

## Board of County Commissioners Agenda Request

**Date of Meeting:** March 19, 2024

**Date Submitted:** March 4, 2024

**To:** Honorable Chairman and Members of the Board

**From:** Edward J. Dixon, County Administrator

**Subject:** Board Direction Regarding Appointments/Reappointments of Board Members to the Gadsden Hospital, Inc. Board of Directors

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### **Statement of Issue:**

This agenda item seeks Board direction regarding the appointments/reappointments to the Gadsden Hospital Inc. Board of Directors.

### **Background:**

The relevant requirements based on the Articles and Bylaws of GHI can be summarized as follows:

- All GHI Board members are appointed by and serve at the discretion of the Board of County Commissioners of Gadsden County.
- All GHI Board members must be residents of Gadsden County or a person that owns or a full-time employee of a business with a permanent location in Gadsden County.
- GHI Board member terms are for 5 years with eligibility of reappointment. Terms run on a calendar year basis.
- The GHI Board should have nine members. However, as few as five and as many as eleven are authorized.
- One director should be a doctor, but the Board is authorized to act without a physician member.
- There are supposed to be three groups of directors with staggered terms.
- The Board of County Commissioners is supposed to be given a 90-day notice of the term expiration of any director unless there is a resignation. In this case, notice is to be given as soon as reasonably possible.

- Board members automatically carry over if the term expires without either a reappointment or replacement member.

The terms of six members of the Board have expired. Also, one member's term that will expire on 12/31/2024 resigned from the Board.

Below are the GHI Board of Director's current members and terms:

**CLASS ONE:** (Term to expire 12/31/2021)

Sam Palmer  
Fred Dudley  
Herb Sheheane – **Resigned from the Board**

**CLASS TWO:** (Term to expire 12/31/2022)

James Suber  
Scott Whitehead  
Arianne Graham

**CLASS THREE:** (Term to expire 12/31/2024)

Craig McMillan – **Resigned from the Board**  
Dr. Hantz Hercule  
Arrie Battle

The staff has advertised vacancies in the past, to no avail.

Staff is requesting Board direction regarding the Gadsden Hospital Inc. Board of Directors to either renew the terms of memberships or dissolution of the Board.

The Annual Report and Filing Fees are due for **GADSDEN HOSPITAL, INC. N02000003933.**

**Fiscal Impact:**

The Board of GHI serves on a volunteer basis. GHI has no staff separate from the County. There is no fiscal impact to making these appointments.

**Options:**

1. Board direction.

**County Administrator's Recommendation:**

Option 1.