

**Resolution No. 24-03-014**

Sponsored by Commissioners Jared Anderson, Mike Akard, John Giles and David Wells

**A RESOLUTION APPROVING THE EXECUTION AND DELIVERY OF A MANAGEMENT AGREEMENT WITH BLOUNT MEMORIAL HOSPITAL, INCORPORATED, RELATED TO THE OPERATION AND MANAGEMENT OF BLOUNT MEMORIAL HOSPITAL AND AUTHORIZING THE EXECUTION AND DELIVERY OF DOCUMENTS RELATING TO THE SETTLEMENT OF LITIGATION WITH BLOUNT MEMORIAL HOSPITAL, INCORPORATED**

WHEREAS, the County Commission (the “Governing Body”) of Blount County, Tennessee (the “County”) has met pursuant to proper notice; and

WHEREAS, in 1945 the County was authorized by Chapter 187 of 1945 Private Acts of Tennessee (as amended, the “Private Act”) to build a general hospital in the County, and the County thereafter caused the construction of Blount Memorial Hospital (the “Hospital”); and

WHEREAS, the Hospital has been providing healthcare services to the citizens of the County since that time; and

WHEREAS, Blount Memorial Hospital, Incorporated (“Manager”) is a nonprofit corporation established primarily for the purpose of operating and managing the Hospital pursuant to the Private Act, and Manager has operated the Hospital since its inception pursuant to the Private Act’s authority and applicable healthcare statutes; and

WHEREAS, the County and Manager have never had a written agreement setting forth the terms pursuant to which Manager agreed to undertake the management of the Hospital, and the County and Manager desire to enter into a management agreement (the “Management Agreement”) to establish the terms pursuant to which Manager would operate and manage the Hospital on behalf of the County; and

WHEREAS, the Private Act requires the County and the Manager to have such a written agreement relating to the management of the Hospital; and

WHEREAS, disputes have arisen between the County and Manager related to ownership of certain property used in connection with the operation of the Hospital and other matters in connection with Manager’s operation and management of the Hospital, which disputes have led to litigation between the County and Manager; and

WHEREAS, pursuant to the terms of the Management Agreement, the County and Manager would agree to settle the ongoing litigation between the County and Manager; and

WHEREAS, there has been presented to the Governing Body the form of the Management Agreement for review and approval; and

WHEREAS, the Governing Body has determined that it would be in the best interests of the County to approve the form of the Management Agreement and authorize the execution of such document and the litigation settlement documents referenced in the Management Agreement.

NOW, THEREFORE, BE IT RESOLVED BY THE BLOUNT COUNTY LEGISLATIVE BODY MEETING IN REGULAR SESSION AT MARYVILLE, TENNESSEE, on this 21st day of March, 2024, as follows:

1. Approval of the Management Agreement. The Governing Body hereby finds that it is in the best interests of the County to execute and deliver the Management Agreement in the form presented to Commission, and the Governing Body hereby authorizes the County Mayor to execute and deliver on behalf of the County the Management Agreement and all other documents referenced therein, including the documents to settle and resolve all outstanding litigation between the County and Manager.

2. Additional Actions. The County Mayor and all other officers of the County, as appropriate, are authorized to take such actions as are necessary or appropriate to carry out the purposes of the Management Agreement, and all other actions of the County Mayor and all other officers of the County hereinbefore taken in connection with the foregoing are hereby ratified, approved, and confirmed.

**BE IT FURTHER RESOLVED THAT THIS RESOLUTION SHALL BE IN FORCE AND BECOME EFFECTIVE UPON ITS ADOPTION, THE PUBLIC WELFARE REQUIRING IT.**

**ADOPTED THIS 21<sup>st</sup> DAY OF MARCH, 2024.**

**CERTIFICATION OF ACTION**

**ATTEST**

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Commission Chairman

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County Clerk

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County Mayor

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Date

Approved

Vetoed