

The Board of County Commissioners, Brown County, Ohio, met in regular session this November 21, 2012 with the following members present. Mr. Ralph Jennings, President Mr. William R. Geschwind, Vice President Mr. Tony Applegate, Member

Barry Woodruff, Commissioner Elect attended the meeting.

IN THE MATTER OF PREVIOUS MINUTES

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

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

IN THE MATTER OF RESOLUTION – ENGAGEMENT OF LEGAL COUNSEL

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

RESOLUTION NO. 11212012

ENGAGEMENT OF LEGAL COUNSEL

The Board of County Commissioners of Brown County, Ohio, met on the 21st day of November, 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, Member

The following resolution was presented by Mr. Geschwind, who moved its adoption, and seconded by Mr. Applegate.

WHEREAS the Board has been named as a party defendant in pending litigation styled Judith Varnau v. Brown County General Hospital, et. al., and Barbara Patridge v. Brown County General Hospital, et. al., hereinafter referred to as "litigation";

WHEREAS the litigation is related to the operations of the former Brown County General Hospital, which was sold on June 2, 2011, pursuant to the Asset Purchase Agreement ("APA");

WHEREAS under the terms of the Indemnification Agreement between Joan Phillips, CEO of Southwest Regional Health Care of Brown County, Ohio, as trustee for the Joan Jguisto Phillips Living Trust, the Hospital Board of Trustees, and the Board, Southwest is obligated to pay any expenses of the Board for defending claims related to or derivative of debts assumed by Southwest under the terms of the APA;

WHEREAS Southwest has agreed to retain Robert Shanks of Denlinger, Rosenthal & Greenberg, LPA, 425 Walnut Street, Suite 2300, Cincinnati, Ohio 45202, to represent all named defendants, including the Board, at no cost to the Board;

WHEREAS the Prosecuting Attorney has advised the Board that representation by Mr. Shanks is desirable and she will remain on the cases as co-counsel;

WHEREAS the Prosecuting Attorney has further advised the Board that Mr. Shanks representation of all party defendants does present a conflict of interest, but said conflict can be waived by the Board;

WHEREAS the Prosecuting Attorney has further advised she will have to file an application in Common Pleas Court to have Mr. Shanks appointed counsel for the Board pursuant to R.C. 305.14;

THEREFORE, BE IT RESOLVED:

On the condition that there is no cost to the County, the Board may enter into an agreement with Robert Shanks to represent the Board in the pending litigation, and further, waives any conflict of interest presented by his representation of multiple defendants;

BE IT FURTHER RESOLVED:

The Prosecuting Attorney is authorized to file an application with Common Pleas Court to have Mr. Shanks appointed as counsel;

BE IT FURTHER RESOLVED:

The President of the Board may execute any documents necessary in furtherance of this Resolution;

Commissioner William R. Geschwind left for the remainder of the day.

11/20/12

The Brown County Planning Commission held their monthly meeting in the Commissioner's Office.

11/21/12

The Commissioners met with Adam Raines and Doug Hauke, A-One Building Group, to discuss a building project for Helping Hands in Georgetown, Ohio.

The Commissioners met with Donna Skinner, Brown County Genealogy, to discuss the county building located at 202 Cherry St. in Georgetown, Ohio.

The Commissioners met with Dan Roessner and James & Debbie Napier, residents of Devore Road to discuss a Township Road issue.

The Commissioners met with Cathy Jones, Director, Brown County Board of Elections and Jo Ellen Waits, Chief Deputy, Brown County Board of Elections to discuss the 2013 budget.

The Commissioners met with Kelly Cole, Director, Brown County Economic Development and Steve Dick, Brown County Health Department, to discuss the Home Sewage Treatment System Program.

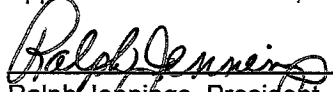
IN THE MATTER TO ADJOURN

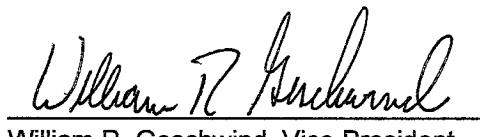
Motion moved by Mr. Applegate to adjourn this meeting with no further business before the Board this day November 21, 2012.

Second: Mr. Jennings.

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

Approval: November 26, 2012


Ralph Jennings, President


William R. Geschwind, Vice President


Tony Applegate, Member


Jean Rickey, Clerk

November 21, 2012