

HAYWOOD COUNTY BOARD OF COMMISSIONERS  
CLOSED SESSION MINUTES  
JANUARY 6, 2014

**MEMBERS PRESENT:** Chairman Mark S. Swanger, Vice-Chairman J.W. "Kirk" Kirkpatrick, Commissioners L. Kevin Ensley, Michael T. Sorrells and Bill L. Upton

**MEMBERS ABSENT:** None

**STAFF PRESENT:** Interim County Manager/Clerk to the Board Marty Stamey, Finance Director Julie Davis, County Attorney Leon M. "Chip" Killian, III and Executive Assistant/Deputy Clerk Amie Owens

**OTHERS PRESENT:**

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**GENERAL STATUTE:** Attorney/Client Privilege §143-318.11(a)(3)

**SUBJECT:** Haywood Regional Medical Center - discussion re: County funds after sale

**DISCUSSION:**

Vice Chairman Kirkpatrick asked the members for their thoughts regarding the possible monies that would be available to the County after HRMC is sold. Discussion was held regarding the direction of the funds with the goal being to maintain the principal funding and use only interest, if possible.

Members agreed that an endowment was not recommended, but would like to make it difficult to get to the principal so that funds are available long-term.

Chairman Swanger directed Mr. Killian to draft language regarding a foundation including potential membership; Ms. Davis should be included in any financial reviews.

Chairman Swanger and Vice Chairman Kirkpatrick have a meeting scheduled with the HRMC Foundation on January 8, 2014 to hear their ideas about a potential future foundation. Mr. Dove and Ms. Davis were requested to

**OPEN SESSION:**

Commissioner Upton made a motion to return to open session. Commissioner Ensley seconded and the motion carried unanimously.

  
CLERK

  
CHAIRMAN

RELEASED

10-14-2021

Date

*L. K. [Signature]*

Chairman

*[Signature]*

Clerk

**HAYWOOD COUNTY BOARD OF COMMISSIONERS  
CLOSED SESSION MINUTES  
JANUARY 21, 2014**

**MEMBERS PRESENT:** Chairman Mark S. Swanger, Vice-Chairman J.W. "Kirk" Kirkpatrick, Commissioners L. Kevin Ensley, Michael T. Sorrells and Bill L. Upton

**MEMBERS ABSENT:** None

**STAFF PRESENT:** Interim County Manager/Clerk to the Board Marty Stamey, Finance Director Julie Davis, County Attorney Leon M. "Chip" Killian, III and Executive Assistant/Deputy Clerk Amie Owens

**OTHERS PRESENT:**

**GENERAL STATUTE:** Attorney/Client Privilege §143-318.11(a)(3)

**SUBJECT:** Haywood Regional Medical Center - Definitive Agreement

**DISCUSSION:**

Mr. Killian reported that a first draft of the Definitive Agreement between HRMC and DLP has been received. He added that language would be included about the county and certain funds since the County has an interest in this agreement. Ms. Davis has received a copy for her to review financial considerations. At this time, Mr. Killian cannot share the draft with the Board Members.

Discussion was held regarding possible language to protect the funds which would be allocated to the County after the sale. Considerations being whether or not to utilize the existing HRMC foundation or to set up another foundation. Vice Chairman Kirkpatrick noted that he hoped there would be a way to keep the HRMC foundation involved, but the County would maintain control of the ~~principle~~ *PRINCIPAL* principle. He also suggested language to prevent future boards from changing the use of funds.

Mr. Killian and Ms. Davis will continue to work on revisions to the agreement and will update when possible.

**OPEN SESSION:**

Commissioner Upton made a motion to return to open session. Commissioner Ensley seconded and the motion carried unanimously.



CLERK



CHAIRMAN

RELEASED

10-4-2021  
Date  
J. K. [Signature]  
Chairman  
Tracy Wells  
Clerk



HAYWOOD COUNTY BOARD OF COMMISSIONERS  
CLOSED SESSION MINUTES  
FEBRUARY 3 2014

**MEMBERS PRESENT:** Chairman Mark S. Swanger, Vice-Chairman J.W. "Kirk" Kirkpatrick, Commissioners L. Kevin Ensley, Michael T. Sorrells and Bill L. Upton

**MEMBERS ABSENT:** None

**STAFF PRESENT:** Interim County Manager/Clerk to the Board Marty Stamey, Finance Director Julie Davis, County Attorney Leon M. "Chip" Killian, III and Executive Assistant/Deputy Clerk Amie Owens

**OTHERS PRESENT:**

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**GENERAL STATUTE:** Attorney/Client Privilege §143-318.11(a)(3)

**SUBJECT:** Haywood Regional Medical Center - discussion re: County funds after sale

**DISCUSSION:**

Mr. Killian explained that he and Ms. Davis were still reviewing the definitive agreement draft and that mark up versions had been received.

Discussion was held regarding the direction of the funds with the goal being to maintain the principal funding and use only interest, if possible. Chairman Swanger directed Mr. Killian to research and review draft language regarding a foundation including potential membership. Mr. Dove will also look at possible structure of a foundation. Vice Chairman Kirkpatrick asked members to consider a possible structure of a 7 member board of two Commissioners, the County Manager and Finance Director with three (3) at large members. This group would be in charge of the principal.

Chairman Swanger directed Mr. Dove to schedule a meeting with a small group of HRMC Foundation members with he, Vice Chairman Kirkpatrick, Ms. Davis and Mr. Dove in attendance.

**OPEN SESSION:**

Commissioner Upton made a motion to return to open session. Commissioner Ensley seconded and the motion carried unanimously.

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CLERK

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CHAIRMAN

RELEASED

10-4-2021

Date

Chairman

Clerk

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HAYWOOD COUNTY BOARD OF COMMISSIONERS  
CLOSED SESSION MINUTES  
FEBRUARY 17, 2014

**MEMBERS PRESENT:** Chairman Mark S. Swanger, Vice-Chairman J.W. "Kirk" Kirkpatrick, Commissioners L. Kevin Ensley, Michael T. Sorrells and Bill L. Upton

**MEMBERS ABSENT:** None

**STAFF PRESENT:** Interim County Manager/Clerk to the Board Ira Dove, Finance Director Julie Davis, County Attorney Leon M. "Chip" Killian, III. Executive Assistant Candace Way and Executive Assistant/Deputy Clerk Amie Owens

**OTHERS PRESENT:**

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**GENERAL STATUTE:** Attorney/Client Privilege §143-318.11(a)(3)

**SUBJECT:** Haywood Regional Medical Center - discussion re: County funds after sale

**DISCUSSION:**

The County Attorney stated that he is still working on the issues surrounding the foundation and is talking with the hospital attorney. He explained some of the legal issues with the existing hospital foundation and discussed the desires of the commissioners as to the purpose of such a foundation and possible qualifications under the Internal Revenue Code.

Discussion was held. The County is waiting on additional information. It has been reiterated that the County wants to focus on healthcare now and in the future with assurances in place that will eliminate or at least minimize use of principal.

**OPEN SESSION:**

Commissioner Upton made a motion to return to open session. Commissioner Sorrells seconded and the motion carried unanimously.

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CLERK

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CHAIRMAN

RELEASED

10-4-2021

Date

Chairman

Clerk

*J. K. [Signature]*  
*Gray Bell*



HAYWOOD COUNTY BOARD OF COMMISSIONERS  
CLOSED SESSION MINUTES  
MARCH 3, 2014

**MEMBERS PRESENT:** Chairman Mark S. Swanger, Vice-Chairman J.W. "Kirk" Kirkpatrick, Commissioners L. Kevin Ensley, Michael T. Sorrells and Bill L. Upton

**MEMBERS ABSENT:** None

**STAFF PRESENT:** Interim County Manager/Clerk to the Board Ira Dove, Finance Director Julie Davis, County Attorney Leon M. "Chip" Killian, III. Executive Assistant/Deputy Clerk Candace Way

**OTHERS PRESENT:**

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**GENERAL STATUTE:** Attorney/Client Privilege §143-318.11(a)(3)

**SUBJECT:** Haywood Regional Medical Center - discussion re: County funds after sale

**DISCUSSION:**

Mr. Killian stated that he has not received another draft from the asset purchase agreement as of this date.

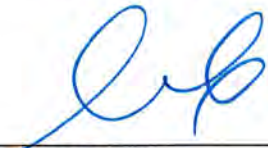
A discussion was held concerning the closing date with Duke moving to May, and the issues surrounding that. Of most concern is enough funds to cover operating expenses. Mr. Killian noted that the County is waiting on a timeline, the amount of money and the foundation.

Mr. Dove stated that he had met with Gavin Brown and they have pulled together basic talking points. A possible board composition was discussed, and Chairman Swanger noted that one possibility could be that it must have a super majority requirement.

Mr. Killian suggested that Mr. Dove pull together the talking points and place in a document for the Commissioners. Mr. Dove stated that the next step is drafting a document for the Commissioners to agree upon and then forward it to Mr. Brown.

**OPEN SESSION:**

Commissioner Ensley made a motion to return to open session. Commissioner Upton seconded and the motion carried unanimously.



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CLERK



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CHAIRMAN

RELEASED

10-4-2021

Date

Chairman

Clerk

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HAYWOOD COUNTY BOARD OF COMMISSIONERS  
CLOSED SESSION MINUTES  
MARCH 17, 2014

**MEMBERS PRESENT:** Chairman Mark S. Swanger, Vice-Chairman J.W. "Kirk" Kirkpatrick, Commissioners L. Kevin Ensley, Michael T. Sorrells and Bill L. Upton

**MEMBERS ABSENT:** None

**STAFF PRESENT:** Interim County Manager/Clerk to the Board Ira Dove, Finance Director Julie Davis, County Attorney Leon M. "Chip" Killian, III. Executive Assistant/Deputy Clerk Candace Way

**OTHERS PRESENT:**

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**GENERAL STATUTE:** Attorney/Client Privilege §143-318.11(a)(3)

**SUBJECT:** Haywood Regional Medical Center - discussion re: County funds after sale

**DISCUSSION:**

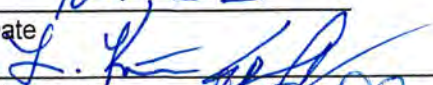
The status of the Foundation was discussed, with Mr. Dove indicating that at some point we will go back with talking points. Mr. Sorrells suggested that the County may want to consult with Mark Sorrells of the Golden Leaf Foundation, indicating that Mr. Killian had previously spoken with him. Mr. Killian agreed. Mr. Dove and Mr. Killian will speak with Mark Sorrells and update the Board at the next meeting.

**OPEN SESSION:**

Vice Chairman Kirkpatrick made a motion to return to open session. Commissioner Upton seconded and the motion carried unanimously.

  
\_\_\_\_\_  
CLERK

  
\_\_\_\_\_  
CHAIRMAN

<b>RELEASED</b>	
Date	10-4-2021
Chairman	
Clerk	



HAYWOOD COUNTY BOARD OF COMMISSIONERS  
CLOSED SESSION MINUTES  
JUNE 2, 2014

**MEMBERS PRESENT:** Chairman Mark S. Swanger, Vice-Chairman J.W. "Kirk" Kirkpatrick, Commissioners L. Kevin Ensley, Michael T. Sorrells and Bill L. Upton

**MEMBERS ABSENT:** None

**STAFF PRESENT:** County Manager/Clerk to the Board Ira Dove, Finance Director Julie Davis, County Attorney Leon M. "Chip" Killian, III. Executive Assistant/Deputy Clerk Candace Way

**OTHERS PRESENT:**

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**GENERAL STATUTE:** Attorney/Client Privilege §143-318.11(a)(3)

**SUBJECT:** Haywood Regional Medical Center

**DISCUSSION:**

Mr. Killian updated the Board with the most recent status of the hospital. He said that it is pretty certain they won't be ready to close by the end of June, and the public meeting should wait until the final draft is done. He stated that he had received a mark up of the agreement which did not include the County in the escrow agreement, noting the reason being a bank policy. A discussion was held on the importance of County representation throughout this process, with the focus being on seller representation.

Hospital funds were discussed and Chairman Swanger asked about the possibility of having to use the line of credit if the process was prolonged. Vice-Chairman Kirkpatrick noted that it could be close.

A discussion was held on the hospital foundation and it was decided that Mr. Dove will provide a detailed proposal for HRMC Foundation and Community Foundation along with the pros and cons to the Board.

Mr. Killian will get the latest mark up of the agreement.

**OPEN SESSION:**

Commissioner Sorrells made a motion to return to open session and Commissioner Upton seconded. The motion carried unanimously.

  
CLERK

  
CHAIRMAN

RELEASED

10-4-2021  
Date  
Chairman  
Clerk  
Sage Wells



HAYWOOD COUNTY BOARD OF COMMISSIONERS  
CLOSED SESSION MINUTES  
AUGUST 3, 2015

**MEMBERS PRESENT:** Chairman Mark S. Swanger, Vice-Chairman J.W. "Kirk" Kirkpatrick III, Commissioners Bill L. Upton, L. Kevin Ensley and Michael T. Sorrells

**MEMBERS ABSENT:** None

**STAFF PRESENT:** County Manager/Clerk to the Board Ira Dove, HCHHSA Director/Asst. County Manager Stoney Blevins, Finance Director Julie Davis, County Attorney Leon M. "Chip" Killian III, and Executive Assistant/Deputy Clerk Candace Way

**OTHERS PRESENT:**

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**GENERAL STATUTE:** Attorney/Client Privilege §143-318.11(a)(3)

**SUBJECT:** Duke Life-Point

**DISCUSSION:**

Mr. Killian informed the Board that Tom Lambeth will be here this week to discuss foundations. He said that he will be speaking with Mr. Stukes, and will let the Board know at the next meeting how things are progressing with winding up business after the sale of the hospital. and the use of the funds from the sale.

A discussion was also held about the Hospital Authority Board. The Board only meets when needed, and many of the members terms have expired.

Mr. Killian advised that the member has to serve until their successor is appointed. He will also discuss this with Mr. Stukes.

**OPEN SESSION:**

Commissioner Sorrells made a motion to return to open session. Commissioner Upton seconded and the motion carried unanimously.

  
CLERK

  
CHAIRMAN

RELEASED	
Date	10-4-2021
Chairman	
Clerk	

**HAYWOOD COUNTY BOARD OF COMMISSIONERS  
CLOSED SESSION MINUTES  
March 7, 2016**

**MEMBERS PRESENT:** Chairman Mark S. Swanger, Vice-Chairman J.W. "Kirk" Kirkpatrick III, Commissioners Bill L. Upton, L. Kevin Ensley and Michael T. Sorrells  
**MEMBERS ABSENT:** none

**STAFF PRESENT:** County Manager/Clerk to the Board Ira Dove, HHS Director/Assistant County Manager, Stoney Blevins, Finance Director Julie Davis, County Attorney Leon M. "Chip" Killian III, and Executive Assistant/Deputy Clerk Candace Way

**OTHERS PRESENT:**

**GENERAL STATUTE:** Attorney/Client Privilege §143-318.11(a)(3)

**SUBJECT:** HRMC sales proceeds

**DISCUSSION:**

Mr. Dove explained that there will be between 18 to 20 million dollars to work with. He stated that the County hired Attorney Richard Kort, and he has done a lot of work to research what is the best option. Options are: 1) the County to create its own foundation, 2) Have a restrictive gift to a public foundation or 3) Gift to a public foundation with no restrictions. He said that #3 is out based on that. With option #1, it has a big caveat that a future Board can change it for any other purpose. It can put money where they want it. He said that the Board would have total control now but cannot bind for future Boards.

Option #2 would allow a direct plan on guidance on how the Board would want it directed or it comes back to the county. If the Board decided to go with this option, Mr. Kort will put forth the proposals and have the documents drawn up.

Mr. Killian advised that he had reviewed the matters and discussed options. He stated that with option #2, the segregated funds will be the County funds.

Mr. Dove recommended that the County goes with Option #2. He suggested that if this is chosen, the Board needs to make sure they pick a partner that has the ability to carry out what the Board wants and has the means to protect their liability. He said that he, Ms. Davis and Mr. Killian agree that this is the best option for increasing the health of Haywood county citizens for a long term.

Commissioner Sorrells asked if years from now, if the hospital is gone, can the County get the money back? Mr. Killian advised that this will need to be answered.

After discussion, it was agreed that Mr. Dove will ask Mr. Kort to drill down Option #2 and come together with information for the Board with a timetable.

**OPEN SESSION:**

Commissioner Sorrells made a motion to return to open session. Vice-Chairman Kirkpatrick seconded and the motion carried unanimously.

  
 \_\_\_\_\_  
 CLERK

  
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 CHAIRMAN

RELEASED

10-4-2021

Date

Chairman

Clerk

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**HAYWOOD COUNTY BOARD OF COMMISSIONERS  
CLOSED SESSION MINUTES  
May 2, 2016**

**MEMBERS PRESENT:** Chairman Mark S. Swanger, Vice-Chairman J.W. "Kirk" Kirkpatrick III, Commissioners Bill L. Upton, L. Kevin Ensley and Michael T. Sorrells

**MEMBERS ABSENT:** none

**STAFF PRESENT:** County Manager/Clerk to the Board Ira Dove, HHSA Director/Assistant County Manager, Stoney Blevins, Finance Director Julie Davis, County Attorney Leon M. "Chip" Killian III, and Executive Assistant/Deputy Clerk Candace Way

**OTHERS PRESENT:**

**GENERAL STATUTE:** Attorney/Client Privilege §143-318.11(a)(3)

**SUBJECT:** Negotiation, process for getting a foundation for HRMC sales proceeds

**DISCUSSION:**

Mr. Dove referred to the documents provided to the Board, one being examples of possible agreement restrictions from Mr. Richard Kort, an attorney retained by the County for this matter, and the other being the memo from Mr. Killian on the process of selection of foundation and distribution of proceeds. He said that the County would choose a group to handle the funds. He said that he is suggesting to get proposals. Mr. Killian advised as to the legality of the proposed action.

An RFP will be put out to qualified entities that will work in Haywood County. Mr. Killian advised that this will have to be done in public body.

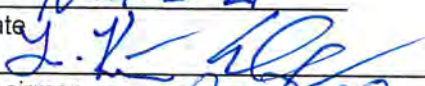
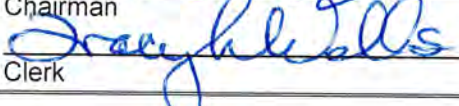
Ms. Davis and Mr. Killian will work on the type of account for returned funds, whether it be an escrow type of fund or a third party such as a trust account and work on the reversion language.

**OPEN SESSION:**

Commissioner Upton made a motion to return to open session. Commissioner Ensley seconded and the motion carried unanimously.

  
CLERK

  
CHAIRMAN

<b>RELEASED</b>	
Date	10-4-2021
Chairman	
Clerk	

HAYWOOD COUNTY BOARD OF COMMISSIONERS  
CLOSED SESSION MINUTES  
July 18, 2016

**MEMBERS PRESENT:** Chairman Mark S. Swanger, Vice-Chairman J.W. "Kirk" Kirkpatrick III, Commissioners Bill L. Upton, L. Kevin Ensley and Michael T. Sorrells  
**MEMBERS ABSENT:** none

**STAFF PRESENT:** County Manager/Clerk to the Board Ira Dove, HHSA Director/Assistant County Manager, Stoney Blevins, Finance Director Julie Davis, County Attorney Leon M. "Chip" Killian III, and Executive Assistant/Deputy Clerk Candace Way

**OTHERS PRESENT:**  
**GENERAL STATUTE:** Attorney/Client Privilege §143-318.11(a)(3)

**SUBJECT:** HRMC sales proceeds – procedure for legal documents

**DISCUSSION:**  
Mr. Dove distributed the Request for Proposal to the Board that was prepared by Richard Kort, Attorney.

Mr. Killian advised to publish it in the paper without all of the requirements, and refer in the notice that more information can be obtained on the county website.

This will go on the Board agenda for August 1.

**OPEN SESSION:**  
Commissioner Upton made a motion to return to open session. Commissioner Sorrells seconded and the motion carried unanimously.

  
\_\_\_\_\_  
CLERK

  
\_\_\_\_\_  
CHAIRMAN

<b>RELEASED</b>	
Date	<u>10-4-2021</u>
Chairman	<u>J. W. Kirkpatrick III</u>
Clerk	<u>Michael T. Sorrells</u>



HAYWOOD COUNTY BOARD OF COMMISSIONERS  
CLOSED SESSION MINUTES  
August 7, 2017

**MEMBERS PRESENT:** Chairman J.W. "Kirk" Kirkpatrick III, Vice-Chairman Bill L. Upton, Commissioners L. Kevin Ensley, Michael T. Sorrells and Brandon C. Rogers

**MEMBERS ABSENT:**

**STAFF PRESENT:** County Manager, Ira Dove, Asst. County Manager/HHSA Director, Stoney Blevins, County Attorney Leon M. "Chip" Killian III, Finance Director, Julie Davis and Executive Assistant/Clerk to the Board, Candace Way,

**OTHERS PRESENT:** none

**GENERAL STATUTE:** Attorney/Client Privilege §143-318.11(a)(3)

**SUBJECT:** Haywood Health Foundation – management of funds

**DISCUSSION**

Mr. Dove presented the proposed restricted fund management services agreement and summary to the Board. They reviewed it. He noted that Haywood Hospital Authority would like to release \$6 million, and there is another \$12 million in Wells Fargo to be released in a number of years. The Board questioned costs. Mr. Dove said that there are two essential charges that the County would receive for the management of funds. One is for the money management, which right now is the Stephens group, and the second is for administrative costs from the foundation. He reviewed the possible fees to be used in negotiation with the Board, noting that the percentage that determines the fees goes down as the spendable income goes up. He reminded the Board that when turning over funds to a foundation, some control is lost over some of the types of investments made and there is risk.

Ms. Davis stated that the Stephens group is willing to advise and explain it all to the Board.

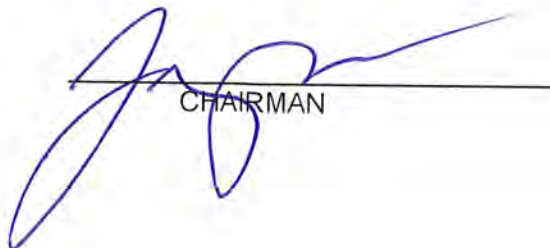
Mr. Killian advised that the only restrictions are what the Board creates. He noted that the foundation fees will be higher if fund management performs well. He said that there needs to be a good mix of protecting and investing.

The Board agreed that they would like to know that they are receiving the lowest fees they can get and that they want to invest to conserve the principal. They asked for some hypothetical numbers to see what the foundation will make in administrative fees, and what the Stephens group will make in management fees. The matter will be reviewed for further negotiation instructions.

**OPEN SESSION:**

Commissioner Ensley made a motion to return to open session. Commissioner Sorrells seconded and the motion carried unanimously.

  
CLERK

  
CHAIRMAN

RELEASED

10-4-2021  
Date  
J.K. [Signature]  
Chairman  
[Signature]  
Clerk

HAYWOOD COUNTY BOARD OF COMMISSIONERS  
CLOSED SESSION MINUTES  
August 21, 2017

**MEMBERS PRESENT:** Chairman J.W. "Kirk" Kirkpatrick III, Vice-Chairman Bill L. Upton, Commissioners L. Kevin Ensley, Michael T. Sorrells and Brandon C. Rogers

**MEMBERS ABSENT:**

**STAFF PRESENT:** County Manager, Ira Dove, Asst. County Manager/HHSA Director, Stoney Blevins. County Attorney Leon M. "Chip" Killian III, Finance Director, Julie Davis and Executive Assistant/Clerk to the Board, Candace Way,

**OTHERS PRESENT:** Attorney Richard Kort via telephone

**GENERAL STATUTE:** Attorney/Client Privilege §143-318.11(a)(3)

**SUBJECT:** Haywood Health Foundation – management of funds

**DISCUSSION**

Mr. Dove reviewed the amended proposed restricted fund management services agreement with the Board. He noted that the fee structures in this draft more closely match the numbers on the document provided by Ms. Davis (attached). The Board extensively discussed the fee structure and spendable income, agreeing that there are risks.

Mr. Kort joined the meeting by telephone. He advised that he felt the document is well done and is a good negotiating product. He noted that the investment management is basically a pass through. He said that he thought the fund management fee is low and expects the foundation to come back indicating where the increases need to occur. He said that when it gets to the fully funded amount at \$18 million dollars, the compensation is in line with what he typically sees. He said the Board needs to submit the proposal and see what comes back.

A suggestion was made as possibly providing office space, which will soon be needed by the foundation. Mr. Kort advised that he thought that offer would be independent of this agreement. He said the County could offer free office space for the first three years which could be beneficial to the foundation.

Mr. Killian advised that he expects them to come back with what it will take to operate.

The Board agreed for Mr. Dove to negotiate with Haywood Health Foundation to submit to them this proposal, and if needed, to offer the foundation office space.

**OPEN SESSION:**

Commissioner Ensley made a motion to return to open session. Vice-Chairman Upton seconded and the motion carried unanimously.

  
CLERK

  
CHAIRMAN

RELEASED

10-4-2021  
Date

Chairman

Clerk

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HAYWOOD COUNTY BOARD OF COMMISSIONERS  
CLOSED SESSION MINUTES  
October 3, 2017

**MEMBERS PRESENT:** Chairman J.W. "Kirk" Kirkpatrick III, Vice-Chairman Bill L. Upton, Commissioners L. Kevin Ensley, Michael T. Sorrells and Brandon C. Rogers

**MEMBERS ABSENT:** none

**STAFF PRESENT:** County Manager, Ira Dove, Asst. County Manager/HHSA Director, Stoney Blevins. County Attorney Leon M. "Chip" Killian III, Finance Director, Julie Davis and Executive Assistant/Clerk to the Board, Candace Way,

**OTHERS PRESENT:** none

**GENERAL STATUTE:** Attorney/Client Privilege §143-318.11(a)(3)

**SUBJECT:** Haywood Health Authority (HHA)

**DISCUSSION**

Mr. Dove explained that there are two sources of funds, Wells Fargo and the business account. The HHA would like to turn most of the business account of \$5-6 million into the County's hands, and maybe \$3 million of the other \$12. They would have to get the DLP board to sign off because it is an early release. The County can hold the funds. He is waiting to hear from Chris Williams, president of Haywood Health Foundation to see if they would speed up their time table.

Ms. Davis advised that if the Foundation board would release to the County, it can go into a segregated account.

Chairman Kirkpatrick noted that HHA would like to know that it is going to the foundation. If the funds came to the County, it would be a little better because it can be invested. Medicare and Medicaid are self-reporting, and has not been reported. Once that is settled, it can be released. This is a way to release some prior to settling.

The Board discussed the possible usage of the funds and Mr. Killian advised that it is supposed to be dedicated to health care and will review this.

Mr. Dove will report back to the Board on the negotiations with the Foundation.

**OPEN SESSION:**

Commissioner Rogers made a motion to return to open session. Commissioner Sorrells seconded and the motion carried unanimously.

  
CLERK

  
CHAIRMAN



RELEASED

10-4-2021  
Date  
J. V. [Signature]  
Chairman  
D. [Signature]  
Clerk

**HAYWOOD COUNTY BOARD OF COMMISSIONERS  
CLOSED SESSION MINUTES  
December 4, 2017**

**MEMBERS PRESENT:** Chairman J.W. "Kirk" Kirkpatrick III, Vice-Chairman Bill L. Upton, Commissioners L. Kevin Ensley, Michael T. Sorrells and Brandon C. Rogers

**MEMBERS ABSENT:** none

**STAFF PRESENT:** Interim County Manager Joel Mashburn, Asst. County Manager/HHSA Director, Stoney Blevins. County Attorney Leon M. "Chip" Killian III, Finance Director, Julie Davis; Deputy Clerk to the Board Tracy Wells and Executive Assistant/Clerk to the Board, Candace Way,

**OTHERS PRESENT:** Attorney Richard Kort by phone

**GENERAL STATUTE:** Attorney/Client Privilege §143-318.11(a)(3)

**SUBJECT:** Haywood Health Foundation (HHF) – management of funds

**DISCUSSION**

Mr. Killian distributed copies of the draft agreement to the Board. He advised that \$3 million dollars of the funds may be released soon. He indicated that Chairman Kirkpatrick will need to sign the release.

Chairman Kirkpatrick noted that the main reason it is taking some time to release is due to liabilities that may be present, and funds must be retained for Medicare cost reimbursements if needed. He stated that once the \$ 3million dollars is released, there is another \$6.6 million ready to be released.

Attorney Richard Kort joined the meeting by phone. He explained that in connection with addressing the comments on the draft agreement from HHF which were mostly procedural, there are revisions related to restrictions. The non-duplication of services agreement is limited to a five year term, beginning August 1, 2014 and ending on August 1, 2019. The terms of the agreement do not speak beyond its term. He noted that it does appear reasonable providing for continued restriction beyond a 72 month period. Part of the Asset Purchase Agreement has a provision that says funds may only be used for health related purposes. He noted that Attorney Tom Stukes, representing Haywood Heath Authority, indicated that Haywood County requested the health related restriction be included. That restriction would extend to Haywood Health Foundation in the second set of modifications. In addition during his conversation with Mr. Stukes, they discussed the section of the tax code that would impose intermediate sanctions on Haywood Health Foundation if they were to engage in any transaction that may have some economic benefit for private individuals; in particular, the entity operating Haywood Regional Medical Center today. The safeguard that keeps those transactions from happening are the intermediation sanction rules rather than Haywood Health Foundation losing its exempt status. The agreement now includes reference to those sanctions for events of default.

Chairman Kirkpatrick confirmed that this means that the neither the County nor HHA can provide financing to Duke LifePoint (DLP). The County cannot duplicate services that DLP provides.

Mr. Killian agreed, noting the exception would be various County entities listed in Exhibit B of the agreement which are mainly indigent and substance abuse services.

Mr. Kort stated he did not believe Mr. Stukes has the consent of DLP. Nor have they or HHF been provided a copy of the non-duplication part of agreement. He expects funds to be transferred in early 2018. He stated that he feels it is important to provide the HHF only Section 9.16 of the purchase agreement, as some documents are not in the public domain.

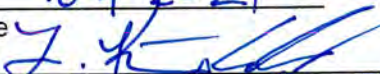
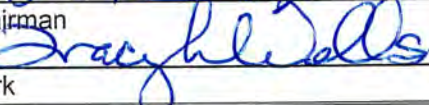
Mr. Killian advised that they wanted the Board to be aware of the progression of the agreement and will continue to work on amendments and provisions.

**OPEN SESSION:**

Vice-Chairman Upton made a motion to return to open session. Commissioner Rogers seconded and the motion carried unanimously.

  
CLERK

  
CHAIRMAN

<b>RELEASED</b>	
Date	<u>10-4-2021</u>
Chairman	<u></u>
Clerk	<u></u>

HAYWOOD COUNTY BOARD OF COMMISSIONERS  
CLOSED SESSION MINUTES  
OCTOBER 5, 2020

**MEMBERS PRESENT:** Chairman L. Kevin Ensley, Vice-Chairman Brandon C. Rogers, Commissioners J.W. "Kirk" Kirkpatrick III, Tommy Long and Mark Pless

**MEMBERS ABSENT:** None

**STAFF PRESENT:** County Manager Bryant Morehead, County Attorney Frank Queen, and Clerk to the Board Tracy Wells

**OTHERS PRESENT:** None

**GENERAL STATUTE:** Closed Session Minutes §143-318.11(a)(1)

**SUBJECT:** Closed Session Minutes


**DISCUSSION**

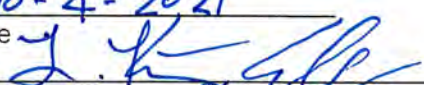

The Board reviewed closed session minutes and agreed on minutes to release, minutes to review for release at a later date, and minutes not to release.

**OPEN SESSION:**

Commissioner Long made a motion to return to open session. Commissioner Pless seconded and the motion carried unanimously.

  
\_\_\_\_\_  
CLERK

  
\_\_\_\_\_  
CHAIRMAN

<b>RELEASED</b>	
Date	<u>10-4-2021</u>
Chairman	<u></u>
Clerk	<u></u>

HAYWOOD COUNTY BOARD OF COMMISSIONERS  
CLOSED SESSION MINUTES  
MARCH 15, 2021

**MEMBERS PRESENT:** Chairman L. Kevin Ensley, Vice-Chairman Brandon C. Rogers, Commissioners J.W. "Kirk" Kirkpatrick, III, Tommy Long and Jennifer M. Best

**MEMBERS ABSENT:** None

**STAFF PRESENT:** County Manager Bryant Morehead, County Attorney Frank Queen, Clerk to the Board Tracy Wells, Operations Director Kris Boyd and Human Resources Director Kathi McClure.

**OTHERS PRESENT:** None

**GENERAL STATUTE:** Attorney/Client §143-318.11(a)(3)

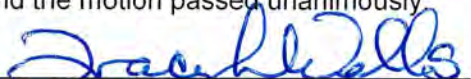
**SUBJECT:** County Health Expenses Claim

**DISCUSSION:**

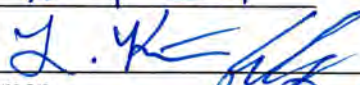
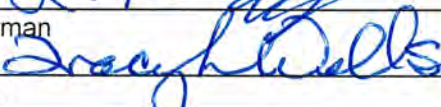
County Attorney Frank Queen informed the Board a County employee who was insured through the County filed a malpractice lawsuit against a doctor who performed an unnecessary surgery on them. The County paid \$33,000 in medical expenses and has filed a claim for reimbursement. The defendant's attorney has countered with an approximate \$16,000 settlement. After further discussion by the Board, Commissioner Kirkpatrick motioned to authorize subrogation to settle the County's claim in the amount of \$16,874.24. Commissioner Long seconded and the motion passed unanimously.

**OPEN SESSION:**

Commissioner Kirkpatrick made a motion to return to open session. Commissioner Long seconded and the motion passed unanimously.

  
CLERK

  
CHAIRMAN

<b>RELEASED</b>	
Date	10-4-2021
Chairman	
Clerk	



HAYWOOD COUNTY BOARD OF COMMISSIONERS  
CLOSED SESSION MINUTES  
APRIL 5, 2021

**MEMBERS PRESENT:** Chairman L. Kevin Ensley, Vice-Chairman Brandon C. Rogers, Commissioners J.W. "Kirk" Kirkpatrick, III, Tommy Long and Jennifer M. Best

**MEMBERS ABSENT:** None

**STAFF PRESENT:** County Manager Bryant Morehead, County Attorney Frank Queen, Clerk to the Board Tracy Wells, Operations Director Kris Boyd and Human Resources Director Kathi McClure.

**OTHERS PRESENT:** None

**GENERAL STATUTE:** Attorney/Client §143-318.11(a)(3)

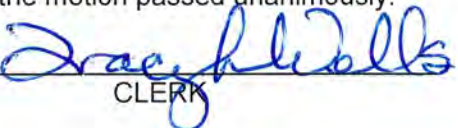
**SUBJECT:** County Health Expenses Claim


**DISCUSSION:**

County Attorney Frank Queen informed the Board the subrogation to settle the County's claim in the amount of \$16,874.24 involving a malpractice lawsuit filed by a County employee has been finalized. The County should be receiving the claimed amount soon.

**OPEN SESSION:**

Commissioner Kirkpatrick made a motion to return to open session. Commissioner Best seconded and the motion passed unanimously.

  
CLERK

  
CHAIRMAN

RELEASED

10-4-2021  
Date 

Chairman 

Clerk 

HAYWOOD COUNTY BOARD OF COMMISSIONERS  
CLOSED SESSION MINUTES  
September 20, 2021

**MEMBERS PRESENT:** Chairman L. Kevin Ensley, Vice-Chairman Brandon C. Rogers, Commissioners J.W. "Kirk" Kirkpatrick, III, Tommy Long and Jennifer M. Best

**MEMBERS ABSENT:** None

**STAFF PRESENT:** Human Resources Director Kathi McClure

**OTHERS PRESENT:** None

**GENERAL STATUTE:** Personnel §143-318.11(a)(6)

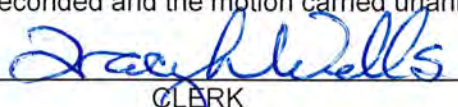
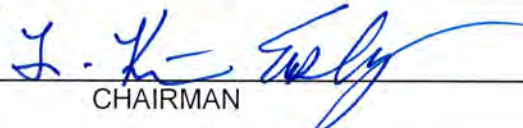
**SUBJECT:** County Manager's evaluation.



**DISCUSSION**

The annual evaluation of County Manager Bryant Morehead was completed by the Board.

**OPEN SESSION:**

Commissioner Kirkpatrick made a motion to return to open session. Vice-Chairman Rogers seconded and the motion carried unanimously.

 CLERK       CHAIRMAN

<b>RELEASED</b>	
Date	<u>10-4-2021</u>
Chairman	<u></u>
Clerk	<u></u>