

REQUEST FOR BOARD ACTION

HENDERSON COUNTY BOARD OF COMMISSIONERS

MEETING DATE: May 19, 2021

SUBJECT: Ratify Amendment to Articles of Incorporation and Bylaws of Henderson County Hospital Corporation

PRESENTER: Charles Russell Burrell

SUMMARY OF REQUEST:

The Board of Directors of the Henderson County Hospital Corporation (the "Corporation") has unanimously voted to modify the Articles of Incorporation (and Bylaws) of the Corporation as follows:

1. Change Article VII, Subsection D, second paragraph of the Articles of Incorporation to "The terms of office for the Trustees who are not serving ex officio shall be three (3) years, and no individual not serving as an ex officio Trustee may serve more than two (2) successive full three (3) year terms following the date of these Restated Articles of Incorporation. Any partial term served prior to first appointment to a full term shall not count toward the term limit. However, service as a Trustee prior to the date of these Restated Articles shall not be counted in this regard."
2. Change Article VIII, Subsection D, fourth paragraph of the Articles of Incorporation to "The timing and process of appointments shall be as provided in the bylaws of the corporation. At all times, no more than four (4) members of the Board of Directors shall be non-residents of Henderson County, North Carolina, one of which may be the CEO of UNC Health or his/her designee."

The approval of the Board of County Commissioners (as well as the Board of Directors of the Corporation and is required for a change to the Articles of Incorporation of the Corporation.

BOARD ACTION REQUESTED:

Ratification of the amendment of the Articles of Incorporation.

SUGGESTED MOTION: If the Board is so inclined,

I move that the Board ratify the proposed amendment of the Articles of Incorporation of Henderson County Hospital Corporation, and direct the County Attorney to work with counsel for the Hospital Corporation to accomplish the same.

