



**Minutes of the Regular Meeting of the Board of Directors  
February 24, 2022**

The Regular Meeting of the Eagle County Health Service District occurred on February 24, 2022 at 3:00pm; at 1055 Edwards Village Blvd., Edwards, Eagle County, Colorado, in accordance with the applicable statutes of the State of Colorado.

**The following Directors were present and acting:**

**Attending In Person:**

Jeff Babb  
Dr. John "Chip" Woodland  
Mark Bergman  
Janet Bartnik  
Dan Smith

**Eagle County Health Service District Staff in Attendance In-Person:**

Amy Gnojek, CEO/CFO  
Jim Bradford, CEO/COO  
Steve Vardaman, Operations Manager  
Ryan Bush, Operations Specialist  
Michelle Gennett, Human Resources Manager  
Dana Query, IT Systems Administrator  
Sarah Braucht, Office Coordinator

**Eagle County Health Service District Staff in Attendance Virtually:**

Will Dunn, Clinical Manager  
Graham Kane, Clinical Specialist  
Hank Bevington, Paramedic Supervisor  
Brenda Hazard, Community Paramedic  
John Farris, Community Paramedic  
Kelly Lombardi, Paramedic  
Grant Middlebrook, Paramedic  
Chris Marsh, Paramedic  
Christopher Ewart, Paramedic  
Liz Shearon, EMT  
Jennifer Cooley Follett, Accounting Clerk

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**Public in Attendance In-Person:**

Patricia Peterson  
Jack Eck  
Carl Luppens

**Public in Attendance Virtually:**

Kathryn Winn of Collins, Cole, Flynn, Winn & Ulmer  
Greg Arce  
Scott McCorvey  
Benjamin Swig

**CALL TO ORDER**

The Regular Meeting of the Board of Directors of Eagle County Health Service District was called to order by Director Babb on February 24, 2022 at 3:00pm noting a quorum was present.

**WELCOME PUBLIC**

The Board welcomed the public members in attendance, most of whom are candidates for the upcoming Board election.

**PUBLIC COMMENT**

Greg Arce spoke to the Board about his concerns regarding housing for staff and what is the District doing to help the housing shortage situation, especially regarding the new incoming CEO position.

**CONSIDERATION OF CHANGES TO THE AGENDA**

Item #8B was removed from this agenda because it was previously handled at a special Board meeting last week.

**GRATITUDE & POSITIVE PATIENT EXPERIENCE**

Mr. Bradford commended Paramedic Lauren Harris for her work to help de escalate a suicide situation. Mr. Bradford also thanked the Eagle River Fire Engine 12 crew for going above and beyond to help with a patient and their living situation. Ms. Gnojek thanked Ms. Braucht for her work with the upcoming special district election. Mr. Babb congratulated Jodi Nagle and Christopher Ewart on their graduation from paramedic school.

**CONSENT AGENDA:**

A motion was made by Mr. Smith to approve the Consent Agenda. Ms. Bartnik seconded the motion. Motion passed unanimously.

**RESOLVED to approve the January 20, 2022 Board Meeting Minutes, February 17, 2022 Special Board Meeting Minutes, and January Monthly Expenditures.**

**BOARD BUSINESS ITEMS:**

**Strategic Plan Update -**

Ms. Gnojek noted that the strategic planning committee is in place with Ms. Bartnik and Mr. Bergman representing the Board. This strategic plan will hopefully be in place for the next three to five years and the committee would like to have the plan ready by the end of May. Ms. Gnojek reviewed the strategic steps which include: 1. What are we? 2. Where are we now? Situation analysis 3. Where do we want to go? 4. Can we get there? 5. How do we get there? 6. What do we do to get started? Karah Maloley will be helping to facilitate the strategic plan process with both onsite and off site meetings.

Mr. Woodland wanted to know if the new CEO will be involved in the strategic planning process. Ms. Gnojek commented that the plan will be a road map developed by the Board and staff to help the CEO onboarding process. Mr. Smith would like to delay the plan process until June or July to include the CEO. Mr. Bergman suggested starting on steps #1-4 and include the new CEO for steps #5-6. Ms. Bartnik reminded the committee to not forget evaluation of the District's mission and vision statements. She also wanted to know at what point does the full Board get involved with the strategic plan process and Ms. Gnojek noted that she will keep it as a standing agenda item for every Board meeting.

**CEO Search Update -**

Last Thursday, February 17th, the Board held a special meeting to appoint the CEO search committee members and the Board representatives to the committee. Afterwards, the committee met to narrow down the candidates to 12 semi-finalists. Those semi-finalists will then submit a written questionnaire and video interview by Monday, February 28th and distributed to the search committee by Friday, March 4th. The committee will meet next on Friday, March 11th to further narrow down the candidates from twelve to five. The search firm can share the candidate materials with the full Board for the 12 semi-finalists. Interviews with the five finalists are slated to take place around April 5th. Legal representative Kathryn Winn stated that the search committee meetings do not have to be public since it only contains two Board members and does not constitute a quorum. Mr. Smith suggested the Board meet on the afternoon of March 11th to review and ratify the search committee's recommendation of the five finalists. Ms. Winn noted that the five finalists must be publicly posted for 14 days before a hiring decision can be made. Mr. Babb commented that he will be gone on vacation April 3-18. The Board agreed to meet on Friday, March 11th at 3:00pm.

**ACTION ITEMS:**

**Revision to ECPS Bylaws -**

**Kathryn Winn reviewed and suggested some needed changes to the ECPS bylaws as presented in the Board packets.**

Ms. Gnojek commented that Ms. Winn did a great job at cleaning up and updating the bylaws. A motion was made by Mr. Bergman to approve the resolution which authorizes the District to adopt, amend, and enforce bylaws not in conflict with the constitution and the laws of the state for carrying on the business, objects, and affairs of the District and its Board of Directors. Mr. Smith seconded the motion. Motion passed unanimously.

RESOLVED to adopt the District bylaws as amended.

**UPDATES:**

**Financial Statement Review & Update –**

Ms. Gnojek noted that there were some minor errors in the draft of the January financials where the actual numbers seem to be fine, but the budget numbers are slightly off. Some minor adjustments still need to be done to the December 2021 financials, however the District is in a very healthy fiscal situation overall. The Vail Health CAM adjustment fee is more than budgeted for 2022. The audit is underway with interim field currently taking place. The onsite audit will likely be around the first week of April. The District is potentially looking at hiring a different auditing firm for next year. Mr. Bergman asked about the billing vendor issues and Amy responded that an RFP to look for a new vendor is currently being written. Ms. Gnojek will ask around other EMS providers and what billing companies they use. She will try to get an RFP ready in the next month. However, overall the District is currently collecting about 45-48% of billed amounts compared to industry average around 30-32%.

**Executive/Operations Report –**

Mr. Bradford noted that the CAAS virtual site review will take place on Monday March 21st and Tuesday March 22nd. The District is one of only six accredited EMS organizations in Colorado and the first to be accredited in the state. There are about 206 agencies who are CAAS accredited across the nation. Interviews are taking place this week for the Community Health Manager, Paramedics, and EMTs. Mr. Bradford is working on an Eagle station renovation and remodel plan.

**Executive/Finance Report –**

Ms. Gnojek presented information on an impact fee study which the District would like to participate in with the Greater Eagle and Gypsum Fire Protection Districts. Eagle River Fire Protection District already collects impact fees. The District's financial portion of the study would be \$7,500. Other administrative highlights include:

- Board candidate election on Tuesday, May 3rd for 3 open seats
- Movie night on Sunday, April 10th with the new blockbuster film "Ambulance"
- Ax throwing league team on Tuesday nights
- Starting to plan a 40th birthday celebration of the District which was first started on April 20, 1982
- Staff is currently working on a draft of the 2021 annual report
- Reviewed the top 5 reasons why employees stay with the District which include the people, benefits, pay, and work/life balance.

**Staff Reports –**

Ms. Bartnik particularly enjoyed the "heat map" created by Mr. Kane.

**BOARD STRATEGY DISCUSSION:**

**Board Orientation -**

ECPS would like to design a formalized Board Orientation the first week(s) of June for all board members, new and tenured. Staff are soliciting suggestions for topics to include. The Vail Town Board has a nice orientation for its new members and the District would like to model a similar orientation after it. Ms. Gnojek commented that the District created a Board candidate information packet for interested parties to start them off on the right foot and that an orientation session should take place outside of a regular Board meeting. The Colorado Special District Association will also be putting on a Board member training in Avon on June 15th, it usually lasts around 4-5 hours, and costs about \$30 per person.

**EXECUTIVE SESSION:**

Ms. Bartnik made a motion to enter into Executive Session pursuant to Colorado Revised Statute §24-6-402(4)(e), regarding negotiations of employment contracts for Co-CEOs Amy Gnojek and Jim Bradford. Mr. Bergman seconded the motion. Motion passed unanimously. The Board entered into Executive Session at 4:17pm.

**The Board reconvened at 4:58pm**

A motion was made by Ms. Bartnik to create new Co-CEO employment agreements for Ms. Gnojek and Mr. Bradford for the period of March 1, 2022 through June 30, 2022 or the on boarding of a CEO, whichever is sooner. The specifics of those agreements would be the same as the contracts expiring on Feb. 28, 2022. Mr. Woodland seconded the motion. Motion passed unanimously.

RESOLVED to create new Co-CEO employment agreements for Ms. Gnojek and Mr. Bradford for the period of March 1, 2022 through June 30, 2022 or the on boarding of a CEO, whichever is sooner. The specifics of those agreements would be the same as the contracts expiring on Feb. 28, 2022.

**Adjournment –**

There being no further business to come before the Board, Mr. Babb made a motion to adjourn the meeting. Mr. Smith seconded the motion. Motion passed unanimously.

RESOLVED to adjourn the Regular Meeting of February 24, 2022 at 5:01pm.

Respectfully submitted,  
Secretary for the Meeting  
Sarah Braucht

Approved: Board of Directors  
  
  


  
