

MINUTE BOOK

BOARD OF COMMISSIONERS

WASHINGTON COUNTY, PENNSYLVANIA

IMR LIMITED E1607929LD

Minute No. 1041 Special Meeting

Washington, Pennsylvania, June 30, 2017

The Washington County Commissioners met in regular session in the Public Meeting Room, Courthouse Square, Washington, Pa., with the following members being present: Commissioners Larry Maggi, Diana Irey Vaughan and Harlan G. Shober. Also being present Solicitor J. Lynn DeHaven; Director of Administration Scott Fergus; Chief Clerk Cynthia B. Griffin; Administrative Assistant Joyce Thornburg; Executive Secretaries Joy Orndoff and Randi Marodi; Planning Department representative Gracie Abel; Finance Director Josh Hatfield; Eckert Stewarts Cherin & Mellott, LLC representative Mark Stewart; Premier Health Care representative Lisa Sofia; Observer-Reporter Publishing Co. representative Barbara Miller and photographer Mackenzie Randall; WJPA representatives Carl Malm and Bruce Sakalik; Herald Standard representative Pat Cloonan and concerned citizens Joan S. Celento and Lexi Myers

Mr. Maggi called the meeting to order at approximately 10:00 a.m.

Commissioner Diana Irey Vaughan led the meeting with a prayer.

Commissioner Larry Maggi led the Pledge of Allegiance.

Mr. Maggi introduced to the audience WJPA representative Bruce Sakalik who is taking the place of retired radio host Jim Jefferson. Mr. Maggi also bid farewell to WJPA representative Carl Malm who is leaving this station to go to a Pittsburgh station.

Mr. Maggi entertained a motion approving Minute No. 1040 dated June 15, 2017.

Moved by Mrs. Vaughan; seconded by Mr. Shober, approving Minute No. 1040, as written.

Roll call vote taken:

Mr. Shober – Yes; Mrs. Vaughan – Yes; Mr. Maggi – Yes.

Motion carried unanimously.

SPECIAL ORDER OF BUSINESS

None.

PUBLIC COMMENTS

None.

OLD BUSINESS

None.

ATTORNEY MARK STEWART

EXPLANATION OF APPROVAL OF THE HEALTH CENTER RESOLUTION

Mr. Maggi introduced Attorney Mark Stewart and he thanked the commissioners for having him in attendance to consider approving a resolution authorizing and approving the sale of the health center to Premier as well as approving the transaction of all documents.

Mr. Stewart stated the county staff and Premier have been working hard and very well together. They have all met with the residents, families, top administrators and employees. He stated that Human Resources

MINUTE BOOK

BOARD OF COMMISSIONERS

WASHINGTON COUNTY, PENNSYLVANIA

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Director Kathleen Bali and Washington County Health Center Director Tim Kimmel have both done a great job in keeping the employees informed and the operation of the health center flowing. Mr. Stewart also thanked the Director of Administration Scott Fergus and Solicitor J. Lynn DeHaven for their tremendous help. He also thanked Chief Executive Officer of Premier Lisa Sofia for her hard work on these agreements. Upon approval, Mr. Eckert stated Premier will make an additional \$750,000.00 deposit on their purchase price. The purchase agreement calls for a purchase price of \$29,614,800.00. He noted this is higher than the bid that was approved, in part because Premier has agreed to purchase the accounts receivable related to the facility. This will relieve the county of having to collect those bills and eliminate the risk to the county of those bills not being paid. The target value of this aspect is \$2.55 million. This price could fluctuate a bit. This is a snapshot of the bills as it stands today. This agreement includes provisions that are covenants that run with the land that incorporate and implement the policy and directives in terms of insuring the health center remain a nursing home for at least a 15-year period however it will be a nursing home for a much longer period, and insure the facility will remain accessible for those that are less well-off and using Medicaid as a source of payment. Upon approval of these documents today, due diligence will begin and Premier will have 45 days from today to do a full and thorough examination of the documents. Once this period ends, transition will begin and the target date will possibly be October 1, 2017.

NEW BUSINESS

Chief Clerk presented to the Board for their consideration and approval to adopt a resolution authorizing the sale of the Washington County Health Center to Premier Healthcare Management, LLC and execute all related documents pertaining to the sale of the health center.

Moved by Mrs. Vaughan; seconded by Mr. Shober, approving the resolution.

Roll call vote taken:

Mr. Shober – Yes; Mrs. Vaughan – Yes; Mr. Maggi – Yes.

Motion carried unanimously.

Chief Clerk presented to the Board for their consideration and approval to ratify, on behalf of the Redevelopment Authority, of a reimbursement agreement with the Federal Aviation Administration for facilitating the relocation of the Automated Weather Observing System from the north side of the runway to the south side of the approach end of Runway 27.

Moved by Mrs. Vaughan; seconded by Mr. Shober, approving the reimbursement agreement with the Federal Aviation Administration.

Roll call vote taken:

Mr. Shober – Yes; Mrs. Vaughan - Yes; Mr. Maggi - Yes.

Motion carried unanimously.

Chief Clerk presented to the Board for their consideration and approval, on behalf of Tax Assessment, of an extension of the current contract with Blane Black and Dorothy Milovac to represent the

MINUTE BOOK

BOARD OF COMMISSIONERS

WASHINGTON COUNTY, PENNSYLVANIA

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county in reassessment cases that have been appealed to court. The contract authorization amount for each is a flat fee of \$25,000.

Moved by Mrs. Vaughan; seconded by Mr. Shober, approving the contract with Blane Black and Dorothy Milovac.

Roll call vote taken:

Mr. Shober – Yes; Mrs. Vaughan - Yes; Mr. Maggi - Yes.

Motion carried unanimously.

Chief Clerk presented to the Board for their consideration and approval, on behalf of the Public Defender and Court Administration, of travel and lodging for the Assistant Public Defender to attend a training hosted by the National Association of Drug Court Professional in Reno, Nevada on August 28-31, 2017. The total cost including travel, lodging and training will be \$1,830 and will be paid from Act 198 Substance Abuse Fee funds.

Moved by Mrs. Vaughan; seconded by Mr. Shober, approving travel to Reno, Nevada.

Roll call vote taken:

Mr. Shober – Yes; Mrs. Vaughan – Yes; Mr. Maggi – Yes.

Motion carried unanimously.

ANNOUNCEMENTS

The next regularly scheduled Board of Commissioners' meeting will be held Thursday, July 20, 2017. All county offices will be closed on Tuesday, July 4, 2017 in observance of Independence Day.

SOLICITOR

None.

There being no further business, Chairman Maggi declared the meeting adjourned at approximately 10:14 a.m.

THE FOREGOING MINUTES SUBMITTED FOR APPROVAL:

July 17, 2017

ATTEST:

Cynthia B. Gupper
 CHIEF CLERK