

**FRANKLIN COUNTY  
BOARD OF COMMISSIONERS  
SPECIAL CALLED MEETING  
May 30, 2015  
5:00 P.M.**

Present: Commission Chairman Thomas Bridges  
District 1 Commissioner Robert Franklin  
District 2 Commissioner David Strickland  
District 3 Commissioner Jeff Jacques  
District 4 Commissioner Eddie Wester

Media: Shane Scoggins, Franklin County Citizen

Staff: County Manager, Beth Thomas  
County Clerk, Elaine Evans

**Item 1 & 2: Invocation and Pledge of Allegiance** – Chairman Bridges called the meeting to order and welcomed everyone to the special called meeting. He then asked Commissioner Franklin to lead the invocation and pledge to the American flag.

**Item 3: Item to Be Discussed:**

**A. Release of Document** – Chairman Bridges said that the purpose of today's meeting is to release documents relating to the sale of the hospital (Ty Cobb Regional Medical Center to Saint Mary's Healthcare System). He said that this is a very important meeting and he thanked everyone for coming out on a Saturday. The timeline for the signature by the Chairman was before Monday, June 01, 2015. Chairman Bridges asked County Manager Beth Thomas to explain the document process.

Mrs. Thomas said that the final form of the County's portion of the closing document was received at 2:49 on Friday afternoon, May 29, 2015. Today's meeting had to be held because in the previous meeting minutes it was stated that a special meeting would be called to obtain the signature of the Chairman. She stated that both the bond attorney, Jim Pannell and the County Attorney, Bubba Samuels have received the documents and reviewed. There are two documents that need to be signed – one is a quit claim document which gives release of title to the hospital property and the other document is releases. After all involved parties have signed the documents they will go to an escrow agent. The escrow agent will hold all documents until each involved party has met the requirements. Franklin County's part will not be released until two demands are met – reimbursement for the June bond payment and payment is made to the PILOT Bond Trustee for the closing costs which is around \$48,000. Mrs. Thomas stated that the escrow agent will not release the documents until the two demands are met even with the signature of the

Chairman. Commissioner Strickland asked for clarification if the County will be reimbursed the payment amount of over \$235,000. Mrs. Thomas said that the County is scheduled to receive reimbursement for the June bond payment.

Mrs. Thomas read the quit claim release to the Commission Board. The meaning of the document is that the County releases the rights to the land that the hospital sits on. This document is to be signed by the Chairman. The second document is the waiver and release of the involved parties. The parties that Franklin County will be releasing are Ty Cobb Regional Medical Center; Ty Cobb Healthcare System; NGTC; NGTC Members; Saint Mary's Healthcare System, Inc. and affiliates, including the buyer; Hospital Authority of the City of Lavonia; and the Franklin County Industrial Building Authority. Other attorneys involved with the closing process had approached the County about releasing other parties but the County refused. The County will only release the parties that were involved with the legal documents that the County is attached to. Any release of any other party would not be appropriate for the County. With the release of these parties in the waiver and release, Franklin County will not now or in the future start a claim against them. The County still has the authority to levy taxes as appropriate.

Commissioner Strickland asked if this referred to the medical offices. Mrs. Thomas said that the County is not giving release to the medical offices. The release is only to the parties named in the waiver and release document. The clarification of the waiver and release is that the County will not pursue a lawsuit against Ty Cobb Regional Medical Center; Ty Cobb Healthcare System; NGTC; NGTC Board of Managers; NGTC Members; Saint Mary's Healthcare System, Inc. and affiliates, including the buyer of the hospital; Hospital Authority of Lavonia; and Franklin County Industrial Building Authority.

Mrs. Thomas said that at 4:30 on Friday, May 29, 2015, another document was received from bond attorney, Jim Pannell. This document is for waiver, release and consent. This request came from Assured Guaranty, the PILOT bond company. This document is to confirm that Franklin County will continue to make the bond payment twice per year. Franklin County is aware of the legality of the payment and is continuing to make the payments. Mrs. Thomas said that these signed documents will be delivered to the agent on Monday.

Chairman Bridges thanked Mrs. Thomas for the information. He asked for a motion. Commissioner Strickland made the motion to allow the Chairman to sign the necessary documents and allow the County Manager to deliver them. Chairman Bridges asked for a second. Commissioner Jacques seconded the motion. Chairman Bridges asked for discussion. Commissioner Jacques said that his concern is that in previous documents it was stated that Saint Mary's Healthcare System would be required to maintain and operate the hospital for a specified amount of time, a minimum of five years. Mrs. Thomas said that was not mentioned in these documents, they are only releases. She will look into this and find Commissioner Jacques an answer. There was no other discussion. Chairman Bridges asked for a show of hands. The motion passed by five (5) YES votes to zero (0) NO votes. The YES votes were Commissioner Wester; Commissioner Jacques; Chairman Bridges; Commissioner Strickland; and Commissioner Franklin.

Chairman Bridges asked for a motion and a second to adjourn the special called meeting.

Commissioner Jacques made the motion to adjourn. Commissioner Strickland seconded the motion. Chairman Bridges asked for a show of hands. The motion passed by five (5) YES votes to zero (0) NO votes. The YES votes were Commissioner Franklin; Commissioner Strickland; Chairman Bridges; Commissioner Jacques; and Commissioner Wester. The meeting adjourned at 5:18 p.m.

Signed on the \_\_\_\_\_ day of \_\_\_\_\_, 2015

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Chairman J. Thomas Bridges

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Robert L. Franklin, District 1 Commissioner

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David R. Strickland, District 2 Commissioner

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Jeff Jacques, District 3 Commissioner

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Eddie Wester, District 4 Commissioner

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Elaine H. Evans, County Clerk