

TERM OF COMMISSION: April Session of the February Adjourned Term

PLACE OF MEETING: Boone County Government Center Commission Chambers

PRESENT WERE: Presiding Commissioner Don Stamper
District I Commissioner Karen M. Miller
District II Commissioner Skip Elkin
County Counselor John Patton
Deputy County Clerk Brian Wright

The Presiding Commissioner called the meeting to order at 5:30pm.

Commissioner Stamper, noting the lack of public attendance at the time the meeting was called to order, stated that the meeting would remain open until 5:50pm. He noted that this meeting was designed to provide an opportunity for the public to offer questions or comments to the Commission in regards to two items: The revision to the Boone Hospital Center Lease, and the sale of the Boone Retirement Center property to the Boone Hospital Center Trustees.

Commissioner Stamper stated that the only public that was currently in attendance were either of significant relation to the news media or to the execution of the lease.

Commissioner Stamper opened the floor to public comment.

Commissioner Miller asked if the five issues raised at a previous meeting, in regards to the lease, had been resolved.

Tom Schneider, representative for the Hospital Trustees, stated that the issues were addressed in a revision. He noted that he and Mr. Patton should have received a copy of those revisions earlier this afternoon.

John Patton stated it appeared that three of the five “problem” issues were addressed. He noted that hopefully the other two issue would be corrected by tomorrow’s Commission meeting.

Commissioner Stamper asked Mr. Patton what his intentions were with the three issues that had been addressed.

John Patton stated that the arbitration issue was addressed in the revision. In the revision, it stated that the County would not be involved in arbitration- specifically involving issues between lessor and lessee.

Tom Schneider stated that he assumed that would be Mr. Patton’s opinion on the matter. He noted that Mr. Patton was concerned with being “drawn in” to arbitration with BJC’s lawyers.

John Patton stated that the County did not wish to be involved in arbitration, due to its limited

role.

Commissioner Miller stated that it would be difficult to move forward with approving the lease, if these issues were not addressed.

John Patton stated that the Property Tax, and the Boone Retirement Center parking issues were corrected. He noted that the arbitration issue had been partially remedied. He further noted that the insurance issue had not been dealt with in the new revision he received.

Tom Schnieder stated that he had had a chance to review the issues Mr. Patton wanted addressed with Jim Wheel, the primary draftsman of the lease. He stated that in regards to the insurance issue, BJC is concerned with losing their non-for-profit status if the County is included in their self-insurance. He noted that BJC's self-proposed solution would be to put-in two, newly added provisions, 19C and 19D.

Tom Schnieder read 19C and 19D into the public record as follows:

Permitted by law, lessee shall indemnify the County from all liabilities, claims, suits or demands for damages in connection with any breach by Lessee of any obligation owed to the County by the Lessee under the terms or Provisions of this lease and with any misrepresentation, breach of warranty, breach of covenant or agreement arising from this lease.

John Patton stated that the two new provisions for the insurance issue sounded fine.

Tom Schnieder stated that the lease does obligate CH Allied to reserve for known claims as they occur. He noted that it is a practical matter. He stated that Mr. Patton expressed his desire that the County did not want to be responsible for the Hospital Trustees. He noted that that is a perfectly reasonable request. He stated that with the new revisions, the County no longer has indemnification obligation for any Trustees acts or omissions.

John Patton stated that the County is only responsible for the County's actions.

Commissioner Miller stated that the only issue not fully addressed was Arbitration. She asked if that problem was only because of a misunderstanding of intent.

Tom Schnieder stated that it was his understanding that the County would not want to be involved because the Trustees and CH Allied were arbitrating an issue. He noted that Mr. Patton's comment was a legitimate one, and would need to be discussed with the "business folks". He further noted that it would probably not be that substantial of an issue in the overall picture.

Commissioner Stamper asked that by the County not participating in arbitration, would it weaken the County's position.

Tom Schnieder responded that it would not. He also noted that if the County wanted to become involved in an arbitration matter, that it would be able to do so.

Commissioner Stamper asked if an official document had already been signed by the Trustees.

Tom Schnieder responded that the document had not been signed. He noted that Mr. Wheel was planning to send several copies, on bonded paper, via Federal Express either tonight or tomorrow. He noted that the date for signatures would vary, depending upon when the "problem" issues were resolved.

Commissioner Stamper stated that he spoke to Former County Commissioner/Hospital Trustee David Horner earlier this afternoon. He wished to note Mr. Horner's full endorsement of the negotiated lease.

John Patton stated that this lease is a substantial improvement over the current lease.

Subject: Public Hearing Regarding the Sale of the Boone Retirement Center

Commissioner Stamper stated that the Boone County Hospital Trustees and the County Commission have been discussing the sale of the Boone Retirement Center Building and associated items, such as the parking lot to the Trustees. He stated that two appraisals of the Retirement Center were taken by separate firms. He noted that an agreement has been reached in the amount of \$950,000, which was the mid-range of the two appraisals.

Commissioner Stamper opened the floor to public comment, but noted that as-of-yet no public was in attendance for this hearing.

Commissioner Miller asked about the development on the new Retirement Center building.

Commissioner Elkin stated that footings and groundwork are currently under construction. He noted that there is already a million dollars in groundwork already completed.

Barbara Weaver, Chair of the Hospital Trustees asked if the Bus Route issue had been addressed.

Commissioner Elkin stated that it had not. He stated that there is a Boone Retirement Center meeting tomorrow, and that is one of the items that will be discussed.

John Patton asked if development was far enough along on the project, that a contract could be started.

Commissioner Stamper stated that he was not sure. He noted, however, that it would be one of the issues addressed at the meeting tomorrow. He further noted that he wanted a first read/discussion and a second reading/approval on the matter.

There was no further discussion by the Commission.

Commissioner Stamper stated that the Commission would stand as rested, at 5:45pm, unless any public should happen to attend.

Commissioner Stamper stated that he wished to acknowledge the presence of a long-standing reporter, PJ Shields, from the Columbia Tribune present at this meeting. He noted that she would be leaving Boone County in the next few weeks to accept a new job, and wished to extend the Commission's congratulations on her new position.

There was no public comment.

The meeting adjourned at 5:50pm.

Attest:

Wendy S. Noren
Clerk of the County Commission

Don Stamper
Presiding Commissioner

Karen M. Miller
District I Commissioner

Skip Elkin
District II Commissioner