

HABERSHAM COUNTY BOARD OF COMMISSIONERS
SPECIAL CALLED MEETING MINUTES
6:00 P.M., TUESDAY, JANUARY 10, 2023
HABERSHAM COUNTY COURTHOUSE
JURY ASSEMBLY ROOM
295 LLEWEYLLN ST., CLARKESVILLE, GA 30523

The Habersham County Board of Commissioners held a special called meeting on Tuesday, January 10, 2023 at 6:00 p.m. in the Jury Assembly Room of the Habersham County Courthouse located at 295 Llewellyn St, Clarkesville, GA 30523. Present were Chairman Palmer, Vice Chairman Harkness, Commissioner Akins, Commissioner Mealor, Commissioner Tench, County Manager Alicia Vaughn, County Attorney Ralph Taylor, County Clerk Brandalin Carnes, staff, members of the media and the public.

Chairman Palmer called the meeting to order at 6pm

Commissioner Harkness lead the invocation

Commissioner Mealor lead the pledge

ADOPTION OF AGENDA

Motion by Commissioner Palmer, seconded by Commissioner Mealor and voted unanimously to allow the public the opportunity to sign up for five minutes of public comment prior to entering executive session.

Mr. Doug McDonald requested that he be allowed to make a parliamentary inquiry pursuant to Roberts Rules of Order as to the sufficiency of the posting of the notice and agenda for this meeting without it counting towards his five minutes allotted for public comment. Commissioner Palmer stated that the notice was posted and sent to the media outlets at least 24 hours prior to the called meeting per the requirements. Mr. McDonald stated that he noticed the agenda was the only item that lists a posted date and that it doesn't list a posted time. He states the public notice does not list a posted date or time. He feels that this means that there is no proper proof of the notice and agenda having been posted at least 24 hours prior to the meeting. County Clerk Brandalin Carnes informed Mr. McDonald that the agenda and the public notice are timestamped on the county website. Mr. McDonald stated that he understands that there is a way to look online and see the date and time that these were posted, however this proof is not available in physical form at the meeting and so he is challenging the sufficiency of the notice. County Attorney Ralph Taylor informed Chairman Palmer that there is no need to provide proof to Mr. McDonald. His concerns may be raised and addressed but this is not a debate. Commission Palmer informed Mr. McDonald that he was now starting the timer for Mr. McDonald's five minutes of public comment.

Mr. Doug McDonald stated that he feels that there is no transparency in this meeting. He voiced his concern that, according to the rules for public comment, members of the public are allowed to discuss topics on the agenda for the meeting, however no one would sufficiently be able to do so as the agenda does not state the nature of tonight's business. He feels that amending the agenda to add public comment at the beginning of the meeting did not provide the public prior notice that they would have the ability to address the commission and thus denied them the right to do so. He did not see a notice posted on the door of the meeting room, and he feels that his violates the sunshine laws. Mr. McDonald went on to say that the constitution protects freedom of speech, but no in attendance has this freedom tonight because they don't know the topics that are being discussed to be able to redress their government. He informed the Commission that he is under the assumption that the meeting will be regarding the hospital, and that if the meeting is regarding the buy/sale agreement that the fact this agreement is already in place means there is nothing to discuss in executive session. If the meeting is concerning the hospitals financials, then it should be conducted in public session and not behind closed doors. He is asking that

the meeting be adjourned and rescheduled to allow for proper notice to be given, and that Hunt and Taylor not be involved in these matters as he believes they have a conflict of interest.

Mr. Wade Rhodes stated that it never ceases to amaze him how people complain about pay taxes for services until their own life is on the line, at which point they want the best hospital, doctors, ambulances, firetrucks etc. To his knowledge, nobody in the room was on the Board of Commissioners or Hospital Authority back when the \$35-\$36-million-dollar renovations were done on the hospital. The current Commission didn't ask for this, but they were dealt this hand. The hospital needs to stay open. Closing it would mean putting up a white flag of surrender for economic development for this community. The problem with the hospital is that no one supports it. He went to the hospital himself this past weekend and was there for four hours. They were polite, professional, and courteous. He called for transportation to the emergency room and was presented the option of going to Gainesville or Habersham Medical Center. He went to HMC because it was closest, and he was in so much pain. Later, when calling his children to tell them where he was, they were in disbelief that he chose to go to HMC instead of Gainesville. There is a negative perception of the hospital that shouldn't exist; however, this is a problem that occurs with almost every hospital as unfortunately, the outcome of some medical situations are not entirely under the doctors control and will not always be positive for every patient. This community needs this hospital to be open and running, and if that means selling it to North Georgia Medical Center than that is what needs to happen.

Commissioner Harkness asked the Chairman whether Mr. McDonald's concerns regarding the notice being posted need to be address prior to going any further and if a notice needed to be posted. County Clerk Brandalin Carnes informed Commission Harkness that the notice is posted on the bulletin board of the Courthouse. County Attorney Ralph Taylor informed Commissioner Harkness that the agenda and public notice are posted in their customary locations. Commissioner Harkness asked County Attorney Ralph Taylor if it is in his opinion that we are conducting a legal meeting with proper 24-hour notice to the local media? Matt Osborne, editor of the Northeast Georgian, confirmed he received at least 24 hours' notice.

Mr. Jimmy Dean stated that he saw a billboard the other day saying that Habersham Medical Center was celebrating its 70th anniversary this year. Over the years he and many of his relatives have been treated at HMC and he agrees with Mr. Rhodes in that he believes that there is a problem with the public's perception of the hospital. This problem isn't isolated with HMC, as he had heard the same comments made about the Stephen's County hospital as well over the years. The hospital is a problem that has been around for years, and there is no point in trying to blame any of the current county Commission or staff. Quite frankly, it doesn't even matter who is to blame anymore. It's time to start moving forward and working with the people who are most informed and qualified to resolve the issue. It's going to take professionals that deal with these types of problems on a day-to-day basis. The current Commissioners, County Manager, Hospital Authority and staff have been meeting to try to make progress to keep the hospital open. He trusts that the County Commissioners that the citizens have elected to represent them have hired the county manager and staff that need to be in place to continue to allow Habersham Medical Center to stay open and provide needed services.

Mr. Darrin Johnston stated that he has some familiarity with the issue as a few years ago he ran for County Commissioner and the hospital was an ongoing problem at that time. He had done a lot of research into the three bonds that the county had what was offered versus the debt. There wasn't an easy answer to the issues that the Commission were dealing with at that time. A lot of times the current Commission gets blamed for problems that were inherited or decisions that were made prior to them. For him, the issue of keeping the hospital open is an economic matter. He believes that the most recent numbers he read was that Habersham Medical Center has a \$117 million of economic impact in the county and region. North Georgia Medical system has a combined impact of around \$3.5 billion in terms of the entire hospital group. The hospital has a brand issue. For some

reason, the public doesn't feel like they will receive quality care there. Anytime he has ever had medical services at the hospital or associated offices it has been some of the best he has ever received. There is a mindset in Habersham County that, if you have insurance, you go to Gainesville. This mindset leads to the only users of Habersham Medical Center being those who either receive indigent care or don't have any insurance and are coming to the hospital for emergency services due to its proximity, for which they can't be turned away regardless of ability to pay. Bringing this hospital together with North Georgia Medical Center will give it the stability of being tied to a large entity and allow the \$15 million of investment being made by North Georgia to better position HMC to better serve the needs locally and tie it into a brand plate that will keep people in the county and change the current perception being discussed tonight. Hopefully this will overcome the current stigma. There isn't an answer that is going to both address the issues and eliminate the outstanding debt on the hospital. He wants to thank the Commission for all of the work they have done on this and voice his support of the efforts to connect the hospital to Northeast Georgia Medical Center.

Mr. Charlie Fiveash made a request to Chairman Palmer for being allowed public comment though he missed the sign up. Chairman Palmer consulted the rest of the Commission. Commissioner Akins expressed that Mr. Fiveash had come into the meeting after the offer to allow the signups and that he wouldn't object to allowing him the time to so now. Commissioner Harkness stated that he does not object to allowing Mr. Fiveash the opportunity to speak. Mr. Fiveash wanted to provide some statistics in regard to other hospitals around the country and in Georgia. In the last 13 years, Georgia has had 9 hospitals close. Most were small hospitals in rural areas that didn't have a nearby partner like North Georgia Medical Systems to reach out to, so we are fortunate in that respect. There are 18 manufactures in the Habersham County, all of which rely on a viable hospital to manage healthcare for there employees and families. We are in a touch fiscal situation. He commends the Commissioners for their leadership in stepping up to address the issues with the local hospital. Accelerating the sale of HMC to North Georgia Medical Systems in the most prudent thing to do. It can't continue to lose the amount of money that it currently is, and we can't afford to close it either. There are over 1,100 indirect jobs tied to this hospital. It is important to the economic viability of the community. He doesn't want to find himself in a predicament of trying to bring industry into a county with no hospital.

EXECUTIVE SESSION: Property disposal pursuant to O.C.G.A. § 50-14-3(b)(1)

Motion to by Commissioner Akins, seconded by Commissioner Mealor to enter executive session to discuss property disposal pursuant to O.C.G.A § 50-14-3(b)(1).

ROLL CALL VOTE:

Commissioner Akins- aye
Commissioner Harkness-nay
Commissioner Mealor-aye
Commissioner Palmer-aye
Commissioner Tench-nay

Motion carries 3-2 to enter executive session at 6:33 p.m.

Motion by Commissioner Mealor, seconded by Commissioner Akins and voted unanimously to return from executive session at 7:01 p.m.

County Attorney Ralph Taylor reported that all matters discussed in Closed Session were limited to those matters allowed by the laws of the State of Georgia and asked for a motion authorizing the Chairman to make such a representation under oath on the affidavit.

Motion by Commissioner Palmer, seconded by Commissioner Mealor and voted unanimously to adopt the representation authorizing such affidavit as per County Attorney Ralph Taylor's recommendation.

NEW BUSINESS:

a. Property Matter from Executive Session

Motion was made by Commissioner Palmer to approve the agreement to exercise the option to purchase as requested by Habersham County as presented and increase the Line of Credit previously approved by the Board of Commissioners to \$6,000,000.00 as outlined in Paragraph 5(a) of the Option Exercise Agreement. Commissioner Mealor seconded the motion. Commissioner Harkness requested that discussion be had prior to voting.

Commissioner Harkness said that for the record, he is going to be a "yes" vote on this because it is not going to be an additional \$6 million dollars of taxpayer money. Last month the county had to extend \$1.5 million in credit to assist in catching up the bills necessary for keeping the hospital open. The county is getting a credit for this \$1.5 million towards the \$6 million. Also, in the original agreement that the previous Commission signed, the county was going to have to put \$2 million into escrow for seven years which couldn't be touched. We are getting credit for that towards the \$6 million as well, so the county is only going to have to come up with an additional \$2.5 million and that money is going to be taken from the remaining \$5 million the county has in ARP funds. This puts the county in a good position for allowing the hospital to remain open by accelerating the takeover of the hospital by North Georgia Medical Systems in July of this year.

Commissioner Tench stated that he is not voting for this because the hospital can go into bankruptcy and remain open. He states that this has been done in Savannah, Ga. Commissioner Palmer stated that even if HMC didn't have any debt they would still have a hard time with being able to compete with the larger hospitals and they would still lose money. HMC doesn't have the negotiating power with insurance companies and suppliers that larger hospital systems like North Georgia Medical Systems have. Commissioner Palmer stated that this is the only way to ensure that Habersham County residents and surrounding residents have medical care in Habersham County and that is his goal in moving forward with this.

Doug McDonald asked if there is a guarantee that North Georgia Medical Systems will keep Habersham Medical Center open? Commissioner Palmer stated that there is a 100% guarantee that if they don't move forward with this option that the doors of the hospital will be closed.

Commissioner Mealor stated that this isn't a decision that he has taken lightly. He has been in a lot of meetings over the past month, and he feels that from all the ways that it has been looked at, this is the only thing that can be done and still maintain the position of the hospital. Getting the hospital transferred over to North Georgia Healthy Systems quickly also expedites their provision of improved services to the community. Commissioner Mealor stated that it is a blessing we happened to have the money, thought it would have been preferable to use it towards one of the many SPLOST projects. The health of the hospital however is more important to the community than any of the SPLOST projects.

Commissioner Tench stated that if the hospital files for bankruptcy the federal would not allow it to shut down, they would step in to take care of it.

Chairman Palmer requested a roll call vote.

ROLL CALL:

Commissioner Akins- aye
Commissioner Harkness-aye
Commissioner Meador-aye
Commissioner Palmer-aye
Commissioner Tench-nay

Motion to approve the agreement to exercise the option to purchase as requested by Habersham County as presented and increase the Line of Credit previously approved by the Board of Commissioners to \$6,000,000.00 as outlined in Paragraph 5(a) of the Option Exercise Agreement carries 4-1 with Commissioner Tench dissenting.

Commissioner Palmer thanked everyone for coming and supporting the county and its citizens. He stated that he would like to thank Alicia for the tremendous amount of time that she has spent meeting with each of the Commissioner individually regarding the hospital. County Manager Alicia Vaughn stated that she feels very passionately that, though this is a hard decision with a lot of challenges, that it is the right decision and that it will stabilize healthcare in this community for the citizens.

Motion by Commissioner Meador, seconded by Commissioner Akins and voted unanimously to adjourn the meeting 7:08 pm.

ADJOURN: 7:08 p.m.

Respectfully submitted,

By: _____
Commission Chairman Bruce Palmer

Attest: _____
County Clerk Brandalin Carnes