

The Board of County Commissioners, Brown County, Ohio, met in regular session this October 15, 2012 with the following members present. Mr. Jennings, President Mr. William R. Geschwind,

Commissioner Tony Applegate was absent for the meeting.

IN THE MATTER OF PREVIOUS MINUTES

Motion moved by Mr. Geschwind to approve the minutes of the previous regular meeting and dispense with the oral reading. Second: Mr. Jennings.

ROLL CALL VOTE: Mr. Jennings, yea Mr. Geschwind, yea Mr. Applegate, absent

IN THE MATTER OF SUPPLEMENTAL APPROPRIATION – COUNTY GENERAL FUND

Motion moved by Mr. Geschwind to approve the request of Dwayne Wenninger, Brown County Sheriff, for a supplemental appropriation of unappropriated A00 (County General Fund) funds in the amount of \$32,000.00 into 6A3A (Supplies Detention). Second: Mr. Jennings.

ROLL CALL VOTE: Mr. Jennings, yea Mr. Geschwind, yea Mr. Applegate, absent

IN THE MATTER OF SUPPLEMENTAL APPROPRIATION – BROWN COUNTY BOARD OF DEVELOPMENTAL DISABILITIES

Motion moved by Mr. Geschwind to approve the request of Tammie Keller, Brown County Board of Developmental Disabilities, for a supplemental appropriation of unappropriated M50 (Development Disabilities) funds in the amount of \$60,000.00 into B50-6A (Targeted Case Management). Second: Mr. Jennings.

ROLL CALL VOTE: Mr. Jennings, yea Mr. Geschwind, yea Mr. Applegate, absent

IN THE MATTER OF SUPPLEMENTAL APPROPRIATION – BROWN COUNTY ENGINEER

Motion moved by Mr. Geschwind to approve the request of Todd Cluxton, Brown County Engineer, for a supplemental appropriation of unappropriated K-01 (Auto & Gas) funds in the amount of \$170,000.00 into K-30 (Contract Projects). Second: Mr. Jennings.

ROLL CALL VOTE: Mr. Jennings, yea Mr. Geschwind, yea Mr. Applegate, absent

IN THE MATTER OF BID OPENINGS – BROWN COUNTY ECONOMIC DEVELOPMENT – HOME SEWAGE TREATMENT SYSTEMS PROJECTS

The Bid Openings for the Home Sewage Treatment Systems was held this day at 10:30 a.m. Two Bids were received and read aloud. The Bid Opening was over at 10:40 a.m. In attendance: Kelly Cole, Director, Brown County Economic Development and Steve Dick, Brown County Health Department.

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| 1. | Vic's Bobcat Service
5007 Bardwell Buford Rd.
Mt. Orab, Ohio 45154 | 251 Dunbar Rd
Georgetown, Ohio 45121 | \$ 7,750.00 |
| 2. | Vic's Bobcat Service
5007 Bardwell Buford R.
Mt. Orab, Ohio 45154 | 602 Robertson Rd.,
Felicity, Ohio 45120 | \$19,900.00 |

ROLL CALL VOTE: Mr. Jennings, yea Mr. Geschwind, yea Mr. Applegate, absent

The Bids were given to Kelly Cole, Director, Brown County Economic Development for review and will be awarded at a later time.

IN THE MATTER OF GUARANTY/INDEMNIFICATION AGREEMENT – SOUTHWEST HEALTHCARE LLC

After discuss with Jessica Little, Brown County Prosecutor, Mr. Geschwind moved to approve the Guaranty/Indemnification Agreement with Joan Jgiusto Philips Living Trust, to assume and perform all obligations of Southwest Healthcare of Brown County Ohio, LLC, under the terms of the Asset Purchase Agreement dated May 2, 2011. (See complete agreement on file). Second: Mr. Jennings.

ROLL CALL VOTE: Mr. Jennings, yea Mr. Geschwind, yea Mr. Applegate, absent

October 15, 2012

IN THE MATTER OF RESOLUTION – SATISFACTION AND RELEASE OF MORTGAGE AND TERMINATION/CONVEYANCE OF RIGHT OF FIRST REFUSAL

Motion moved by Mr. Geschwind to adopt the following Resolution. Second: Mr. Jennings.

ROLL CALL VOTE: Mr. Jennings, yea Mr. Geschwind, yea Mr. Applegate, absent

RESOLUTION NO. 10152012**SATISFACTION AND RELEASE OF MORTGAGE AND TERMINATION/CONVEYANCE OF RIGHT OF FIRST REFUSAL**

The Board of County Commissioners of Brown County, Ohio, met on the 15th day of October, 2012, in regular session at the offices of said Board in the Administration Building, Georgetown, Ohio, with the following members present:

Ralph Jennings, President
William R. Geschwind, Vice President
Tony Applegate, Absent

The following Resolution was presented by Mr. Geschwind, who moved its adoption, and seconded by Mr. Jennings.

WHEREAS on May 1, 2011, the Board entered into the Asset Purchase Agreement (“APA”) with Southwest Healthcare of Brown County Ohio, LLC, (“Southwest”), and the Board of Hospital Trustees of Brown County General Hospital;

WHEREAS in connection with the APA, the Board received a Note, Mortgage, and Guaranty/Indemnification and Security Agreement, from Southwest to secure repayment of a \$300,000.00 government to government loan made by the Board while the hospital was still under the governance of the Board of Hospital Trustees of Brown County General Hospital;

WHEREAS prior to October 12, 2012, the Board received three payments on said Note from Southwest;

WHEREAS, the Board finds ownership of the hospital has since been transferred to Joan Jgiusto Phillips, Trustee for the Joan Jgiusto Phillips Living Trust (“Joan Phillips”);

WHEREAS, the Board finds Joan Phillips has assumed the obligations of Southwest to the Board under the APA; and its subsequent amendments.

WHEREAS on October 12, 2012, the Board received a check in the amount of \$239,334.95, from the trust account of attorney David Gast, representing full payment of the principle balance of the Note (\$226,787.26) plus accrued interest and penalty (\$12,547.69);

WHEREAS, Joan Phillips has executed a Guaranty/Indemnification Agreement in favor of the Board and the Board of Hospital Trustees of Brown County Hospital, in accordance with her obligations under the APA;

WHEREAS, the Board finds there is no continued benefit to the County to retain a right of first refusal as a deed restriction on the real estate previously conveyed under the terms of the APA;

BE IT RESOLVED:

The Board is authorized to execute and cause to be recorded an instrument to memorialize the Satisfaction of the Mortgage, aka a Mortgage Release, to cancel the Note and return the original to Joan Phillips, and to Convey by Quit Claim Deed its interest in a Right of First Refusal to Joan Phillips. Said documents are attached hereto and fully incorporated herein.

BE IT FURTHER RESOLVED:

The Board is authorized to execute any other documents in furtherance thereof.

October 15, 2012

IN THE MATTER OF CHIP SATISFACTION OF MORTGAGE – BROWN COUNTY ECONOMIC DEVELOPMENT

Motion moved by Mr. Geschwind upon the recommendation of Kelly Cole, Director, Economic Development, for a satisfaction of mortgage which has been fully satisfied and that the Recorder is authorized to discharge the same of record. Second: Mr. Jennings.

ROLL CALL VOTE: Mr. Jennings, yea Mr. Geschwind, yea Mr. Applegate, absent

IN THE MATTER OF AWARDS – BROWN COUNTY ECONOMIC DEVELOPMENT – HOME SEWAGE TREATMENT SYSTEMS PROJECTS

Motion moved by Mr. Geschwind upon the recommendation of Kelly Cole, Director, Brown County Economic Development, to award the Home Sewage Treatment System Projects to the following. Second: Mr. Jennings.

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| 1. | Vic's Bobcat Service
5507 Bardwell Buford Rd.
Mt. Orab, Ohio 45154 | 251 Dunbar Rd.
Georgetown, Ohio 45121 | \$ 7,750.00 |
| 2. | Vic's Bobcate Service
5507 Bardwell Buford Rd.
Mt. Orab, Ohio 45154 | 602 Robertson Rd.
Felicity, Ohio 45120 | \$19,900.00 |

ROLL CALL VOTE: Mr. Jennings, yea Mr. Geschwind, yea Mr. Applegate, absent

IN THE MATTER OF CONTRACT – BROWN COUNTY ECONOMIC DEVELOPMENT – HOME SEWAGE TREATMENT SYSTEMS PROJECT

Motion moved by Mr. Geschwind upon the recommendation of Kelly Cole, Director, Brown County Economic Development, to enter into contract with Vic's Bobcat Service, 5007 Bardwell Buford. Mt. Orab, Ohio, for the Home Sewage Treatment Systems Project located at 251 Dunbar Rd. Georgetown, Ohio. The contract amount is \$7,750.00. Second: Mr. Jennings.

ROLL CALL VOTE: Mr. Jennings, yea Mr. Geschwind, yea Mr. Applegate, absent

IN THE MATTER OF CONTRACT – BROWN COUNTY ECONOMIC DEVELOPMENT – HOME SEWAGE TREATMENT SYSTEMS PROJECT

Motion moved by Mr. Geschwind upon the recommendation of Kelly Cole, Director, Brown County Economic Development, to enter into contract with Vic's Bobcat Service, 5007 Bardwell Buford. Mt. Orab, Ohio, for the Home Sewage Treatment Systems Project located at 602 Robertson Rd. Georgetown, Ohio. The contract amount is \$19,900.00. Second: Mr. Jennings.

ROLL CALL VOTE: Mr. Jennings, yea Mr. Geschwind, yea Mr. Applegate, absent

10/11/12

Commissioner Ralph Jennings and Commissioner William R. Geschwind met with Dennis Varnau, to discuss Southwest Health Care LLC.

10/15/12

Commissioner Ralph Jennings, Commissioner William R. Geschwind and Dorothy Ferris, Director, CDBG Coordinator, met with JoAnn Kattine, Helping Hands, to discuss Helping Hands.

Commissioner Ralph Jennings, Commissioner William R. Geschwind and Jessica Little, Brown County Prosecutor, met with Dennis Varnau, to discuss Southwest health Care LLC.

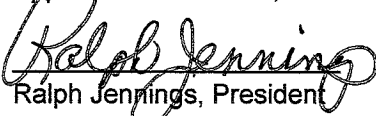
Commissioner Ralph Jennings, Commissioner William R. Geschwind and Jessica Little, Brown County Prosecutor, met with Joan Phillips, Margery Paeltz and David Gast Esq. to discuss Southwest Health Care LLC.

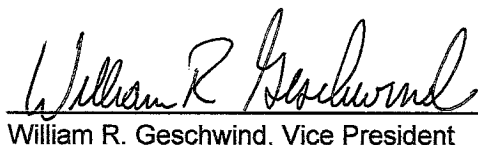
IN THE MATTER TO ADJOURN

Motion moved by Mr. Geschwind to adjourn this meeting with no further business before the Board this day October 15, 2012. Second: Mr. Jennings.

ROLL CALL VOTE: Mr. Jennings, yea Mr. Geschwind, yea Mr. Applegate, absent

Approval: October 17, 2012


Ralph Jennings, President


William R. Geschwind, Vice President


Tony Applegate, Member


Jean Rickey, Clerk

October 15, 2012