive Session.

Made By: Weet Baldwin

Seconded: Carlos Hopkins

Discussion: None

Motion Passed: The votes were recorded as follows

Ayes:

Weet Baldwin
Carlos Hopkins
Matt Conrad
Richard Bennett
Julia Hammond
Beth Matish

Nays:

None

VI. SENIOR MANAGEMENT / STANDING COMMITTEE REPORTS

A. CEO Report: Chip Decker reported the following:

- 1) He referenced the holiday gift bags around the table and stated they were a token of appreciation for the Board's ongoing support throughout the year. The holiday gifts were given today since the Board is not set to meet again until February.
- 2) There are currently five applicants for the RAA Board of Directors. One of the applicants, Dr. Andrew Ramsey, is an Emergency Physician with Alteon and also serves as a Consultant for the Department of Medical Assistance Services (DMAS). Weet Baldwin commented Dr. Ramsey has a very good reputation. He also commented Dr. Michael Singleton would make a good addition to the RAA Board. Richard Bennett commented Michael Singleton is the Chair of the Emergency Department at Richmond Community Hospital. Chip Decker advised Council's

Public Safety Committee delayed making a recommendation to Council to allow the RAA Board the opportunity to consider the type of expertise needed from its new members. The Committee will consider applications in January. Matt Conrad mentioned other Boards have put together a matrix outlining the different professional backgrounds and demographics of its membership and asked if that was something RAA could provide. Chip Decker responded affirmatively.

- 3) The federal lawsuit between Western Star Health Authority ("Western Star") and RAA and the City of Richmond is set for (virtual) oral arguments on December 10th to be heard by the Fourth Circuit Court. He reminded the Board Western Star's lawsuit was filed in response to the Veterans Administration's (VA's) RFP issued for the provision of non-emergency transport services in the City which required proposers hold a permit to operate EMS vehicles in the City. The City did not grant Western Star a permit. One of the EMS system design components requires exclusivity to RAA in the marketplace. RAA continues to handle transports for the VA.
- 4) Some of the Medicaid intermediaries are not paying RAA like they should. RAA will be pursuing legal action to enforce these payments and recover owed funds. They are paying DMAS rates, but are required to pay retail rates. This goes back three years. Jon Joseph explained the Health Maintenance Organizations (HMO's) contract with these non-emergency transport vendors and are given money to provide such services. He advised the current matter Chip Decker explained is with one of these vendors who has not been paying the full rate they are required to pay. Jon Joseph clarified the issue is with Medicaid HMO's and not DMAS.
- 5) Old Dominion EMS Alliance (ODEMSA) is RAA's regional EMS council within the Virginia's Office of EMS (OEMS) for central Virginia. ODEMSA is one of 11 regional councils across the state. Each year, the 11 councils each select one person or group for 13 EMS award categories to be recognized for excellence in their respective field. All regional award winners are automatically entered for a chance to win a Governor's EMS Award. RAA is proud to announce three of its own were selected to receive the following ODEMSA regional awards:

- Mike Colman, Chief Operating Officer: Outstanding EMS Leadership,
- Sarah McDaniel, Paramedic: Outstanding EMS Prehospital Provider, and
- Cory Bernardo, Logistics/Production Manager, Outstanding Contribution to EMS Health and Safety

Weet Baldwin inquired as to RAA's past practice with regard to Board recognition of award winners. Beth Matish recalled instances when RAA would receive recognition from outside agencies, it would come before the Board for recognition. Weet Baldwin commented it might be something to consider doing going forward.

Note: Richard Bennett left the meeting following the discussion.

- 6) RAA's EMT, April O'Quinn, will serve as this year's Grand Marshal for the Annual Dominion Energy Christmas Parade. April O'Quinn was one of five national winners in the "*Heroes with Heart*," contest run by American Girl Dolls®.

7) Chip Decker advised he was taking some time off during the week of Thanksgiving.

VII. OPERATIONAL MEDICAL DIRECTOR: Joseph Ornato reported the following:

He updated the Board on the National Institute of Health (NIH) sponsored project for the drone delivery of the opiate analgesic, naloxone. The project is now halfway complete and is going very well. The Phase II part of the project requires the reapplication for additional funding, which will be a large sum of money (distributed over a three year period). Generally, drones are used for surveillance and to assist in search and rescue efforts. This is a very different concept and is proving to be promising. Matt Conrad thanked Joseph Ornato for the update. Matt Conrad mentioned he believed the newly-elected member to Council to represent the 3rd District, Ann-Francis Lambert, was a drone pilot which may be of interest to help gage Council's support of this project. Joseph Ornato expressed his appreciation for the information.

VIII. FISCAL YEAR 2021 BUDGET ADJUSTMENT – PAY RAISES

Motion: To amend the motion previously adopted and approve an adjustment to the Fiscal Year 2021 budget to reinstate annual pay raises for RAA employees.

Made By: Weet Baldwin

Seconded: Julia Hammond

Discussion: Chip Decker stressed that this has been a challenging year for everyone; the healthcare industry in particular. RAA's ability to meet response time compliance standards are based on the number of hours/time it takes to respond to a call ("time on task"). Ideally, RAA should clear a hospital within 20 minutes, however, crews are currently waiting in excess of an hour. Additionally, RAA has lost a large number of providers who say they are leaving because it is "too risky," a field to be in right now. Until RAA can rebuild its field staffing levels to where they need to be and hospital wait times are substantially reduced, compliance will continue to be difficult to make. Hospital discharges are now occurring within a couple of hours each day, making it nearly impossible to meet the demand. Until a position as an EMT or Paramedic can be made attractive enough to recruit and retain the qualified people who are willing to put themselves at risk, compliance will continue to be a challenge.

Chip Decker stated that what he hears the most from staff is that management does not care about them because they are not receiving raises during what has proven to be the most challenging year for anyone employed in the healthcare industry. Pay raises cost RAA anywhere from \$240,000-\$260,000. RAA decided to forego the raises in response to the City removing raises from their budget. However, EMS is simply not the preferred industry to be in right now. City employees were given a hazard pay bonus. The reality is City workers are not subjected to the challenges and exposures to COVID-19 like RAA.

Matt Conrad responded that when management presents situations such as this, it is the Board's responsibility to act. He then asked Chip Decker what the Board can do, to which Chip Decker responded that if the 3% pay raises could be reinstated in this year's budget, he is confident it would go a long way. Beth Matish questioned the rationale to change course from

the motion made earlier. Chip Decker responded it comes down to seeing people simply "hanging on." He continued, explaining that on his way into the office for today's meeting this morning, he spent some time chatting with field providers and he commented on how he can see just how tired they all are. When the Board meeting materials were put together close to a month ago, RAA was in an optimistic mindset, however, the pandemic continues to get worse and the new requirements recently put in place by Governor Northam to help curb the uptick in cases would make pay raises more important. Beth Matish recalled pay raises at HCA having been delayed and when they were able, they were reinstated and prorated back to the date when they normally would have been given. Chip Decker advised raises would be directly tied to annual performance evaluations, which has always been RAA's practice.

Motion Passed: The votes were recorded as follows

Ayes:

Weet Baldwin
Julia Hammond
Matt Conrad
Carlos Hopkins
Beth Matish

Nays:

None

IX. NEXT MEETING DATES

Matt Conrad noted the dates of the upcoming Board meetings, which are as follows:

- A. February 16, 2021
- B. May 18, 2021 *Annual Meeting*

X. ADJOURNMENT

Matt Conrad adjourned the meeting at 9:10 a.m.


Laura Bickham, Assistant Secretary