

**KANAWHA COUNTY EMERGENCY AMBULANCE AUTHORITY
EXECUTIVE COMMITTEE MEETING MINUTES
September 25, 2025**

A meeting of the KCEAA Executive Committee took place at 11:00a.m. on Thursday, September 25, 2025, at KCEAA Central Office located at 601 Brooks Street, Charleston, West Virginia.

Committee Members Present:

Mr. Harry Miller	Mr. Glenn Summers	Mr. Rory Isaac
Mr. Tim Morris	Ms. Lillian Morris(phone)	

Committee Members Absent:

Mr. Dave Fletcher	Commissioner Lance Wheeler
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Staff/Other:

Ms. Monica Mason	Ms. Jordan VanMeter	Mr. Jason Wilson
Mr. John Shaheen	Ms. Carris Dysart	Mr. Tom Susman
Mr. Brock Malcolm(phone)	Mr. Ethan Walker	

Call to Order:

Mr. Harry Miller called the meeting to order.

Approval of Minutes:

Motion made by Mr. Rory Isaac, second by Mr. Tim Morris, to approve the meeting minutes from September 2, 2025. The motion passed.

New Business:

Financing of New Ambulances, Remounts, and Equipment- Monica Mason & John Shaheen:

- Monica Mason reviewed that the Board authorized the purchase of four new ambulances, four remounts, and the required equipment for them. She stated that she voiced a concern about paying with cash, as that would further deplete the reserves. She noted that we have explored financing options, based on a recommendation from Tom Susman to hold on to available cash. Monica stated that she and John Shaheen have been working with Brian Parott from City National Bank, which has approved KCEAA for a \$1.5 million loan to cover the cost of the new ambulances, remounts, and equipment. Monica added that the paperwork has not yet been received, so if this is something the Committee wants to proceed with, she will need approval to sign the agreement outside of a board meeting.
- John Shaheen reviewed that they informed the bank about the plan to purchase four new ambulances, four remounts, and the necessary equipment. He explained that the bank requested some financial information and additional details, which were provided. After reviewing the information, the bank approved the loan as of Tuesday morning. He stated that the current proposed terms are a four-year amortization at an interest rate of 6.2%.
- John Shaheen noted that they are awaiting a response from the county to determine if there is sufficient tax-exempt borrowing capacity available from the county's \$10 million allocation. He shared that our bond attorney, Cam Seacrest, has given approval to proceed as long as borrowing capacity exists and stated that he would prepare the necessary

documents for the bank to make the loan tax-exempt. John added that this could reduce the interest rate by roughly 1.5%.

- Rory asked if this payment was included in the budget. John replied that it was budgeted as a cash expenditure. Rory followed up by asking if the budget would be revised to reflect the loan, and John confirmed that it would. John also stated that the county manager believes we should be able to utilize the tax-exempt bond option but would need to double-check.

Motion made by Mr. Rory Isaac, second by Mr. Glenn Summers, to recommend to the full board that administration (Monica Mason) and, if needed, Harry Miller, be authorized to execute the loan agreement, either at the rate already approved by City National Bank or, if available, the tax-exempt rate, for the financing of four new ambulances, four remounts, and the required equipment for them. The motion passed.

- Monica Mason reviewed that the purchase order for the power loads has already been placed to avoid the upcoming price increase. John Shaheen noted that the loan will include a three-month drawdown period. Jason Wilson reported that the first two remounts have been sent and are progressing as expected. He also stated that the first of the new ambulances entered production last week and that we should receive the new units by the end of the year. It was noted that six ambulances need to be purchased or remounted each year to properly maintain the fleet.

Highmark Blue Cross Blue Shield WV Contract- Monica Mason:

- Monica Mason reviewed that the coalition is working on reimbursement rates statewide. She stated that the coalition is working with Highmark, which has promised a 110% increase above the Medicare rate; however, no increases have taken place yet. The coalition continues to push back on this issue from a statewide perspective, while KCEAA has been working with Tom Susman and Brock Malcolm to negotiate a new agreement with Highmark.
- It was noted that Monica Mason and John Shaheen have also been working with QMC to evaluate all of KCEAA's payers. Monica stated that Highmark is the only payer with which KCEAA has a contractual agreement, which has been in place since 2001 and has not been revised since then. She further noted that Highmark is currently reimbursing at a lower rate than public payors.
- Tom Susman explained that under Blue Cross Blue Shield's current process, if a provider does not have a contract, payments are not made directly to the agency but are sent to the member. He also noted that KCEAA is currently being reimbursed for only a fraction of the billed amount.
- Tom Susman further explained that Blue Cross Blue Shield is preparing to enter its Medicare open enrollment period. If termination of the current agreement becomes necessary, it is critical to act promptly so that members evaluating plan options and employers seeking coverage are properly informed. He recommended issuing notice of termination, and if a new agreement is not reached by October 15, 2025, KCEAA should cancel the current agreement effective December 31, 2025, to ensure adequate notice is provided.
- Tom Susman stated that we are conducting a comprehensive review of all payers to ensure reimbursement rates are appropriate and aligned with the true cost of services.
- Monica Mason stated that she has worked with QMC regarding the current Highmark agreement. QMC has provided a letter that can be used as a reference to place Highmark on notice. She noted that the letter has been shared with Brock and Tom and requested

authorization to proceed with issuing the notice and renegotiating the contract, or canceling it if necessary, should the board wish to proceed.

- Rory Isaac raised concerns regarding the rate increase and the transition to QMC, emphasizing that KCEAA's largest private insurance company is currently reimbursing at a rate lower than public payors. He expressed concern about the potential impact on future revenue and asked whether this had been factored into projected income.
- Tom Susman explained that, as part of the rate increase strategy, some payers are expected to accept the new fee structure while others will require renegotiations. He noted that this renegotiation process is now underway and that the data provided by QMC now allows KCEAA to see clearly what each payer is reimbursing.
- Monica Mason reviewed the coalition's legislative efforts aimed at increasing reimbursement rates.

Motion made by Mr. Tim Morris, second by Mr. Rory Isaac, to recommend to the full board that administration be authorized to send notice to Highmark Blue Cross Blue Shield that, if a satisfactory contractual agreement cannot be reached, the current contract will be canceled for services rendered after December 31, 2025. The motion passed.

- Brock Malcolm stated that he agrees with the decision and will prepare a white paper of relevant legal references that can be used for leverage.

Merchant Credit Card Agreement- John Shaheen & Monica Mason:

- Monica Mason stated that KCEAA is canceling its current credit card processing vendor to avoid fees, as those services are covered under the QMC agreement. During the transition to a new vendor, part of the proposed agreement requires either Monica Mason or John Shaheen to provide a personal guarantee for the credit card machine. She noted that neither she nor John is comfortable signing such a guarantee and sought Brock Malcolm's opinion, who advised against signing.
- Monica reviewed that a background check is required as part of the process, which she does not have concerns about; however, she has significant concerns with the personal guarantee. She noted that QMC is pushing the vendor to update the agreement, but the clause requiring a personal guarantee remains. A complete draft that could be edited to remove the clause has been requested.
- Rory Isaac asked Carrie Dysart to modify the contract. Monica clarified that this is a vendor of QMC and that their vendor requires the guarantee. The committee agreed that the agreement should not be signed as-is and recommended requesting that QMC either find a new vendor or have the current vendor remove the personal guarantee clause.
- It was also noted that switching to the new vendor is desirable, as it is expected to provide approximately \$25,000 in annual fee savings.

Adjournment

There being no further business, a motion was made by Mr. Glenn Summers, second by Mr. Rory Isaac, to adjourn the meeting. The motion passed.

Respectfully submitted:

A handwritten signature in blue ink, appearing to read "Ethan Walker", with a stylized flourish at the end.

Ethan Walker