



Douglass Township, Montgomery County

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AGENDA – 9/04/2024 5:00PM SPECIAL MEETING

1. Call to Order
2. Pledge of Allegiance
3. Gilbertsville Area Community Ambulance Service
 - a. Financial controls
 - b. Bylaws
 - c. Employees and membership on GACAS Board of Directors
 - d. Personnel file access
 - e. Hiring of new personnel (Ambulance Chief, Office Manager)
4. Consideration to have Manager prepare request for proposal to provide emergency medical services in Douglass Township.
5. Old Business / New Business
6. Public Comment
7. Adjournment

The Special Meeting of the Douglass Township Board of Supervisors was called to order at 5:17P.M. Attending were Chairman Joshua Stouch, Vice-Chair Sara Carpenter, Supervisor Don Bergstresser, Solicitor Wendy McKenna, Manager Andrew Duncan, Chief Evans, Treasurer Cynthia O'Donnell, and approximately 19 members of emergency services/residents. A reporter was present.

Mr. Stouch led in the Pledge of Allegiance. Mr. Stouch read the following statement prior to the meeting agenda items: This meeting is being recorded; anyone who does not wish to be recorded may exit the meeting at this time. Public meetings are authorized to be recorded so long as announced; anyone making a comment consents to the recording by remaining at the meeting and participating. Please clearly and loudly state your name, affiliation if with an organization, and/or your address if you are a Township resident. This is not optional, or you will not be recognized to speak. This is to properly document comments and questions for the official minutes. This is a fully authorized and advertised special public meeting of the Douglass Township Board of Supervisors and shall be conducted in accordance with the appropriate adopted meeting procedures and proper public decorum. The Chairman has control of the meeting, its agenda and final authorization on who is recognized to provide comment or ask questions based upon his discretion and the appropriate rules and applicable laws.

Opening statement – We are here today based upon an information session held on May 14th, 2024 between the Township and the Executive Board of GACAS, and for other reasons to be discussed shortly. The purpose of this previous May session was the exchange for information regarding the continued operations of GACAS and concerns the township had both administratively and operationally. No Board of Supervisor action was taken or discussed at this information session, however there was an agreed upon follow up information session scheduled for September 4th, 2024. Upon advice of counsel and after further discussions internally it was determined that this particular meeting should be advertised and be a special public meeting should the need to take any kind of official action present itself. Separately from the agenda items on this evening's meeting which are follow-up items from the information session, it has come to the Board's knowledge that there is allegedly displeasure on behalf of one or more of the GACAS Board members and/or its operational staff regarding the Township's involvement and/or oversight of GACAS (Gilbertsville Area Community Ambulance), in addition to allegations of impropriety involving a multitude of items such as by-laws, meeting procedures, and various other related concerns. We intend to address these items and stand by the position that the Township has done and is doing everything it can to support and sustain the operations of GACAS within the authority granted to it by the Douglass Township Emergency Services Board, the working partnership between Douglass Township and GACAS, and the Second Class Township Code of the Commonwealth of Pennsylvania which SPECIFICALLY states "the township shall be responsible for ensuring that fire and emergency medical services are provided within the township by the means and to the extent determined by the township, including the appropriate financial and administrative assistance for these services." 1933 Act 69 Section 1553 Emergency Services. We stand by this and we stand by the actions and directions the township has taken and given as lawful and proper to fulfill our obligations by law. Personally, speaking from my experience as a Supervisor, going back to at least 2018, GACAS Board members and its Chiefs have approached the township many times regarding assistance with various financial issues and also operational issues. Over roughly the last decade and perhaps even longer, there have been several issues and occurrences at GACAS or involving GACAS employees and/or Board Members to include founded allegations of impropriety for a variety of things, including the arrest of a former longtime Chief. Each time incidents or issues have occurred, this township stood by the ambulance and assisted as requested or required. GACAS has always been invited and involved in the Douglass Township Emergency Services Board and also meeting with township staff and elected officials. As it did in other years, in 2022, the GACAS Board approached the township and the Board of Supervisors, specifically stating that they were in dire need of immediate assistance to stay operational and continue to serve its mission. This included financial and professional help. Game plans were developed and the township enacted an EMS tax with agreements between the township and GACAS to include but not limited to Douglass Township representatives and a supervisor to become voting Board Members, transparent communications regarding financial controls between the GACAS treasurer and the township treasurer, consistent monthly reports, and various other control measures by-law changes to assure that the investment of tax monies and township time into the entity was appropriate. As a reminder to all, this township did not approach GACAS to request involvement in the entity; rather it was

GACAS who initiated our involvement and ultimately agreed to the stipulations previously mentioned and other perhaps not yet covered. Also, as a reminder, at any point in time the GACAS Board can decide to voluntarily terminate its working relationship with the township should it no longer agree to the previous game plan and stipulations, and the township reserves the right to do the same. This brings us to today; on your agenda handout are the items we will be discussing as a follow up from the May session.

Mr. Stouch asked the Board if anyone had any comments, Mr. Bergstresser stated that he received a letter through his personal mailbox about improprieties at GACAS, Manager Duncan stated that he also received a confidential letter at the Township stating improprieties at GACAS. Solicitor McKenna stated that the letter is confidential and the contents cannot be discussed. Ms. Geisinger, Vice President of GACAS and interim Treasurer, announced that they held an emergency meeting last night because multiple board members also received letters of concern, she received a letter at her home address, and letters were sent to GACAS. Mr. Stouch moved on to the agenda items.

Gilbertsville Area Community Ambulance Services

a. Financial Controls – Township was seeking monthly profit and loss reports, all future reports to be given 72 hours prior to a Supervisor meeting in order to comply with the Sunshine Act on our behalf. There was a meeting with the GACAS bookkeeper and Treasurer O'Donnell. Ms. O'Donnell stated that she was satisfied with the progress. Mr. Stouch commented that the EMS Tax was held until the information was forthcoming, however it has since been released. There was discussion by multiple people that there were too many people handling deposits it was suggested that one person handle that and discussion in scaling back on double loan payments to allow for hiring a fulltime Chief or Office Manager. Ms. Geisinger said they have generated reports, the bookkeeper also generated the last 3 months of reports in a timely manner so that has been caught up and squared away since they hired a 3rd party bookkeeper. The Asst. Chief, Kim Brant, has been given the responsibility for bank deposits and now we have instituted a night drop off at the bank. They advertised for an office manager and had two interviews, the job was declined so we re-advertised and interviewed for the position last night and hope to have the position filled by the end of the month. The internal control document was sent to the township back in December 2021, they now had a neutral 3rd party bookkeeper doing the bookkeeping, our audits are still being performed by an outside firm, the auditor is on site today and the auditor is pleased and feels this will be completed by the end of February next year. They reduced the number of credit cards to one Diamond Credit Card, users are only Mark Landis & Jessica Geisinger, the statements are reviewed in full at every board meeting and signed off on. Everyone was given GACAS emails to conduct official business so no personal emails are used. A physical inventory was performed in December and we will do another physical inventory of our assets this year. Large purchase approvals must be reviewed and signed off on. Ms. Geisinger felt that for this year they have kept in line and committed to the financial controls although it is not 100% perfect she feels they have worked really hard to maintain that financial control within the organization to make sure that the taxpayers funds are being well spent and well managed. She thanked the Township and Kim Stouch for helping her take on the financial duties. Mr. Stouch asked how is payroll expenses, overtime, and staffing. Mr. Geisinger replied that overall payroll is down recently it usually averages \$25,000, overtime is up due to vacation & injury coverages however with overtime it has not crossed that \$25,000 threshold. Ms. Erb, GACAS interim Chief, said we have a pretty solid roster however, we are down a medic, the roster has been the same for a number of years however we have a few new ones coming in and hopefully they will fill in the gaps. We were having problems with our MDT's kicking off as well, the County is sending us new antennas and updated modems. Ms. Erb stated that GACAS was down twice due to unforeseen circumstances one was an illness and the other was a family emergency. Ms. Geisinger said the audit is going on now and hopefully the draft audit of 9/20/2024 can be approved at the October meeting, once this is complete they can work on our Charitable Organization renewal, sales tax exemption renewal, and then obviously submitting the 990 so we should be good by the October meeting. Ms. O'Donnell pointed out that it seems that the transactions are recorded when they clear the bank and not immediately in real time. You would get better information if the transactions would be done as it happens in real time accounting and bookkeeping, I don't know how those transactions are communicated to the outside bookkeeper. Ms. Geisinger said that is a combination of physically handing off invoices to her, or if one of us is emailed an invoice we will forward it to

the bookkeeper, I do know she usually does our invoicing in batches so that makes sense as to why its all entered at once. She is a 3rd party bookkeeper and has other clients, she did talk to the auditor about this today and they suggested that when an office manager is in place they could enter the invoices as soon as they see it. Ms. Geisinger said the bills would run out of Quick Books, the exact amount of the bills will be released with approval by the board and an exact payables amount will be transferred to the bank, and a check run will be done with signatures by Ms. Geisinger and Mr. Landis, and will provide cash reconciliation. Ms. Geisinger stated that there has been a struggle with this however this process should be much better with an office manager to finally address these concerns. Ms. O'Donnell said the deposits would also be handled that way as well, Ms. Geisinger replied yes. Mr. Stouch stated that it sounds that if you had an office manager working 9am to 3pm they could handle the invoices and deposits. Who handles the invoicing now? Ms. Geisinger said as of now either Ms. Stouch or Ms. Erb will scan and email the invoices to the bookkeeper, I will take the mailed bills to the bookkeeper and she returns them after being entered. This is why we would like to bring this in house with an office manager. Ms. O'Donnell said she has specific transaction questions to discuss which should probably be between her and Ms. Geisinger. She has a follow up meeting with the auditor coming up in two weeks and will address journal entries and general entries at that time so any additional corrections/concerns can be asked at that time, Ms. O'Donnell stated that there are some 2022 balance issues that need to be addressed as well. No other comments or questions were given.

b. By-Laws – Mr. Stouch said information has come forth of allegedly not following the By-Laws as far as raises not being approved by the board, hiring not taken to the board. Mr. Landis stated that last month this discussion was tabled at the GACAS Board Meeting for further review and to possibly consult with an attorney, this is scheduled to be discussed next meeting.

c. Employees and membership on GACAS Board of Directors – Mr. Stouch said that there are concerns with employees of GACAS being on the Board of Directors and voting on employee matters, raises, and certain other issues. Mr. Landis said that is also to be discussed under By-Laws at the next meeting.

d. Personnel file access – Mr. Stouch stated that there are too many people accessing personnel files and there should be a separate file on training files, and should only be one key to files. Mr. Landis stated that the Chief has only access to personnel file, the training files are in the process of being separated for the training officer, Ms. Erb and the training officer have keys to files. No one else has a key.

e. Hiring of new personnel (Ambulance Chief, Office Manager) – Ms. Carpenter said discussions were about hiring a fulltime ambulance Chief, cutting back on double payments on the loan to budget for a chief and creating job descriptions for a fulltime Chief as well as an office manager and look at possibly hiring both at the same time. Is there any update on potentially hiring a fulltime Chief, have you explored that at all? Mr. Landis said we have discussed that possibility of hiring for these positions. With the importance of the Licensure coming up a new fulltime Chief would have to completely re-route the Licensure which is currently under Interim Chief Angela Erb. Ms. Geisinger said they are working on budgeting for 2025 to include a fulltime Chief and hopefully the office manager could take some of those other duties and get settled in so in 2025 the Chief could concentrate on day to day operations. Interim Chief Erb said she has a fulltime job outside of the ambulance at which she is very happy and cannot offer herself as a fulltime chief to GACAS however she feels it would be a financial undertaking to hire a fulltime Chief with a decent employment package, we can't offer anything like that right now. Ms. Carpenter stated putting the monetary part of it aside is that necessary to run GACAS operations, Ms. Erb stated that would be up to the Board of Directors to make that decision. Mr. Duncan said it is clear that both positions cannot be hired at the same time, is organizations best fit for a dedicated fulltime person to be either a Chief or an office manager? Mr. Landis said all I can say is always in the past we had an office person and a part time Chief. Mr. Stouch said he doesn't know how a professional public safety entity operates a 24/7 operation without a fulltime manager whether they are called Chief or Operations Manager responsible for that entity, no other place operates like that they have a fulltime chief, I don't see how an entity can survive without that fulltime person responsible for that day to day operation. Mr. Landis remembers an office person taking care of payments/checks & office

functions and a Chief running day to day operations, it's up to the Board of Directors. Mr. Stouch said a Chief is needed, so contact can be made when needed and not bothering someone at their primary job. Mr. Smith, emergency services board member, commented how is this different than any Fire Chief in the area, they are not paid and they all have fulltime jobs and respond when needed, if you are willing to hold that position then you should be willing to be able to take that call. Mr. Vogel, Board Member for GACAS and resident of the township, commented that the cost of a fulltime chief and insurance package is too big a cost and he has concerns not being able to afford the insurance package being a small squad. If he were hiring he would not do so for fear of taking that person from a fulltime job with benefits and not being able to fund the insurance package for them later down the road. We need to come up with a solution to run the operation and make sure that everything is funded. Mr. Stouch said as far as insurance for the fire company, the volunteers have workers comp as far as other ambulance organizations he doesn't know. Whether it be a fulltime office manager or chief you will have to provide medical insurance and he doesn't know where that money would come from, it is up to GACAS to talk with other companies and financial people to see where the money is coming from whether it would be from fundraising or whatever. Mr. Bergstresser commented that he sat with Ms. Geisinger and Ms. Kokonos for the budget for next year and there is no wiggle room, the money is not there for hiring a chief. It would be great for them to have a fulltime ambulance chief but the budget doesn't support it, 2025 looks to be \$50,000 to the good. Mr. Duncan stated that at the October meeting they can discuss more about funding, how do we make sure as a municipality that we have an ambulance service that is properly staffed, properly managed & funded at the end of the day, sounds like we do but then again maybe we don't. Mr. Doucette, former GACAS Chief & township resident, said when I was the chief at Gilbertsville when the Board of Supervisors, Manager, or Police Chief reached out to me if I didn't answer right away I always got back to them. I believe under the current Interim Chief this is still the case, he believes you can still operate as it is now without the financial issues of a fulltime chief, we have been doing it for fifteen years. Many squads have part time chiefs and are handling it and doing it successfully, we would absolutely benefit from a fulltime chief however it is not a financial reality in my opinion based on the finances when I left. Mr. Neveil, senior medic for GACAS, said the financials aren't there, this problem has been brewing across all counties. Our cover calls equal 60%, 50% of those cover calls we probably don't even get paid for, there is no income for coverage calls or recalled services but it adds to the wear and tear of our vehicles. Maybe someone else can serve you but at this cost I don't think so, we are doing everything we can. We can't offer paid time off, we need a revamp of the system. It's not a sustainable business model. A fulltime chief is needed one day, stress is high Chief's have other employment to sustain themselves. Mr. Stouch said a huge solution is an EMS Regional Ambulance Authority, Mr. Neveil said some are successful, some are not. Mr. Neveil said for instance, what if I take the fulltime chief position and I'm not good enough to match what you are looking for as Chief, where does it stop, where are we falling short besides funding. Mr. Stouch is concerned with this cycle, you wanted the Township involved to assist with the business model and transparency between GACAS and the Township and assistance from the Township so GACAS can operate in order to provide services to the residents of Douglass Township. Now it has been put to the Township that you want the Townships involvement to stop, if that is the case all you have to do is say that and we will adjust accordingly. Ms. Carpenter said we are not looking to micro manage or demand that you hire a Chief but we want strong management oversight and strong board oversight at GACAS, when Mr. Doucette came to the Township for assistance we came up with a plan to right the ship and get everything under control, that was the main goal to get GACAS in a place where they have the right financials and the internal controls to run a smooth operation. Mr. Doucette stated that the transparency of GACAS has been unprecedented in the last two years compared to what you were used to. Stouch said allegations of Roberts Rules of Order are not in your By-Laws and Sunshine Act which is about open and transparent meetings, open meetings are not followed by GACAS and the Right to Know where they would have to check with legal on how they are required to follow. There is a Dissolution Clause where an entity goes belly up without the Township pulling funding, the Township gets first rights of refusal over that. Over \$100,000 it is referred to Orphan's Court so the Township can recover those funds to provide services, the Township must be protected to provide services to taxpayers, that is why we wanted it in the by-laws. Mr. Stouch stated that we have done nothing but try to help GACAS and he personally thinks he has been nothing but stepped on and is very upset over this. Mr. Gorr, GACAS board member, said it was a legal opinion by the GACAS attorney, at the end of the day that is the process that would be followed. Mr. Stouch stated that is the sole cause of us wanting that in the by-

laws so we were protected in our vested interest to provide services to the residents and was discussed in 2021/2022. Mr. Neveil said I don't believe we ever had a contract, Mr. Stouch said there are no contracts anywhere that he is aware of it's a recognition of entities at reorganization that the Township does every year. I am the last person contrary to some people's opinions that wants this entity to fail, we want to see this work out no one wants this entity to fail but we have an obligation to have it operated at the peak performance level needed for our residents. It doesn't matter what entity, whether it be private or local, it must operate at the performance level needed for the residents.

Consideration to have Manager prepare request for proposal to provide emergency medical services in Douglass Township – Mr. Duncan said that given the information both from the Board to the entity and from the entity to the Board he recommends to table the consideration for a later date to see if we can make any progress. Mr. Stouch replied how far do we table this and at what risk to the community if this entity for whatever reason over the next 90 days folds then we are left with no other options. We have no plan B. My only argument is for simply a plan B, an RFP to provide services does not mean that we are going with another entity, it means if something happens this is an entity that says that they can come in here and this will be the cost for it. I personally feel that this is the proper planning thing to do for the Township and for the community, this has no bearing on removing GACAS or stopping funding in any way shape or form. Mr. Duncan stated that as the emergency management coordinator with that explanation I would support the decision. Mr. Vogel said if this happens you could table this for 90 or 120 days before you make the motion to move on the RFP, if we went belly up tomorrow I know Goodwill would be in my development because I've already seen them as well as Freedom Valley and Royersford on busy days. So even in worst case scenario we would still have coverage for the Township although it would not be ideal coming from multiple directions and would still allow us time to put together a plan. Mr. Stouch said that he didn't want to pull trucks from other Townships to cover Douglass because of our lack of planning when putting out an RFP doesn't cost anything but some time to create & for legal review, an RFP email would go out to gather facts and numbers, maybe somebody out there has a better business model that works for them and maybe then that model is something that GACAS would be able to look into, there are many positives to having an RFP. We have done many RFP's for various things in the Township and some have required no action to them, this is just gathering information. We met with other squads to cover when the entity closed the last time, we just want to have a plan B, I personally see no harm in asking for RFP's.

A motion was made by Mr. Stouch, seconded by Ms. Carpenter to authorize Manager Duncan to create an RFP as a Plan B option to provide emergency medical services in Douglass Township. Bergstresser-Abstain, because he sits on the Board of Directors, Stouch-Aye, Carpenter-Aye. Motion passed. Mr. Stouch asked Mr. Duncan and Ms. McKenna to work on the RFP.

Old Business/New Business

Treasurer O'Donnell stated that the next Board meeting was rescheduled from September 16th, 2024 to September 23rd, 2024 delaying the bill payments an extra week and some payments will be late with that extra week, she requested that the Board approve the bills that normally would be paid on the September 16th, 2024 timeframe to avoid late payment.

A motion was made by Mr. Stouch, seconded by Mr. Bergstresser to authorize the Treasurer to pay any Township related bills that otherwise would be considered late on or before September 16th, 2024. Bergstresser-Aye, Stouch-Aye, Carpenter-Aye. Motion passed.

Public Comment

No comments given.

A motion was made by Mr. Stouch, seconded by Ms. Carpenter to adjourn the meeting at 6:37pm. Bergstresser-Aye, Stouch-Aye, Carpenter-Aye. Motion passed.

The next Board of Supervisor's Meeting has been rescheduled for Monday, September 23rd, 2024 @ 7 pm.

Respectfully submitted by,
Marcy Meitzler