

**Minutes
Special Call Meeting
Board of Commissioners
Multi-Purpose Room – Judicial Center
Monday, March 27, 2018 4:00 P. M.**

Present: Ronald J. Gatling, Curtis A. Freeman, Sr., Johnnie R. Farmer and John D. Horton and William F. Mitchell, Jr.

Also Present with the Board: Loria D. Williams, County Manager; Charles L. Revelle, III, County Attorney; Juan Vaughan, II, Assistant County Manager; and Teresa Cowan, Clerk to the Board

Chairman Curtis Freeman called the meeting to order.

Chairman Freeman referred to the following Special Call Meeting Notice below:

March 22, 2018

Hertford County Commissioners:
Johnnie R. Farmer
Ronald J. Gatling
John D. Horton
William F. Mitchell

RE: Special Called Meeting of the Hertford County Board of Commissioners

Dear Commissioners:

Please be advised that I am calling a Special Board Meeting for 4:00 P.M., Tuesday, March 27, 2018 in the Multi-Purpose Room, Hertford County Judicial Center, 119 Justice Drive, Winton, NC, for the purpose of discussing and possibly acting upon matters related to the possible dissolution of the Hertford County Public Health Authority pursuant to G.S. 130A-45.2, and the possible entering of an agreement with Albemarle Regional Health Services for the provision of health services for the citizens of Hertford County as outlined in Chapter 130A of the North Carolina General Statutes.

A notice of this meeting will be distributed and posted in accordance with G.S. 143-318.12(b) (2) and G.S. 153A-40(b).

Sincerely,

/s/Curtis A. Freeman, Sr. Chairman
Hertford County Commissioners
cc: Hertford County Attorney
R-C News-Herald

Copies of the proposed Dissolution Resolution and the proposed Merger Agreement Resolution were given to the Audience as follows:

**PROPOSED
DISSOLUTION RESOLUTION**

WHEREAS, the Hertford County Board of Commissioners has determined that in order to be able to keep and expand public health services for the citizens of Hertford County at a reasonable cost to the taxpayers, it is not economically feasible to provide public health services as a single county public health authority;

WHEREAS, the Hertford County Board of Commissioners has determined that it is now in the best interests of the citizens of Hertford County, which is the service area of the Hertford County Public Health Authority, to dissolve the Hertford County Public Health Authority, effective June 30, 2018;

NOW THEREFORE, the Hertford County Board of Commissioners does hereby dissolve the Hertford County Public Health Authority, effective June 30, 2018, at 11:59 P.M., pursuant to N.C. General Statute 130A-45.2(a), with further consideration to be given to the best means of providing public health services beginning July 1, 2018; and be it further resolved, that as of the dissolution on June 30, 2018, Hertford County shall assume the assets and liabilities created by

the Hertford County Public Health Authority, to the extent such assets and liabilities are not assumed by another entity, pursuant to N.C. General Statute 130A-45.2(c).

Curtis A. Freeman, Sr., Chair

Teresa G. Cowan
Clerk to the Board

PROPOSED
MERGER AGREEMENT RESOLUTION

WHEREAS, the Hertford County Board of Commissioners has determined that the Hertford County Public Health Authority will be dissolved, effective June 30, 2018;

WHEREAS, the Hertford County Board of Commissioners has determined that the best means of providing public health services for the citizens of Hertford County, to be able to keep and expand public health services on an economically feasible basis, is through a multi-county entity rather than a single county health department or authority;

WHEREAS, Albemarle Regional Health Services, a multi-county public health district, has proposed a Merger Agreement whereby Hertford County will become part of Albemarle Regional Health Services, effective July 1, 2018;

NOW THEREFORE, the Hertford County Board of Commissioners hereby approves the "Agreement for Merger of Hertford County Health Department with Albemarle Regional Health Services", as shown on the attached EXHIBIT A, and authorizes appropriate county officials to execute the Agreement and all documents associated therewith, or necessary to carry out the terms of the Agreement.

This the 27th day of March, 2018.

Curtis A. Freeman, Sr., Chair

Teresa G. Cowan
Clerk to the Board

Also made available were copies of a Five Year Financial look at the HCPHA, and a proposed Merger Agreement with Albemarle that outlined terms, programs, financial buy-in projections, and continuing positions.

On a motion by Com. Freeman and a second by Com. Mitchell, the Board voted to go to Closed Session to consult with the County Attorney.

On a motion by Com. Gatling and a second by Com. Mitchell, the Board voted to return to Regular Session.

County Attorney Revelle outlined the responses from the UNC School of Government to his letter dated March 2, 2018, regarding deficits, accrual of liabilities to the County, and balance sheet implications of a dissolution.

Com. Gatling made a motion, with a second by Com. Farmer, to dissolve the Hertford County Health Authority as of June 30, 2018 at 11:59 p.m. pursuant to the following Dissolution Resolution:

DISSOLUTION RESOLUTION

“WHEREAS, the Hertford County Board of Commissioners has determined that in order to be able to keep and expand public health services for the citizens of Hertford County at a reasonable cost to the taxpayers, it is not economically feasible to provide public health services as a single county public health authority;

WHEREAS, the Hertford County Board of Commissioners has determined that it is now in the best interests of the citizens of Hertford County, which is the service area of the Hertford County Public Health Authority, to dissolve the Hertford County Public Health Authority, effective June 30, 2018;

NOW THEREFORE, the Hertford County Board of Commissioners does hereby dissolve the Hertford County Public Health Authority, effective June 30, 2018, at 11:59 P.M., pursuant to N.C. General Statute 130A-45.2(a), with further consideration to be given to the best means of providing public health services beginning July 1, 2018; and be it further resolved, that as of the dissolution on June 30, 2018, Hertford County shall assume the assets and liabilities created by the Hertford County Public Health Authority, to the extent such assets and liabilities are not assumed by another entity, pursuant to N.C. General Statute 130A-45.2(c).”

An amendment to the motion was offered by Com. Horton to dissolve the Hertford County Health Authority, but to amend the date to 6/30/2019. The amendment died due to lack of a second.

A vote was then held to adopt the original Dissolution Resolution, and the vote was as follows:

Com. Freeman	Aye
Com. Mitchell	Aye
Com. Gatling	Aye
Com. Farmer	Aye
Com. Horton	Nay

On a motion by Com. Gatling and a second by Com. Mitchell, the Board voted to merge the Hertford County Health Authority with Albemarle Regional Health Services, effective July 1, 2018 pursuant to the following Merger Agreement Resolution:

MERGER AGREEMENT RESOLUTION

“WHEREAS, the Hertford County Board of Commissioners has determined that the Hertford County Public Health Authority will be dissolved, effective June 30, 2018;

WHEREAS, the Hertford County Board of Commissioners has determined that the best means of providing public health services for the citizens of Hertford County, to be able to keep and expand public health services on an economically feasible basis, is through a multi-county entity rather than a single county health department or authority;

WHEREAS, Albemarle Regional Health Services, a multi-county public health district, has proposed a Merger Agreement whereby Hertford County will become part of Albemarle Regional Health Services, effective July 1, 2018;

NOW THEREFORE, the Hertford County Board of Commissioners hereby approves the “Agreement for Merger of Hertford County Health Department with Albemarle Regional Health Services”, as shown on the attached EXHIBIT A, and authorizes appropriate county officials to execute the Agreement and all documents associated therewith, or necessary to carry out the terms of the Agreement.

This the 27th day of March, 2018.”

The vote was as follows:

Com. Freeman	Aye
Com. Mitchell	Aye
Com. Gatling	Aye
Com. Farmer	Aye
Com. Horton	Nay

PUBLIC COMMENT

There was only one Public Comment from Ms. June Harrell asking the Commissioners if the Authority is dissolved, would the County still consider paying the insurance benefits for retirees.

CLOSING REMARKS

The County Attorney outlined some effects of the Dissolution Resolution and the Merger Agreement Resolution as follows:

- Hertford County will assume the liabilities and obligations of the Hertford County Public Health Authority as of July 31, 2018, including the responsibility for continuation of retiree health benefits that were obligations of the Authority.
- Albemarle will take on the vacation balances of the remaining employees that are selected to become ARHS employees.
- Hertford County will assume the Liabilities and Assets of the Authority.
- Some positions would be lost but the remaining employees will have an opportunity to apply for their positions, with preference given to them by Albemarle.

Commissioner Farmer expressed confidence that going with Albemarle would mean that services already offered at the Authority could be expanded and there would be significant cost savings.

Adjourned