

REQUEST FOR BOARD ACTION

HENDERSON COUNTY

BOARD OF COMMISSIONERS

MEETING DATE: June 3, 2019

SUBJECT: Board member appointments, Henderson County Hospital Corporation

PRESENTER: Charles Russell Burrell

ATTACHMENT(S): Email from Adriane VanDoren, Executive Assistant to James Kirby, CEO and Jeff Rush, CFO

SUMMARY OF REQUEST:

Under the Articles of Incorporation adopted by this Board for Henderson County Hospital Corporation, a number of the seats on the Board of Directors must be filled each year, by various processes. The Corporation's by-laws are such that the term of Directors begins the first day of the last month of the Corporation's fiscal year, which is July through June of each year.

County and hospital corporation staff will be present and prepared if requested to give further information on this matter.

BOARD ACTION REQUESTED:

If the Board is so inclined, the following motion is suggested:

I move that the Board approve the following as members of the Board of Directors of the Henderson County Hospital Corporation, all such appointments to take place effective the first day of the last month of the Corporation's fiscal year:

Dr. Eisenhauer, regular director
Mrs. Brittany Brady, regular director

Terry Wilson

From: VanDoren, Adriane <Adriane.Vandoren@unchealth.unc.edu>
Sent: Thursday, May 16, 2019 11:04 AM
To: Russ Burrell; Terry Wilson
Cc: Carpenter, Walter; 'Sharon Alexander'
Subject: New Board Members/Terms
Attachments: Approved By-Laws.revised9-26-18.doc

Importance: High

Follow Up Flag: Follow up
Flag Status: Flagged

Good morning Russ and Terry! Happy day before Friday! ☺

Just wanted to touch base with you both about the effective dates for the terms of the new board members coming on and the old ones going off. I know we had some emails going back and forth with Mike Edney, but just to be sure we all have the same dates and things in mind, I am providing a copy of the bylaws for your convenience and quick reference.

If you will note on page 6, fourth paragraph, it states the following, *“Effective the first day of the last month of each fiscal year, the new and reappointed board members’ terms shall start”*. Since our fiscal year is from July 1 to June 30, the first day of effectiveness would be June 1, 2019. In this particular case, this would apply to Debbie Bell only, as she is the only one that has been formally appointed and approved by the County Commissioners.

Our other two newly hospital appointed board members have been approved by the Hospital Board and by UNC as of Wednesday, May 15, but did not make the agenda of the County Commissioners’ meeting that day, so they will be potentially be approved at the meeting on June 3. Therefore, the effective date for Dr. Eisenhauer and Brittany Brady will be June 3, 2019, once they are formally approved by the County Commissioners. Brittany Brady will replace Hall Waddell in seat 10, and Dr. Tom Eisenhauer will replace Dr. Bill Medina in seat 11, with an appointment date 6/3/2019, and expiration date of 5/31/2022.

All three new board members will be invited to attend our May Board meeting on May 29, at 2:00 p.m. as our guests. They will attend the public open session only, since their effective date as a board member will not begin until June 1, for Debbie, and June 3, for Tom and Brittany. Their first board meeting as an official board member will be on July 31, 2019.

Also, on page 6, in the 7th paragraph, it states the following: *“At the last regular meeting of the Board in the fiscal year, the Nominating Committee shall present a slate of officers for approval by the full Board. Additional nominations shall also be accepted from the floor at that time. The majority vote by the Board shall elect the new officers. The new officers shall start terms immediately upon their election.”* The last regular meeting of the Board for this fiscal year is on May 29. We do not have a meeting in June, so once the new officers are elected at the May meeting, the new chair will preside over the remaining portion of that meeting. After the new officers are voted on and approved, I will provide that information to you to update your records.

As always, if you have any questions or need additional information, please feel free to give me a call at 696-1144. Thank you both for all the help you provide in keeping things straight of what can be at times a complex thing! I appreciate you both!!

Best Regards,