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CLERK OF THE BOARD
OF COUNTY COMMISSIONERS
MIAMI-DADE COUNTY, FLORIDA

MEMORANDUM Agenda Item No. 8(N)(2)

TO: Honorable Chairman Joe A. Martinez and Members, Board of County Commissioners

DATE: April 17, 2012

FROM: R. A. Cuevas, Jr. County Attorney

SUBJECT: Resolution approving transfer of shares of stock of American Ambulance Service, Inc. to Falk Southeast II, Corp.

Resolution No. R-338-12

The accompanying resolution was prepared by the Sustainablity, Planning and Economic Enhancement Development Department and placed on the agenda at the request of Prime Sponsor Commissioner Bruno A. Barreiro.

R. A. Cuevas, Jr.
County Attorney

RAC/up

Memorandum

MIAMI-DADE COUNTY

Date: April 17, 2012

To: Honorable Chairman Joe A. Martinez
and Members, Board of County Commissioners

From: Carlos A. Gimenez
Mayor

Subject: Resolution Approving Transfer of Shares of Stock of American Ambulance Service, Inc.

RECOMMENDATION
It is recommended that the Board of County Commissioners (Board) approve the transfer of shares of stock of American Ambulance Service, Inc., the holder of a Certificate of Public Convenience and Necessity to provide ground ambulance service, to Falck Southeast II, Corp.

SCOPE
The Certificate of Public Convenience and Necessity provides for countywide operation.

FISCAL IMPACT/FUNDING SOURCE
There is minimal fiscal impact to the County. American Ambulance Service, Inc. is an existing provider of ambulance service. The transfer application fee collected, as established by Implementing Order 4-107, was $1,500.

TRACK RECORD/MONITOR
Falck Southeast II, Corp. is a new service provider. American Ambulance Service, Inc. has held a Certificate of Public Convenience and Necessity since 2001. Neither company has an enforcement history. The Sustainability, Planning and Economic Enhancement Department will be responsible for monitoring this company.

BACKGROUND
Chapter 4, Article I of the Miami-Dade County Code (Code), which governs ambulances, requires Certificates of Public Convenience and Necessity to be approved by the Board. Section 4-4 (g) of the Code provides that any change in the ownership structure of a Certificate Holder that results in a change or the possibility of change in control must also be approved by the Board. The transfer of a certificate requires that a public hearing be held. In reaching its determination, the Board shall consider the application, the County Mayor's report and recommendation, all matters presented at the public hearing and the following criteria:

- The financial ability of the applicant to provide the proposed services;
- The adequacy of the management plan;
- Any recommendations from municipalities;
- The benefits that will accrue to the public interest;
- The community's need for the proposed service, including a response time analysis of existing private providers for the previous three (3) years as compared to benchmark response times stated in each provider's most recent application and the quality of existing services as determined by the results of the comprehensive market survey conducted during the year preceding the term for certificate renewal and acceptance of new applications.

American Ambulance Service, Inc. has been providing ambulance service in Miami-Dade County since 2001. The company is currently authorized to operate thirty-five (35) active units and seven (7) spare units. In March 2012, the company informed the County that it had entered into a Stock Purchase Agreement with Falck Southeast II, Corp. The agreement establishes the sale of all of the company's shares of stock held by the sole shareholders, Mr. Raul Medina, Jr. and Mr. Charles S. Maymon to Falck Southeast II, Corp.

Falck Southeast II, Corp., headquartered in Bothell, Washington, is a wholly owned subsidiary of Falck USA, Inc., the third largest provider of quality emergency medical services in the United States. Currently, Falck USA, Inc. operates in nine states, strategically located throughout the West and East Coasts. The company has the necessary financial strength to sustain its operations. In accordance with the Code, staff will monitor quarterly and annual fiscal and other statistical data on an ongoing basis.

The management plan submitted by the applicant details the business functions that will be conducted and managed, including employee/crew training, a mechanism to handle complaints, accidents, maintenance, communications and dispatch, maintenance of business records and a quality assurance program. The proposed service standards meet all requirements of the Code and adequately meet transportation and comfort needs.

The benchmark response times provided by the applicant are within the parameters of being reasonably responsive to the expectations of customers and are in line with the other providers' self-imposed schedule of benchmark response times.

After approval of transfer, Falck Southeast II, Corp. will be utilizing the same number of active and reserve units authorized by the Certificate of Public Convenience and Necessity under the same trade name (American Ambulance Service) and utilizing the same vehicle colors, design and markings as currently operated by American.

A notice of the application filing was transmitted to all County municipalities and certificate holders as required. No objections were received.

The Triennial Private Ambulance Service Market Survey that was submitted to the Board in May 2011 shows that a high quality of ambulance service is being provided throughout the County and that there is no need for significant expansion of providers. This application does not constitute an expansion of the service since it only deals with the transfer of an existing ambulance certificate.

The public will benefit from the continued availability of a highly specialized, equipped and staffed ambulance service operating in compliance with Federal, State and County regulations.

Deputy Mayor

MEMORANDUM
(Revised)

TO: Honorable Chairman Joe A. Martinez and Members, Board of County Commissioners

DATE: April 17, 2012

FROM: R. A. Cuevas, Jr. County Attorney

SUBJECT: Agenda Item No. 8(N)(2)

Please note any items checked.

_____ **"3-Day Rule" for committees applicable if raised**

_____ **6 weeks required between first reading and public hearing**

_____ **4 weeks notification to municipal officials required prior to public hearing**

_____ **Decreases revenues or increases expenditures without balancing budget**

_____ **Budget required**

_____ **Statement of fiscal impact required**

_____ **Ordinance creating a new board requires detailed County Manager's report for public hearing**

_____ **No committee review**

_____ **Applicable legislation requires more than a majority vote (i.e., 2/3's ____, 3/5's ____, unanimous_____) to approve**

_____ **Current information regarding funding source, index code and available balance, and available capacity (if debt is contemplated) required**

Approved _____ Mayor
Veto _____
Override _____

Agenda Item No. 8(N)(2)
4-17-12

RESOLUTION NO. R-338-12

RESOLUTION APPROVING TRANSFER OF SHARES OF STOCK OF AMERICAN AMBULANCE SERVICE, INC. TO FALCK SOUTHEAST II, CORP.

WHEREAS, this Board desires to accomplish the purposes outlined in the accompanying memorandum, a copy of which is incorporated herein by reference,

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF MIAMI-DADE COUNTY, FLORIDA, that in accordance with Chapter 4 of the Code, the transfer of shares of stock of American Ambulance Service, Inc. to Falck Southeast II, Corp. is approved.

The foregoing resolution was offered by Commissioner **Rebeca Sosa**, who moved its adoption. The motion was seconded by Commissioner **Audrey Edmonson** and upon being put to a vote, the vote was as follows:

Joe A. Martinez, Chairman	**aye**		
Audrey M. Edmonson, Vice Chairwoman	**aye**		
Bruno A. Barreiro	**aye**	Lynda Bell	**aye**
Esteban L. Bovo, Jr.	**aye**	Jose "Pepe" Diaz	**absent**
Sally A. Heyman	**aye**	Barbara J. Jordan	**absent**
Jean Monestime	**aye**	Dennis C. Moss	**aye**
Rebeca Sosa	**aye**	Sen. Javier D. Souto	**absent**
Xavier L. Suarez	**absent**		

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The Chairperson thereupon declared the resolution duly passed and adopted this 17th day of April, 2012. This resolution shall become effective ten (10) days after the date of its adoption unless vetoed by the Mayor, and if vetoed, shall become effective only upon an override by this Board.

MIAMI-DADE COUNTY, FLORIDA
BY ITS BOARD OF COUNTY
COMMISSIONERS

HARVEY RUVIN, CLERK

By: Christopher Agrippa
Deputy Clerk

Approved by County Attorney as
to form and legal sufficiency. GKS

Gerald K. Sanchez