

ORDINANCE NO. 250.2015

AN ORDINANCE BY KERSHAW COUNTY AUTHORIZING KERSHAW COUNTY TO QUIT CLAIM ALL OF ITS INTEREST IN ANY REAL PROPERTY AND ANY PERSONAL PROPERTY UTILIZED TO OPERATE KERSHAWHEALTH TO KERSHAWHEALTH AT CLOSING OF THE TRANSACTIONS SET FORTH AND SUBJECT TO THE LETTER OF INTENT BY AND BETWEEN MUSC-CAPELLA, KERSHAWHEALTH AND KERSHAW COUNTY AND MATTERS RELATED THERETO

WHEREAS, the Letter of Intent was entered into by and between MUSC-Capella, KershawHealth, and Kershaw County that provided "the Transaction will preserve the delivery of and, as necessary, provide funding for EMS..."; and

WHEREAS, Kershaw County and KershawHealth by official action of the Board of Trustees of KershawHealth and by official action of Kershaw County Council have agreed to the terms as to the transaction preserving the delivery of and funding for EMS.

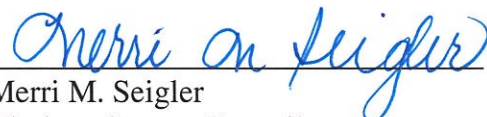
NOW, THEREFORE, BE IT ORDAINED by the Kershaw County Council assembled that:

1. Attached hereto as Exhibit A is an agreement memorializing the prior action of KershawHealth and Kershaw County.
2. The Chairman of Kershaw County Council is hereby authorized to effectuate the attached Agreement and to execute the necessary instruments to quit claim all of Kershaw County's interest in any real property and any personal property utilized to operate KershawHealth to KershawHealth at closing of the transaction as referenced in the Letter of Intent.
3. The Chairman of Kershaw County Council is hereby authorized to execute any documents and take any actions necessary to effectuate and complete the matters set forth in Exhibit A.

ADOPTED BY KERSHAW COUNTY COUNCIL THIS 24th DAY OF MARCH, 2015.

KERSHAW COUNTY COUNCIL

ATTEST:


Merri M. Seigler
Clerk to County Council

First Reading:	February 24, 2015
Second Reading:	March 10, 2015
Public Hearing:	March 24, 2015
Third Reading:	March 24, 2015

AGREEMENT

WHEREAS, the Board of Trustees of KershawHealth on February 9, 2015 passed a Motion pursuant to a Letter of Intent between MUSC-Capella, KershawHealth, and Kershaw County that provided "the Transaction will preserve the delivery of and, as necessary, provide funding for EMS..."; and

WHEREAS, Kershaw County Council at its meeting on February 10, 2015 passed a Resolution that likewise provided for the preservation and delivery of funding for EMS as set forth in the Letter of Intent; and

WHEREAS, the action of the Board of Trustees of KershawHealth and the Kershaw County Council provided "KershawHealth and Kershaw County shall memorialize" the formal action of each body "pursuant to a written agreement between the parties...".

NOW, THEREFORE, IT IS AGREED by Kershaw County and KershawHealth that:

1. KershawHealth shall pay to Kershaw County at closing of the transaction with Capella/MUSC the sum of \$2,636,000.00 as a one-time and final payment for capital and operating expenses for EMS.

2. EMS will be managed and run by KershawHealth until midnight June 30, 2015 at which time KershawHealth shall permanently cease all operations of EMS. Kershaw County shall take over all operations of EMS at 12:01 a.m. on July 1, 2015. Those certain assets and property utilized to operate EMS shall be transferred to Kershaw County at 12:01 a.m. on July 1, 2015.

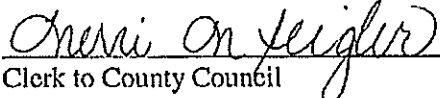
3. In exchange for the foregoing, Kershaw County shall quit claim all of its interest in any real property and any personal property utilized to operate KershawHealth to KershawHealth at closing.

KERSHAW COUNTY

By: 

Its: Chairman of Kershaw County Council

ATTEST:

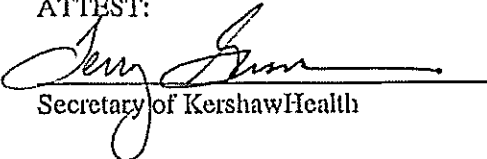

Clerk to County Council

KERSHAWHEALTH

By: 

Its: Chair - Board of Trustees

ATTEST:


Secretary of KershawHealth