

**UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF OHIO
EASTERN DIVISION**

Jared Allen, Christina Cole, Jeremy Dunaway, Eric Hendrickson, Jennifer Tom, on their own behalf and a class of similarly situated,

Plaintiffs,

v.

Ohio Civil Service Employees Association AFSCME, Local 11, Mike DeWine, in his official capacity as Governor of the State of Ohio, Matthew M. Damschroder, in his official capacity as Director of the Ohio Department of Administrative Services,

Defendants.

Case No.:

CLASS ACTION COMPLAINT

INTRODUCTION

1. On June 27, 2018, the Supreme Court held it unconstitutional for the government to deduct union dues or fees from an individual's wages unless the government can prove the individual waived his or her First Amendment right not to subsidize the union's speech. *Janus v. AFSCME, Council 31*, 138 S. Ct. 2448, 2486 (2018). The State of Ohio and Ohio Civil Service Employees Association AFSCME, Local 11 ("OCSEA") are violating the First Amendment by prohibiting employees from stopping the deduction and collection of union dues from their wages during the term of a collective bargaining agreement, except for its last thirty (30) days, and by deducting and collecting union dues from employees without clear and compelling evidence that they waived their First Amendment rights. Plaintiffs, on behalf of themselves and a class of similarly situated employees, seeks a declaratory judgment, injunctive

relief, and nominal damages and compensatory damages for Defendants' violation of employees' First Amendment rights.

PARTIES

2. Plaintiffs Jared Allen, Christina Cole, and Jennifer Tom reside in Franklin County, Ohio. Plaintiff Jeremy Dunaway resides in Portage County, Ohio. Plaintiff Eric Hendrickson resides in Licking County, Ohio.

3. Defendant OCSEA is a labor union whose offices are located at 390 Worthington Rd. Westerville, Ohio 43082.

4. Defendant Mike DeWine is the Governor of the State of Ohio and is sued in his official capacity. The Governor is the State of Ohio's chief executive officer.

5. Defendant Matthew M. Damschroder is the Director of the Ohio Department of Administrative Services and is sued in his official capacity. The Ohio Department of Administrative Services is the principle representative of the State of Ohio in collective bargaining and is responsible for payroll processing and making payroll deductions from State employees' wages.

6. "State Defendants" shall refer collectively to Defendants Governor DeWine and Director Damschroder.

JURISDICTION AND VENUE

7. This Court has jurisdiction over this case pursuant to 28 U.S.C. § 1331, because it arises under the United States Constitution, and pursuant to 28 U.S.C. § 1343, because Plaintiffs seek relief under 42 U.S.C. § 1983. This Court has the authority under 28 U.S.C. §§ 2201 and 2202 to grant declaratory relief and other relief based thereon.

8. Venue is proper under 28 U.S.C. § 1391 because the Defendants' offices are located in this judicial district, all but one Plaintiff resides in this judicial district, and a substantial part of the events giving rise to the claims occurred within this judicial district. Assignment to the Eastern Division of this Court is appropriate because Defendants' offices are located within its ambit.

FACTUAL ALLEGATIONS

Defendants' Dues Deduction Policies

9. The State Defendants and OCSEA are parties to a collective bargaining agreement effective from May 12, 2018 through February 28, 2021 ("CBA"). A relevant portion of the CBA is attached as Exhibit A and incorporated herein.

10. The CBA governs the employment terms of over 30,000 State employees who are employed in the job classifications listed in Appendices A-H of the CBA, who shall be referred to as "unit employees."

11. Plaintiffs Allen, Cole, Hendrickson, and Tom are unit employees employed by the Ohio Environmental Protection Agency. Plaintiff Dunaway is a unit employee employed by the Ohio Department of Public Safety.

12. Ohio Revised Code § 4117.09(b)(2) mandates that collective bargaining agreements between exclusive representatives and public employers "shall contain a provision that . . . [a]uthorizes the public employer to deduct the periodic dues, initiation fees, and assessments of members of the exclusive representative upon presentation of a written deduction authorization by the employee." *Id.* at § 4117.09(B)(2).

13. Article 4 of Defendants' CBA governs the deduction of union dues and fees from unit employees' wages. It contains four sections relevant to this case.

14. *CBA Section 4.01 "Dues Deduction."* CBA Section 4.01 states, in part, that "[t]he Employer will deduct biweekly membership dues payable to the Union, upon receipt of a voluntary written individual authorization from any bargaining unit employee on a form mutually agreed to by the Union."

15. The Ohio Department of Administrative Services most recent payroll deduction form is State of Ohio ADM Form 6307 (Revised Nov. 2007), which is attached as Exhibit B and incorporated herein.

16. The Ohio Department of Administrative Services and OCSEA also utilize and enforce as a payroll deduction form an earlier version of State of Ohio ADM Form 6307 (Revised June 16, 1998) modified to include pre-printed OCSEA information. An example of such a form, signed by Plaintiff Allen in 2012, is attached as Exhibit C and incorporated herein.

17. On information and belief, the payroll deduction forms referenced in paragraph 15 and 16, and forms substantively similar to them, are the mutually agreed upon forms that Defendants use and rely upon to deduct union dues from unit employees' wages under CBA Section 4.01.

18. Defendants' payroll deduction forms contain no language stating that the authorization of dues deduction only can be revoked, and the deduction of union dues only can be stopped, during certain time periods.

19. Defendants' payroll deduction forms contain no language that informs unit employees that they have a First Amendment right not to financially support OCSEA and its speech or that states that the employees are agreeing to waive that right.

20. *CBA Section 4.02 “Fair Share Fee.”* CBA Section 4.02 states is a forced fee requirement that states, in part, that “[a]ny bargaining unit employee who has served an initial sixty (60) days and who has not submitted a voluntary membership dues deduction authorization form to the Employer shall, tender to the Union a representation service fee beginning in the pay period that includes the 61st day.”

21. OCSEA’s prior collective bargaining agreements with the State of Ohio contained similar forced fee clauses that required employees to pay union fees if they did not submit a membership dues deduction authorization form to the State of Ohio.

22. On or around June 27, 2018, Defendants ceased enforcing CBA Section 4.02 against unit employees because the Supreme Court in *Janus*, 138 S. Ct. at 2486, held forced fee requirements unconstitutional under the First Amendment.

23. *CBA Section 4.03 “Maintenance of Membership.”* CBA Section 4.03 states that “[a]ll employees in the bargaining units who, on the effective date of this Agreement, are members of the Union and all employees who thereafter become members shall, as a condition of employment, remain members of the Union for the duration of this Agreement. Employees who wish to terminate their membership may do so by providing written notice to the Union at its principal offices during a thirty (30) day period commencing sixty (60) days prior to the expiration date of this Agreement.”

24. Defendants jointly enforce CBA Section 4.03 against unit employees by deducting and collecting union dues from the wages of unit employees who provide notice, outside the specified escape period, that they oppose union membership and the deduction of union dues from their wages.

25. CBA Section 4.03 prohibits unit employees from exercising their First Amendment right not to subsidize OCSEA and its speech except for between December 30, 2020 and January 29, 2021.

26. Defendants continue to enforce CBA Section 4.03 against unit employees notwithstanding the Supreme Court's decision in *Janus*.

27. *CBA Section 4.05 "Indemnification."* CBA Section 4.05 states that "[t]he Union agrees to indemnify and hold the Employer harmless against any and all claims, suits, orders or judgments brought or issued against the Employer as a result of any action taken or not taken as a result of the Union under the provisions of this Article. The parties agree that henceforth OCSEA shall indemnify the Employer for any liability incurred to any third parties arising out of the Employer's deduction of dues or fair share fees."

Enforcement of Defendants' Dues Deduction Policies Against Plaintiffs

28. Plaintiffs signed payroll deduction forms prior to June 27, 2018 and at times during which they were required to pay forced fees to OCSEA if they did not authorize the deduction of union dues from their wages.

29. During times relevant to this case and continuing to present, Defendants have deducted union dues from Plaintiffs' wages and OCSEA has collected those dues.

30. Plaintiffs oppose financially supporting OSCEA and its speech. But for Defendants' forced-fee requirement and maintenance-of membership requirement, they would have stopped financially supporting the OSCEA.

31. On July 17, 2018, a human resources official at the Ohio EPA twice informed

Plaintiff Allen by email that he could not withdraw from the union until near when the CBA expires.

32. On February 14, 2019, Plaintiff Allen nevertheless attempted to stop the deduction of union dues from his wages. On that day, Allen sent, by certified mail, a letter to both OCSEA and his State employer that provided notice that Allen resigned his union membership and that OCSEA and the State “do not have my affirmative consent to take any money in union dues or fees from my paycheck.” The letter further states that “I revoke any prior dues/fees checkoff authorization that I may have signed” and that “I insist you immediately cease deducting any and all union dues or fees from my paychecks.”

33. Defendants did not honor Allen’s request and continue to deduct and collect union dues from his wages pursuant to the requirements of CBA Article 4.3.

34. Allen informed several of his co-workers, including Plaintiffs Cole, Hendrickson, and Tom, of his futile attempt to stop the deduction of union dues from his wages. Plaintiffs Cole, Hendrickson, and Tom also were aware of the maintenance of membership provision in CBA Article 4.03. Plaintiffs Cole, Hendrickson, and Tom would have sent letters in March 2019 resigning their union memberships and revoking their payroll deduction authorizations but for CBA Article 4.03 and Defendants refusal to honor Allen’s revocation request.

35. In December 2018, Plaintiff Dunaway notified the OCSEA that he resigned from the union and did not consent to paying union dues.

36. On January 10, 2019, Brian Eastman, General Counsel for OCSEA, responded

to Dunaway in an email that stated:

I am responding to your recent request to withdraw from the union and opt out of paying union dues. Under Article 4.03 of the Collective Bargaining Agreement (CBA) between OCSEA and the State of Ohio, members may terminate their membership during a thirty (30) day window sixty (60) days prior to the expiration of the CBA.

The Maintenance of Membership provisions under Article 4.03 for the current contractual period went into effect on May 12, 2018. The next time membership may be terminated is at the end of this contractual period. The current collective bargaining agreement does not expire until February 28, 2021. However, we are continually monitoring litigation around the country with respect to Maintenance of Membership Provisions similar to ours and will continue to keep you apprised of any changes.

37. In a letter received by OCSEA on March 6, 2019, Plaintiff Dunaway again notified the OCSEA that “[e]ffectively immediately, I resign from membership in the local union and all of its affiliated unions” and it “must immediately cease enforcing the dues check-off authorization agreement that I signed.”

38. On March 28, 2019, Brian Eastman, General Counsel for OCSEA, responded to Dunaway with an email that acknowledged receipt of his latest revocation letter and that reiterated that, under CBA Article 4.03, “[t]he next time membership may be prohibited is at the end of this contractual period. The current collective bargaining agreement does not expire until February 28, 2021.”

39. On August 26, 2019, counsel for Plaintiffs sent a letter to OCSEA, Defendant Damschroder, and Plaintiffs’ respective agencies that notified them that Plaintiffs “oppose subsidizing the [OCSEA] and do not consent to the deduction or collection of any union dues or fees from their wages,” and that, “[t]o the extent they have not already done so, [Plaintiffs] immediately resign their memberships in OCSEA and

revoke any dues deduction authorization they may have signed.”

40. On information and belief, the Defendants will continue to jointly enforce their maintenance-of-membership requirement against Plaintiffs and similarly situated unit employees and will continue to deduct and collect union dues from Plaintiffs and similarly situated unit employees without clear and compelling evidence that they waived their First Amendment to right to refrain from subsidizing OSCSEA’s speech.

CLASS ACTION ALLEGATIONS

41. Plaintiffs bring this case on their own behalf and on behalf of others similarly situated, and seek the certification of two classes. First, Plaintiffs seek the certification, under Federal Rule of Civil Procedure 23(b)(1)(A), (b)(1)(B), and (b)(2), of a “Class” of all unit employees who are subject or were subject to CBA Section 4.03 or any similar maintenance-of-membership requirement. Second, Plaintiffs seek the certification, under Rules 23(b)(2) and (b)(3), of a “Revocation Class” that consists of all unit employees from whom, at any time after June 27, 2018, Defendants deducted or collected union dues after receiving notification from the individual that he or she did not consent to paying union dues.

42. There are over 30,000 unit employees. On information and belief, the vast majority of these employees are prohibited by CBA Section 4.03 from stopping the deduction and collection of union dues from their wages. The number of Class members makes joinder of the individual Class members impractical.

43. On information and belief, Defendants deducted or collected union dues, and will continue to deduct and collect union dues, from unit employees after receiving

notification that they do not consent to paying union dues, rendering joinder of individual Revocation Class members impractical.

44. There are questions of fact and law common to all Class and Revocation Class members. Factually, all are subject to the same maintenance-of-membership requirement and dues deduction practices. The dispositive question of law is the same for Plaintiffs, Class and Revocation Class members: are the Defendants' maintenance-of-membership requirement and dues deduction practices constitutional under the First Amendment?

45. Plaintiffs' claims are typical of Class members' and Revocation Class members' claims because all concern whether the Defendants' maintenance-of-membership requirement and dues deduction practices violate their First Amendment rights

46. Plaintiffs will adequately represent the interests of the proposed classes, and have no interests antagonistic to the class.

47. A class action by Class members can be maintained under Rule 23(b)(1)(A) because separate actions by Class members concerning the constitutionality of Defendants' maintenance and enforcement of CBA Section 4.03 or similar maintenance-of-membership requirement could risk inconsistent adjudications that would establish incompatible standards of conduct for Defendants.

48. A class action by Class members can be maintained under Rule 23(b)(1)(B) because an adjudication determining the constitutionality of Defendants' maintenance and enforcement of CBA Section 4.03 or similar maintenance-of-membership requirement will as a practical matter, be dispositive of the interests of all Class

members or substantially impair or impede their ability to exercise their First Amendment rights.

49. A class action by Class members and Revocation Class members can be maintained under Rule 23(b)(2) because Defendants, by maintaining and enforcing CBA Section 4.03 or similar maintenance-of-membership requirements, have acted or refused to act on grounds that apply generally to members of the Class and Revocation Class, so that final injunctive or declaratory relief is appropriate for the Class and Revocation Class as a whole.

50. A class action by Revocation Class members can be maintained under Rule 23(b)(2) because Defendants, by deducting and collecting union dues from Revocation Class members' wages without their consent and without clear and compelling evidence that they waived their First Amendment rights to refrain from subsidizing OSCEA and its speech, have acted or refused to act on grounds that apply generally to members of the Revocation Class, so that final injunctive or declaratory relief is appropriate for the Revocation Class as a whole.

51. A class action by Revocation Class members can be maintained under Rule 23(b)(3) because the common questions of law and fact identified in the complaint predominate over any questions affecting only individual Revocation Class members. A class action is superior to other available methods for the fair and efficient adjudication of the controversy because, among other things, all Revocation Class members are subjected to the same violation of their constitutional rights but the amount of

money involved in each individual's claim would make it burdensome for class members to maintain separate actions. The amount of the unauthorized deductions taken from plaintiffs and class members is known to the defendant.

CAUSE OF ACTION

52. Plaintiffs reallege and incorporate by reference the paragraphs set forth above.

53. Defendants act jointly and under color of state law by maintaining and enforcing Article 4 of the CBA, by deducting and causing the deduction of union dues from unit employees' wages, and by collecting union dues deducted from unit employees' wages.

54. In *Janus*, the Supreme Court held it violates the First Amendment for the government to deduct union dues and fees from public employees' wages without their affirmative consent. 138 S. Ct. at 2486. The Court further held that, to be effective, an individual's consent to pay union dues must meet the criteria for a waiver of First Amendment rights. *Id.*

55. A valid waiver of First Amendment rights requires clear and compelling evidence that the putative waiver was voluntary, knowing, and intelligent and that enforcement of the waiver is not against public policy. Defendants bear the burden of proving that these criteria are satisfied.

56. Defendants cannot prove that Plaintiffs and Class and Revocation Class members voluntarily, knowingly, and intelligently waived their First Amendment rights not to subsidize OCSEA's speech because, among other reasons, Defendants' payroll

deduction forms: (i) do not inform employees that they have a First Amendment right not to financially support an exclusive representative and its speech; (ii) do not state that the employee agrees to waive that right; and (iii) if signed prior June 27, 2018, were signed prior to the Supreme Court's recognition that public employees have a First Amendment right not to subsidize a union's speech and at a time during which employees were required to pay forced fees to OCSEA as a condition of their employment.

57. Plaintiffs and Class and Revocation Class members also did not consent to any restriction on their ability to revoke a payroll deduction authorization or to stop the deduction and collection of union dues from their wages.

58. Defendants, acting jointly and pursuant to Ohio Revised Code § 4117.09(b)(2), are deducting and collecting union dues from unit employees' wages without clear and compelling evidence that they voluntarily, knowingly, and intelligently waived their First Amendment right not to subsidize OCSEA and its speech.

59. Defendants' maintenance and enforcement of CBA Section 4.03 and similar maintenance-of-membership requirement is against public policy because it significantly impinges on employees' First Amendment rights by compelling employees, who do not or no longer want to subsidize OCSEA's speech, to subsidize that speech for the remainder of the collective bargaining agreement's term. No countervailing public interest justifies this significant impingement on First Amendment rights.

Count I

(Maintenance of Membership Clause Violates the First Amendment)

60. Defendants' maintenance and enforcement of CBA Section 4.03 and any similar maintenance-of-membership requirement deprives Plaintiffs, Class members, and Revocation Class members of their First Amendment rights to free speech and association, as secured against state infringement by the Fourteenth Amendment to the United States Constitution and 42 U.S.C. § 1983.

61. Plaintiffs, Class Members, and Revocation Class Members are suffering the irreparable harm and injury inherent in a violation of First Amendment rights, for which there is no adequate remedy at law.

Count II

(Nonconsensual Dues Deductions Violate the First Amendment)

62. Defendants, by deducting and collecting union dues from Plaintiffs and Revocation Class members without clear and compelling evidence that they waived their First Amendment rights to refrain from subsidizing OCSEA and its speech, are depriving Plaintiffs and Revocation Class members of their First Amendment rights to free speech and association, as secured against state infringement by the Fourteenth Amendment to the United States Constitution and 42 U.S.C. § 1983.

63. CBA Section 4.01, and any other agreement between Defendants that requires the State to deduct union dues from unit employees, is unconstitutional under the First Amendment to the extent it is enforced to cause the deduction of union dues from unit employees without clear and compelling evidence that the employees

waived their First Amendment rights to refrain from subsidizing OCSEA and its speech.

64. Ohio Revised Code § 4117.09(B)(2) is unconstitutional under the First Amendment to the extent it requires that collective bargaining agreements contain provisions that authorize public employers to deduct union dues, fees, or assessments from employees without clear and compelling evidence that the employees waived their First Amendment rights to refrain from subsidizing an exclusive representative and its speech.

65. Plaintiffs and Revocation Class Members are suffering the irreparable harm and injury inherent in a violation of First Amendment rights, for which there is no adequate remedy at law.

Count III

(Indemnification Clause)

66. Defendants' maintenance of CBA Section 4.04, in which OCSEA agrees to indemnify the State "for any liability incurred to any third parties arising out of the Employer's deduction of dues or fair share fees," provided and continues to provide the State of Ohio with an incentive not to ensure that its deductions of union dues from unit employees conforms to the First Amendment and 42 U.S.C. § 1983.

67. Defendants maintenance of CBA Section 4.04 deprives Plaintiffs, Class members, and Revocation Class members of their First Amendment rights to free speech and association, as secured against state infringement by the Fourteenth Amendment to the United States Constitution and 42 U.S.C. § 1983.

68. CBA Section 4.04 is void and enforceable as against public policy.

PRAYER FOR RELIEF

Wherefore, Plaintiffs request that this Court:

A. Issue a declaratory judgment that Defendants violate the First Amendment, as secured against State infringement by the Fourteenth Amendment and 42 U.S.C. § 1983, by: (1) maintaining and enforcing CBA Section 4.03 and maintenance-of-membership requirements; (2) enforcing CBA Section 4.01 or otherwise deducting union dues from unit employees' wages without clear and compelling evidence that the employees waived their First Amendment right to refrain from subsidizing a union and its speech; and (3) maintaining and enforcing CBA Section 4.04.

B. Issue a declaratory judgment that Ohio Revised Code § 4117.09(B)(2) is unconstitutional under the First Amendment, as secured against State infringement by the Fourteenth Amendment and 42 U.S.C. § 1983, to the extent it requires that collective bargaining agreements contain provisions that authorize public employers to deduct union dues, fees, or assessments from employees without clear and compelling evidence that the employees waived their First Amendment rights to refrain from subsidizing an exclusive representative and its speech.

C. Permanently enjoin Defendants, along with affiliates, agents, and any other person or entity in active concert or participation with them, from engaging in the conduct that Plaintiffs request be declared unconstitutional.

D. Award equitable relief that requires the Defendants to provide Plaintiffs, Class members, and Revocation class members with written notice that CBA Section 4.03 and maintenance-of-membership requirements are unconstitutional and unenforceable, that they have the right to stop the deduction and collection of union dues from

them at any time, and an opportunity to retroactively exercise that right;

E. Award compensatory damages to Plaintiffs and Revocation Class Members;

F. Award nominal damages to Plaintiffs, Class Members, and Revocation Class Members;

G. Award Plaintiffs their costs and reasonable attorneys' fees pursuant to the Civil Rights Attorneys' Fees Award Act of 1976, 42 U.S.C. § 1988; and

H. Grant other and additional relief as the Court may deem just and proper.

Date: August 27, 2019

By /s/ Donald C. Brey
Donald C. Brey (0021965)
Isaac Wiles Burkholder & Teetor LLC
Two Miranova Place, Suite 700
Columbus, Ohio 43215
Tel (614) 340-7457
dbrey@isaacwiles.com

and

William L. Messenger
(Pro Hac Vice Motion to be filed)
National Right to Work Legal Defense
Foundation
8001 Braddock Road, Suite 600
Springfield, VA 22160
Tel (703) 321-8510
wlm@nrtw.org

Attorneys for Plaintiffs

Exhibit A

file Mailed Jan 3, 90

MORROW COUNTY COMMISSIONERS

48 E. HIGH STREET
MT. GILEAD, OHIO 43338

Phone: 419-947-4085



COMMISSIONERS
Gene McClarren
William J. Turner
Don R. Weaver

Elaine Keirns, Clerk
Marilee Augenstein,
Assistant Clerk
Shirley Fissell,
Clerical Assistant

January 3, 1990

Dr. John T. Sweeney
414 North Main St.,
Mount Gilead, Ohio 43338

Dear Dr. Sweeney,

The following action was taken by the Board of Morrow County Commissioners in Regular Session, January 2, 1990.

IN THE MATTER OF
APPOINTMENT OF MEMBER TO THE MORROW
COUNTY HOSPITAL BOARD OF TRUSTEES:

Whereas, Dr. Francis Kubbs has resigned from the Board of Hospital Trustees effective January 2, 1990 necessitating the appointment of a successor Trustee, commencing January 3, 1990 and continuing to the first day of March 1994.

Whereas, as per Ohio Revised Code, Section 339.02 on the first Monday of March the Board of County Commissioners, together with the Probate Judge of said County senior in point of service and the Judge of the Common Pleas of said County, senior in point of service shall appoint or reappoint for a term of six (6) years a sufficient number of electors to replace those trustees whose terms have expired; therefore

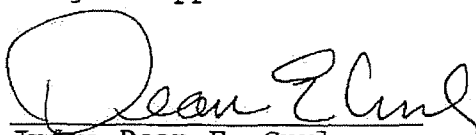
Mr. McClarren moved the adoption of the following Resolution:

To appoint Dr. John T. Sweeney, 414 North Main Street, Mount Gilead, Ohio 43338, as member of the Board of Hospital Trustees effective January 3, 1990 and continuing to the first Monday of March 1994.

Mr. Weaver duly seconded this motion.

Roll Call Vote: Turner..,Yea"..Weaver..,"Yea"..McClarren..,"Yea"

Judges' Approval



Judge Dean E, Curl

1-3-90

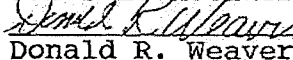
Commissioners' Approval



William J. Turner



James E. McClarren



Donald R. Weaver



MORROW COUNTY COMMISSIONERS

80 North Walnut Street, Suite A
Mount Gilead, Ohio 43338

FILE COPY

Commissioners:
Olen D. Jackson
Rodney K. Clinger
Richard J. Miller

Phone: (419) 947-4085
Fax: (419) 947-1860
e-mail: morrowco@trohio.com

January 28, 2008

Diana Fisher, Administrator
Morrow County Hospital
651 West Marion Road
Mt. Gilead, Ohio 43338

Dear Diana:

The following action was taken by the Board of Morrow County Commissioners during session on January 28, 2008:

**IN THE MATTER OF
APPOINTMENT OF PATRICK DROUHARD
AS MEMBER OF MORROW COUNTY HOSPITAL BOARD OF TRUSTEES: 08-R-068**

WHEREAS, the term of David Spires, as a member of the Morrow County Hospital Board of Trustees, expires on Monday, March 3, 2008, and has indicated that he is not willing to serve another term; and

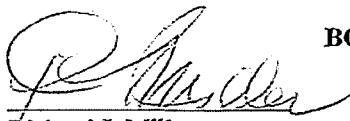
WHEREAS, per Ohio Revised Code, section 339.02, on the first Monday of March, the Board of County Commissioners, together with the Probate Judge of said County, senior in point of service and the Judge of Common Pleas Court of said County, senior in point of service, shall appoint or reappoint for a term of six (6) years, a sufficient number of electors to replace those trustees whose term has expired;

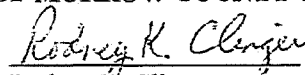
THEREFORE, Mr. Miller made a motion to appoint Patrick Drouhard, 3877 Shaw Lane, Cardington, Ohio, 43315 (419-864-8641) as a member of the Morrow County Hospital Board of Trustees, effective March 3, 2008, and continuing until the first Monday of March 2014.

Mr. Clinger duly seconded this motion

Roll Call Vote: .., Mr. Miller .., "yea" .., Mr. Clinger.., "yea" .., Mr. Jackson .., absent

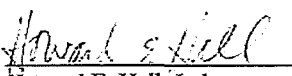
BOARD OF MORROW COUNTY COMMISSIONERS

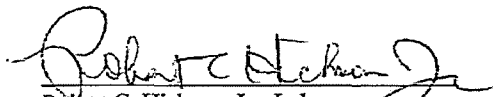

Richard J. Miller


Rodney K. Clinger


Olen D. Jackson

PROBATE AND COMMON PLEAS JUDGES


Howard E. Hall, Judge


Robert C. Hickson, Jr., Judge

MCC/sg
cc: Patrick Drouhard



MORROW COUNTY COMMISSIONERS

80 North Walnut Street, Suite
Mount Gilead, Ohio 43338

Commissioners:
Olen D. Jackson
Tom E. Harden
Thomas E. Whiston

Phone: (419) 947-4085
Fax: (419) 947-1860
e-mail: morrowco@rroho.com

March 12, 2012

Chris Truax, Administrator
Morrow County Hospital
651 West Marion Road
Mt. Gilead, Ohio 43338

Dear Mr. Truax:

The following action was taken by the Board of Morrow County Commissioners during regular session on March 12, 2012:

**IN THE MATTER OF
APPOINTMENT OF BRADLEY WOOD
TO MORROW COUNTY HOSPITAL BOARD OF TRUSTEES: 12-R-134**

WHEREAS, Robert Willeke was serving as a member of the Morrow County Hospital Board of Trustee and his term expired on March 5, 2012, and has stated that he does not wish to serve another term; and

WHEREAS, Bradley Wood, 5753 County Road 30, Mt. Gilead, Ohio 43338 (419-946-7952) has consented to serve on the Morrow County Hospital Board of Trustees;

THEREFORE, Mr. Jackson made a motion to appoint Bradley Wood to the Morrow County Hospital Board of Trustees, for a term effective March 5, 2012 through the first Monday in March 2018.

Mr. Harden duly seconded this motion

Roll Call Vote:.., Mr. Harden., "yea" .., Mr. Jackson.., "yea" .., Mr. Whiston.., "yea" .., Judge Hickson.., "yea"

Sincerely,

Tom E. Whiston

Olen D. Jackson

Tom E. Harden

MORROW COUNTY COMMISSIONERS

Robert C. Hickson, Jr. Admin Judge

MCC/sg

c: Brad Wood



MORROW COUNTY COMMISSIONERS

80 North Walnut Street, Suite A
Mount Gilead, Ohio 43338

Commissioners:
Olen D. Jackson
Tom E. Harden
Thomas E. Whiston

Phone: (419) 947-4085
Fax: (419) 947-1860
e-mail: morrowco@rohio.com

July 2, 2012

Chris Truax, Administrator
Morrow County Hospital
651 West Marion Road
Mt. Gilead, Ohio 43338

Dear Mr. Truax:

The following action was taken by the Board of Morrow County Commissioners during regular session on July 2, 2012:

**IN THE MATTER OF
APPOINTMENT OF BRENT WINAND TO
MORROW COUNTY HOSPITAL BOARD OF TRUSTEES: 12-R-352**

WHEREAS, Marilyn Smith was serving a term on the Morrow County Hospital Board of Trustees and submitted her resignation on April 30, 2012; and

WHEREAS, Brent Winand, 7326 State Route 19, Unit 1005, Mt. Gilead, Ohio 43338, (419-946-8861) has consented to serve on the Board, filling the unexpired term of Marilyn Smith; and

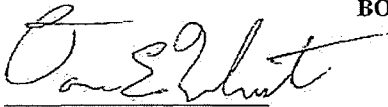
WHEREAS, pursuant to Ohio Revised Code 339.02 the Board of Morrow County Commissioners together with the Probate Judge and the Judge of the Court of Common Pleas, shall appoint or reappoint a sufficient number of electors of the area served by the hospital to replace those trustees whose terms have expired or to fill an unexpired term;


THEREFORE, Mr. Harden made a motion to appoint Brent Winand, to fill the unexpired term of Marilyn Smith, as a member of the Morrow County Hospital Board of Trustees, effective July 2, 2012 through the first Monday in March 2015.


Mr. Whiston duly seconded this motion

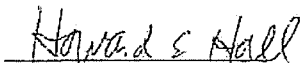
Roll Call Vote: .., Mr. Harden., "yea" .., Mr. Jackson., "yea" .., Mr. Whiston .., "yea" .., Judge Hall., "yea"

BOARD OF MORROW COUNTY COMMISSIONERS


Tom E. Whiston


Olen D. Jackson


Tom E. Harden


Judge Howard E. Hall
7-9-12

MCC/sg
c: Brent Winand



MORROW COUNTY COMMISSIONERS

80 North Walnut Street, Suite A
Mount Gilead, Ohio 43338

Commissioners:
Olen D. Jackson
Tom E. Harden
Thomas E. Whiston

Phone: (419) 947-4085
Fax: (419) 947-1860
e-mail: morrowco@roohio.com

March 11, 2013

Chris Truax, Administrator
Morrow County Hospital
651 West Marion Road
Mt. Gilead, Ohio 43338

Dear Mr. Truax:

The following action was taken by the Board of Morrow County Commissioners during regular session on March 11, 2013:

**IN THE MATTER OF
APPOINTMENT OF CAROLYN BEAL AS MEMBER OF
MORROW COUNTY HOSPITAL BOARD OF TRUSTEES: 13-R-155**

WHEREAS, Bonnie Fisher submitted her resignation, effective December 31, 2012, as a member of the Morrow County Hospital Board of Trustees; and

WHEREAS, the Morrow County Hospital Board of Trustees has recommended the appointment of Carolyn Beal, 6521 Congress Township Road 84, Mt. Gilead, Ohio 43338, to fill the unexpired term of Bonnie Fisher;

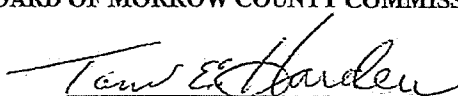
THEREFORE, Mr. Miller made a motion to approve the appointment of Carolyn Beal to the Morrow County Hospital Board of Trustees, effective March 11, 2013 through the first Monday in March 2016.

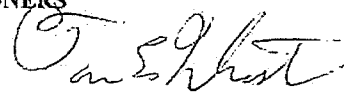
Mr. Whiston duly seconded this motion

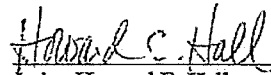
Roll Call Vote: .., Mr. Miller., "yea" .., Mr. Harden., "yea".., Mr. Whiston ..,"yea" .., Judge Robert Hickson Jr. .., "yea"

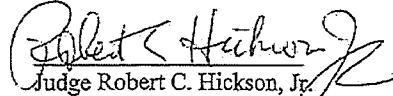
BOARD OF MORROW COUNTY COMMISSIONERS


Richard J. Miller


Tom E. Harden


Tom E. Whiston


Judge Howard E. Hall


Judge Robert C. Hickson, Jr.

MCC/sg

c: Carolyn Beal



MORROW COUNTY COMMISSIONERS

80 North Walnut Street, Suite A
Mount Gilead, Ohio 43338

Commissioners:
Tom E. Harden
Thomas E. Whiston
Richard J. Miller

Phone: (419) 947-4085
Fax: (419) 947-1860
e-mail: morrowco@rohoio.com

May 20, 2013

FILE COPY

Chris Truax, Administrator
Morrow County Hospital
651 West Marion Road
Mt. Gilead, Ohio 43338

Dear Mr. Truax:

The following action was taken by the Board of Morrow County Commissioners during regular session on May 20, 2013:

**IN THE MATTER OF
APPOINTMENT OF PAUL HINKLE AS MEMBER OF
MORROW COUNTY HOSPITAL BOARD OF TRUSTEES: 13-R-294**

WHEREAS, Jackie Weaver submitted her resignation, on January 22, 2013, to not serve an additional term as a member of the Morrow County Hospital Board of Trustees; and

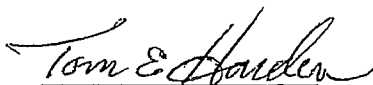
WHEREAS, the Morrow County Hospital Board of Trustees has recommended the appointment of Paul Hinkle, 3751 Township Road 21, Marengo, Ohio 43334, to fill the vacancy;

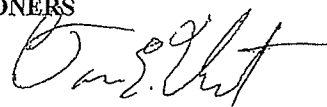
THEREFORE, Mr. Harden made a motion to approve the appointment of Paul Hinkle to the Morrow County Hospital Board of Trustees, effective May 20, 2013 through the first Monday in March 2019.

Mr. Whiston duly seconded this motion

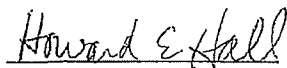
Roll Call Vote: .., Mr. Miller., absent .., Mr. Harden., "yea" .., Mr. Whiston .., "yea"., Judge Hall .., "yea"

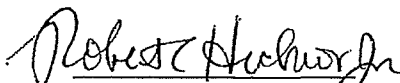
BOARD OF MORROW COUNTY COMMISSIONERS


Tom E. Harden


Tom E. Whiston

Richard J. Miller


Judge Howard E. Hall


Judge Robert C. Hickson, Jr.



MORROW COUNTY COMMISSIONERS

80 North Walnut Street, Suite A
Mount Gilead, Ohio 43338

Commissioners:
Tom E. Harden
Tom E. Whiston
Richard J. Miller

Phone: (419) 947-4085
Fax: (419) 947-1860
www.morrowcounty.info

FILE COPY

March 5, 2014

Chris Truax, Administrator
Morrow County Hospital
651 West Marion Road
Mt. Gilead, Ohio 43338

Dear Chris:

The following action was taken by the Board of Morrow County Commissioners during regular session on March 5, 2014:

**IN THE MATTER OF
APPROVAL TO REAPPOINT PATRICK DROUHARD AS A MEMBER OF THE
MORROW COUNTY HOSPITAL BOARD OF TRUSTEES: 14-R-113**

WHEREAS, the term for Patrick Drouhard as a member of the Morrow County Hospital Board of Trustee expired on March 3, 2014; and

WHEREAS, Mr. Drouhard has consented to serve another term;

WHEREAS, pursuant to Ohio Revised Code Section 339.02, on the first Monday of March, the Board of County Commissioners, together with the Probate Judge of Said County, a senior in point of service and the Judge of Common Pleas County of said County, senior in point of service, shall appoint or reappoint for a term of six (6) years, a sufficient number of electors to replace those trustees whose term has expired;

THEREFORE, Mr. Miller made a motion to reappoint Patrick Drouhard, 3877 Shaw Lane, Cardington, Ohio 43315 (419-864-8641) as a member of the Morrow County Hospital Board of Trustees, effective March 3, 2014 and continuing until the first Monday in March 2020.

Mr. Whiston duly seconded this motion

Roll Call Vote: .., Mr. Whiston., "yea" .., Mr. Harden., absent .., Mr. Miller .., "yea"
.., Judge Robert C. Hickson, Jr. .., "yea"

BOARD OF MORROW COUNTY COMMISSIONERS

Tom E. Whiston

Tom E. Harden

Richard J. Miller

Robert C. Hickson, Jr. Admin Judge

MCC/sg

c: Patrick Drouhard



MORROW COUNTY COMMISSIONERS

80 North Walnut Street, Suite A
Mount Gilead, Ohio 43338

Commissioners:
Richard J. Miller
Tom E. Harden
Thomas E. Whiston

Phone: (419) 947-4085
Fax: (419) 947-1860
www.morrowcountyohio.gov

March 2, 2015

FILE COPY

CJ Miller, President & CEO
Morrow County Hospital
651 West Marion Road
Mt. Gilead, Ohio 43338

Dear Mr. Miller:

The following action was taken by the Board of Morrow County Commissioners during regular session on March 2, 2015:

**IN THE MATTER OF
REAPPOINTMENT OF BRENT WINAND AND JOYCE E. RAY AS MEMBERS OF
MORROW COUNTY HOSPITAL BOARD OF TRUSTEES: 15-R-144**

WHEREAS, the terms of Brent Winand and Joyce E. Ray, as members of the Morrow County Hospital Board of Trustees, expires today, Monday, March 2, 2015, and they have indicated that they are willing to serve another term; and

WHEREAS, per Ohio Revised Code, section 339.02, on the first Monday of March, the Board of County Commissioners, together with the Probate Judge of said County, senior in point of service and the Judge of Common Pleas Court of said County, senior in point of service, shall appoint or reappoint for a term of six (6) years, a sufficient number of electors to replace those trustees whose term has expired; and

WHEREAS, recommendation has been received from the Hospital Board of Trustees to approve the reappointments;

THEREFORE, Mr. Whiston made a motion to reappoint Brent Winand, 7326 State Route 19, Unit 1005, Mt. Gilead, Ohio 43338 and Joyce E. Ray, 6077 State Route 229, Marengo, Ohio 43334, as members of the Morrow County Hospital Board of Trustees, effective March 3, 2015 and continuing until the first Monday of March 2021.

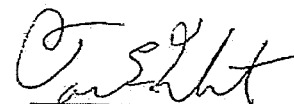
Mr. Miller duly seconded this motion

Roll Call Vote: .., Mr. Harden., "absent"., Mr. Miller., "yea" .., Mr. Whiston., "yea" ..,
.., Judge Hall .., "yea"

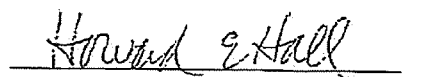
BOARD OF MORROW COUNTY COMMISSIONERS


Richard J. Miller

Tom E. Harden


Tom E. Whiston

COMMON PLEAS JUDGE


Howard E. Hall, Judge 3-315

MCC/ch

c: Brent Winand
Joyce Ray



MORROW COUNTY COMMISSIONERS

80 North Walnut Street, Suite A
Mount Gilead, Ohio 43338

Commissioners:
Richard J. Miller
Thomas E. Whiston
Dennis A. Leader

Phone: (419) 947-4085
Fax: (419) 947-1860
www.morrowcountyohio.gov

March 7, 2016

Patrick J. Drouhard, Chairman
Morrow County Hospital Board of Trustees
651 W. Marion Road
Mount Gilead, Ohio 43338-1027

FILE COPY

Dear Mr. Drouhard:

The following action was taken by the Board of Morrow County Commissioners during regular session on March 7, 2016:

**IN THE MATTER OF
REAPPOINTMENT OF CAROLYN BEAL AS A MEMBER OF
THE MORROW COUNTY HOSPITAL BOARD OF TRUSTEES: 16-R-124**

WHEREAS, the term of Carolyn Beal, as a member of the Morrow County Hospital Board of Trustees, expires today, March 7, 2016, and she has indicated that she is willing to serve another term; and

WHEREAS, per Ohio Revised Code, section 339.02, on the first Monday of March, the Board of County Commissioners, together with the Probate Judge of said County, senior in point of service and the Judge of Common Pleas Court of said County, senior in point of service, shall appoint or reappoint for a term of six (6) years, a sufficient number of electors to replace those trustees whose term has expired; and

WHEREAS, recommendation has been received from the Hospital Board of Trustees to approve the reappointment;

THEREFORE, Mr. Leader made a motion to reappoint Carolyn Beal, 6521 Congress Township Road 84, Mt. Gilead, Ohio 43338 as a member of the Morrow County Hospital Board of Trustees, effective March 8, 2016 and continuing until the first Monday of March 2022.

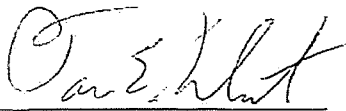
Mr. Whiston duly seconded this motion

Roll Call Vote: ..,Mr. Leader..., "yea" ..,Mr. Whiston..., "yea" .., Judge Hall., "yea" .., Mr. Miller., "yea"

BOARD OF MORROW COUNTY COMMISSIONERS



Richard J. Miller



Tom E. Whiston



Dennis A. Leader



Judge Howard E. Hall

MCC/ch

c: Carolyn Beal



MORROW COUNTY COMMISSIONERS

80 North Walnut Street, Suite A
Mount Gilead, Ohio 43338

Commissioners:
Richard J. Miller
Thomas E. Whiston
Dennis A. Leader

Phone: (419) 947-4085
Fax: (419) 947-1860
www.morrowcountyohio.gov

March 7, 2016

Patrick J. Drouhard, Chairman
Morrow County Hospital Board of Trustees
651 W. Marion Road
Mount Gilead, Ohio 43338-1027

FILE COPY

Dear Mr. Drouhard:

The following action was taken by the Board of Morrow County Commissioners during regular session on March 7, 2016:

**IN THE MATTER OF
APPOINTMENT OF DR. VINCENT TRAGO AS A MEMBER OF
THE MORROW COUNTY HOSPITAL BOARD OF TRUSTEES: 16-R-125**

WHEREAS, on March 2, 2015, Joyce E. Ray was reappointed as a member of the Morrow County Hospital Board of Trustees for a term effective March 3, 2015 – the first Monday of March, 2021; and

WHEREAS, on December 12, 2015, Joyce Ray tendered her resignation from the Morrow County Hospital Board of Trustees effective January 1, 2016; and

WHEREAS, per Ohio Revised Code, section 339.02, on the first Monday of March, the Board of County Commissioners, together with the Probate Judge of said County, senior in point of service and the Judge of Common Pleas Court of said County, senior in point of service, shall appoint or reappoint for a term of six (6) years, a sufficient number of electors to replace those trustees whose term has expired, and

WHEREAS, a recommendation has been received from the Hospital Board of Trustees to fill this vacancy;

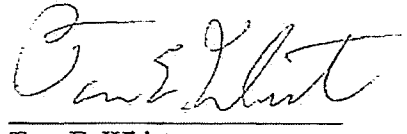
THEREFORE, Mr. Whiston made a motion to appoint Dr. Vincent Trago as a member of the Morrow County Hospital Board of Trustees, effective March 8, 2016 for the unexpired term of Joyce Ray which will run through the first Monday of March 2021.

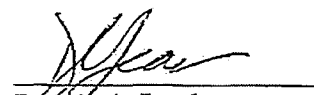
Mr. Leader duly seconded this motion

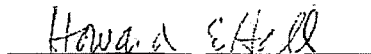
Roll Call Vote: „Mr. Leader..., “yea” ..,Mr. Whiston..., “yea” .., Mr. Miller.., “nay” .., Judge Hall.., “yea”

BOARD OF MORROW COUNTY COMMISSIONERS


Richard J. Miller


Tom E. Whiston


Dennis A. Leader


Judge Howard E. Hall

MCC/ch
c: Dr. Vincent Trago



MORROW COUNTY COMMISSIONERS

80 North Walnut Street, Suite A
Mount Gilead, Ohio 43338

Commissioners:
Thomas E. Whiston
Burgess W. Castle
Warren E. Davis

Phone: (419) 947-4085
Fax: (419) 947-1860
www.morrowcountyohio.gov

February 6, 2017

Patrick M. Drouhard, Chairman
Morrow County Hospital Board of Trustees
3877 Shaw Lane
Cardington, Ohio 43315

RE COPY

Dear Mr. Drouhard:

The following action was taken by the Board of Morrow County Commissioners during regular session on March 6, 2017:

**IN THE MATTER OF
APPOINTMENT OF OLEN JACKSON TO THE MORROW COUNTY HOSPITAL
BOARD OF TRUSTEES: 17-R-164**

WHEREAS, according to the Ohio Revised Code, annually, on the first Monday of March, the board of county commissioners together with the probate judge of the county senior in point of service and the judge of the court of common pleas of the county senior in point of service shall appoint or reappoint for a term of six years a sufficient number of members to replace those members whose terms have expired; and

WHEREAS, Pat Anthony's term will expire the first Monday in March of 2017; and

WHEREAS, the Commissioner's will not be reappointing Pat Anthony for another term; and

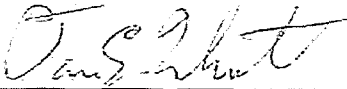
WHEREAS, the prospective appointment of Olen Jackson has been brought before the Commissioners and he has agreed to the appointment.

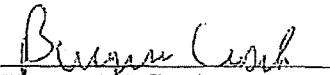
THEREFORE, Mr. Castle made a motion to approve the appointment of Olen Jackson, 486 Dogwood Lane, Mt. Gilead on the Morrow County Hospital Board of Trustees for a (6) six year term through 2023.


Mr. Whiston duly seconded this motion.


Roll Call Vote: ..,Mr. Davis..., "yea" ..,Mr. Castle..., "yea" .., Mr. Whiston..., "yea" .., Judge Elkin..., "yea"

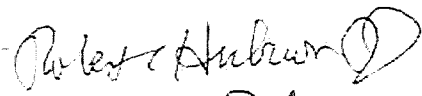
BOARD OF MORROW COUNTY COMMISSIONERS


Tom E. Whiston


Burgess W. Castle


Warren E. Davis


Judge Tom Elkin


Sr Probate Judge

MCC/ch

c: Olen Jackson

Sandie Fisher, Morrow County Hospital



MORROW COUNTY COMMISSIONERS

80 North Walnut Street, Suite A
Mount Gilead, Ohio 43338

Commissioners:
Richard J. Miller
Thomas E. Whiston
Dennis A. Leader

Phone: (419) 947-4085
Fax: (419) 947-1860
www.morrowcountyohio.gov

CJ Miller, President & CEO
Morrow County Hospital
651 West Marion Road
Mount Gilead, Ohio 43338

FILE COPY

The following action was taken by the Board of Morrow County Commissioners during regular session on June 22, 2016:

**IN THE MATTER OF
APPOINTMENT OF BRENDA HARDEN TO THE MORROW COUNTY
HOSPITAL BOARD: 16-R-356**

WHEREAS, Brenda Harden has been appointed by the Morrow County Hospital Board to fill the unexpired term of former board member Dennis Leader.


WHEREAS, on June 14, 2016, the board recommended Ms. Brenda Harden for the position of Board Member.


THEREFORE, Mr. Miller made a motion to approve the appointment of Brenda Harden to fill the unexpired term of Dennis Leader on the Morrow County Hospital Board.

Mr. Leader duly seconded this motion

Roll Call Vote: ..,Mr. Leader..., "yea" ..,Mr. Whiston..., "absent" .., Mr. Miller.., "yea"

BOARD OF MORROW COUNTY COMMISSIONERS


Richard J. Miller


Tom E. Whiston


Dennis A. Leader

PROBATE & COMMON PLEAS COURT JUDGE


Judge Howard E. Hall



MORROW COUNTY COMMISSIONERS

80 North Walnut Street, Suite A
Mount Gilead, Ohio 43338

Commissioners:
Thomas E. Whiston
Burgess W. Castle
Warren E. Davis

Phone: (419) 947-4085
Fax: (419) 947-1860
www.morrowcountyohio.gov

Patrick Drouhard
Chairman, Morrow County Board of Trustees
3877 Shaw Lane
Cardington, Ohio 43315

Handwritten: COPY

Dear Mr. Drouhard:

The following action was taken by the Board of Morrow County Commissioners during regular session on March 5, 2018:

**IN THE MATTER OF
APPROVAL OF REAPPOINTMENT OF BRADLEY WOOD TO MORROW COUNTY
HOSPITAL BOARD OF TRUSTEES: 18-R-201**

WHEREAS, Bradley Wood's term on the Morrow County Hospital Board of Trustees will expire today, March 5, 2018; and

WHEREAS, Bradley has indicated his desire to serve another term on the Morrow County Hospital Board of Trustees;

THEREFORE, Mr. Davis made a motion to reappoint Bradley Wood, 5753 County Road 30, Mt. Gilead, Ohio to the Morrow County Hospital Board of Trustees, for a term effective March 5, 2018 through the first Monday in March 2024.

Mr. Whiston duly seconded this motion.

Roll Call Vote:...,Mr. Whiston, "yea" ...,Mr. Davis..., "yea"..., Mr. Castle..., "yea"..., Judge Hickson..., "yea"

BOARD OF MORROW COUNTY COMMISSIONERS

Tom E. Whiston

Burgess W. Castle

Warren E. Davis

Judge Robert Hickson

MCC/ch
c: Brad Wood
Angela Keenan, Executive Assistant



MORROW COUNTY COMMISSIONERS

80 North Walnut Street, Suite A
Mount Gilead, Ohio 43338

Commissioners:
Thomas E. Whiston
Burgess W. Castle
Warren E. Davis

Phone: (419) 947-4085
Fax: (419) 947-1860
www.morrowcountyohio.gov

Patrick Drouhard
Chairman, Morrow County Board of Trustees
3877 Shaw Lane
Cardington, Ohio 43315

THE COPY

Dear Mr. Drouhard:

The following action was taken by the Board of Morrow County Commissioners during regular session on March 5, 2018:

**IN THE MATTER OF
APPROVAL OF REAPPOINTMENT OF BRENDA HARDEN TO MORROW COUNTY
HOSPITAL BOARD OF TRUSTEES: 18-R-202**

WHEREAS, Brenda Harden's term on the Morrow County Hospital Board of Trustees will expire today, March 5, 2018; and

WHEREAS, Brenda has indicated her desire to serve another term on the Morrow County Hospital Board of Trustees;

THEREFORE, Mr. Whiston made a motion to reappoint Brenda Harden, 4018 State Route 61, Mt. Gilead, Ohio to the Morrow County Hospital Board of Trustees, for a term effective March 5, 2018 through the first Monday in March 2024.

Mr. Davis duly seconded this motion.

Roll Call Vote:..Mr. Whiston..,"yea"..,Mr. Davis.., "yea".., Mr. Castle.., "yea".., Judge Hickson.., "yea"

BOARD OF MORROW COUNTY COMMISSIONERS

Tom E. Whiston

Burgess W. Castle

Warren E. Davis

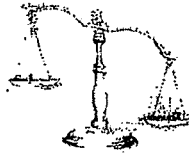
Judge Robert Hickson

MCC/ch

c: Brenda Harden

Angela Keenan, Executive Assistant

Exhibit B



MORROW COUNTY COURT OF COMMON PLEAS

Judge Howard E. Hall
Judge Robert C. Hickson, Jr.
Magistrate Kathleen J. Ryan
Magistrate Ana E. Aebi
James D. Wallis Court Administrator

General Division (419) 947-4515
Probate Division (419) 947-5575
Juvenile Division (419) 947-5545
Domestic Relations (419) 947-4525
Adult Probation (419) 947-5512

January 23, 2008



2008 JAN 23 PM 2:07
RECEIVED INTY
MORROW COUNTY
COURT OF COMMON PLEAS
RS

Morrow County Commissioners
80 N. Walnut Place, Suite A
Mt. Gilead, OH 43338

RE: Appointments to Morrow County Hospital Board of Trustees

Dear Commissioners:

At our meeting on January 22, 2008, you indicated that it is necessary to appoint a new Hospital Trustee to fill the position currently being held by David Spires who does not wish to be reappointed. You indicated that Pat Drouhard has been contacted and that he is willing to serve as a Trustee. We wholeheartedly endorse Pat Drouhard becoming a Hospital Board Trustee. Therefore, pursuant to Section 339.02 (C) (3) of the Ohio Revised Code, we agree to the appointment of Pat Drouhard for a six (6) year term on the Morrow County Hospital Board of Trustees. Please forward the official appointment document to us for signing.

It is also our understanding that Marc Follin has resigned from the Hospital Board of Trustees and that a replacement is needed for her. It is our further understanding that this appointee needs to be a Republican preferably from the eastern part of the County. Our suggestion as a possible replacement is Dan Gleason, if he is interested.

If there is anything further which we need to do with regard to this matter, please do not hesitate to contact us.

Very truly yours,

Howard E. Hall
Howard E. Hall, Judge

Robert C. Hickson, Jr.
Robert C. Hickson, Jr., Judge

cc: Pat Drouhard

Please Share
1-28-07 RKC
1-28-08
1-28-08

Exhibit C

3877 Shaw Lane
Cardington, OH 43315
February 20, 2019

RECEIVED
MORROW COUNTY
COMMISSIONERS

2019 FEB 21 PM 1:05

Warren Davis, Chairman of Morrow County Commissioners
80 North Walnut St.
Mt. Gilead, OH 43338

Dear Warren,

I am writing with regards to the reappointment of a member to the Morrow County Hospital Board of Trustees.

As I understand the law the Morrow County Commissioners, together with Judge Hickson as common please judge senior in point of service and Judge Elkin as probate judge senior in point of service, shall appoint new members or reappoint members whose terms have expired. This is set to happen on March 4 of this year.

The term of trustee Paul Hinkle is set to expire. Paul has completed a full six-year term, and has expressed in writing his desire to seek reappointment to a successor six-year term.

As chairman of the board of trustees, I recommend and seek your support of Mr. Hinkle's reappointment.

Mr. Hinkle is a local contractor that lives in, and represents the southern part of the county. He has been very diligent in his attendance at monthly meetings and numerous other hospital functions. He has demonstrated an understanding of board governance and actively participates in meetings. I consider his service to be an asset to the Morrow County community, as he seeks to make the right decisions for the right reasons.

Should you have any questions about my recommendation or about Mr. Hinkle's past service, please do not hesitate to contact me. I can be reached at 419-864-8641 or at patdrouhard@gmail.com. Thank you.

Sincerely,

Patrick J. Drouhard
Chairman, Morrow County Board of Trustees

Exhibit D

EARL K. DESMOND
ATTORNEY AT LAW

7 WEST HIGH STREET
MT. GILEAD, OH 43338

Telephone: (419) 946-2100
Facsimile: (419) 946-2195
e-mail: earl.desmond@yahoo.com

February 25, 2019

MORROW COUNTY COMMISSIONERS OFFICE
80 N. WALNUT ST.
MT. GILEAD, OH 43338

Re: Morrow County Hospital Board

Dear Commissioner Whiston, Commissioner Castle, Commissioner Davis:

I am submitting my name for the Morrow County Hospital Board.

Very truly yours,



Earl K. Desmond

EKD:amc

RECEIVED
MORROW COUNTY
COMMISSIONERS
2019 FEB 27 PM 1:09

Exhibit E



MORROW COUNTY COMMISSIONERS

80 North Walnut Street, Suite A
Mount Gilead, Ohio 43338

Commissioners:
Thomas E. Whiston
Burgess W. Castle
Warren E. Davis

Phone: (419) 947-4085
Fax: (419) 947-1860
www.morrowcountyohio.gov

THE COPY

The following action was taken by the Board of Morrow County Commissioners during regular session on March 11, 2019:

**IN THE MATTER OF
REAPPOINTMENT/APPOINTMENT TO THE MORROW COUNTY HOSPITAL
BOARD OF TRUSTEES: 19-R-186**

WHEREAS, the term of Paul Hinkle, as a member of the Morrow County Hospital Board of Trustees, expired on March 4, 2019, and he has indicated that he is willing to serve another term; and

WHEREAS, per Ohio Revised Code, section 339.02, on the first Monday of March, the Board of County Commissioners, together with the Probate Judge of said County, senior in point of service and the Judge of Common Pleas Court of said County, senior in point of service, shall appoint or reappoint for a term of six (6) years, a sufficient number of electors to replace those trustees whose term has expired; and

WHEREAS, recommendation has been received from the Hospital Board of Trustees to approve the reappointment of Paul Hinkle; and

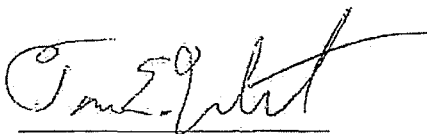
WHEREAS, the Morrow County Commissioners have recommended the appointment of Earl K. Desmond, Attorney At Law;

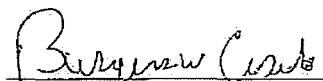
THEREFORE, Mr. Castle made a motion to appoint Earl K. Desmond as a member of the Morrow County Hospital Board of Trustees, effective March 11, 2019 and continuing until the first Monday of March 2025.

Mr. Davis duly seconded this motion.

Roll Call Vote: ..,Mr. Castle..., "yea" ..,Mr. Whiston..., "yea" .., Mr. Davis., "yea" ..,

BOARD OF MORROW COUNTY COMMISSIONERS

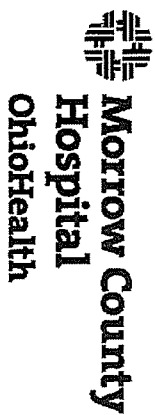

Tom E. Whiston


Burgess W. Castle


Warren E. Davis

MCC/ch
c: Judge Hickson, Common Pleas
Morrow County Hospital Board

Exhibit F



**Morrow County
Hospital
OhioHealth**

MEETING: Board of Trustees
DATE: March 26, 2019
TIME: 6:00pm
LOCATION: Room # A

Board Members:

- Patrick Drouhard, Chair
- Brent Winard, V. Chair
- Brenda Harden, Secretary
- Carolyn Beal
- Olen Jackson
- D. Vincent Trago, MD
- Brad Wood

Other Attendees

- CJ Miller, President & CEO
- Jessica Boston, VP Finance
- Le-Ann Harris, VP Patient Care Services
- Thomas Freundlich, MD, Medical Staff President
- Cheryl Herbert, Sr. VP Regional Operations, OhioHealth
- Angela Keenan, Executive Assistant
- Dr. Grant Galbraith, Guest
- Jon Christensen - Attorney, Guest
- Hector Torres – ECG Consulting, Guest
- Aaron Newman – ECG Consulting, Guest
- Paul Hinkle
- Earl K. Desmond

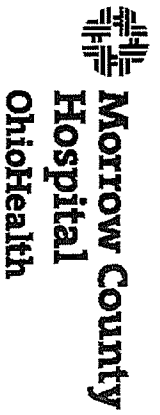
TIME	TOPIC	LEADER	DISCUSSION/RECOMMENDATIONS	FOLLOWUP
6:00pm	Call to Order	Mr. Drouhard	Mr. Drouhard called the meeting to order at 6:00 p.m. Mr. Drouhard welcomed and thanked Paul Hinkle, Earl Desmond, Hector Torres and Aaron Newman for attending this evenings Board of Trustees meeting.	

TIME	TOPIC	LEADER	DISCUSSION/RECOMMENDATIONS	FOLLOWUP
	Approval of Minutes	Mr. Drouhard	<p>A motion was made by Mr. Wood and seconded by Mr. Winard to approve the minutes of the previous meeting on February 26.</p> <p>The motion was approved unanimously.</p>	
	Consent Agenda	Mr. Drouhard	<p>A motion was made by Ms. Harden and seconded by Dr. Trago to approve the Consent Agenda as presented.</p> <p>The motion was approved unanimously.</p>	
		Ms. Boston	<p>Financial Reports</p> <p>Ms. Boston reviewed Finance results for February 2019.</p> <ul style="list-style-type: none"> • Net Operating Income was \$37k on a budgeted loss of \$146k. • Driving factors for this month's results are as follows: <ul style="list-style-type: none"> ◦ Favorable net revenue in part to favorable commercial payor mix. • Gross Patient Revenue was \$175k unfavorable to budget. • Commercial payor mix was 32.40% on a budget of 29.17%. Self payor mix was 2.95% on a budget of 3.34% • Expenses were unfavorable by \$10k. • Hospital Net Days in A/R increased from 33.7 to 41.7 • Days Cash on Hand decreased from 83.3 to 78.5 without MCH Foundation. • Days Cash on Hand decreased from 100.6 to 95.9 with MCH Foundation. • ED transfer ratio was favorable at .86:1.0. 	
		Ms. Harris	<p>Ms. Harris reviewed the Performance Improvement minutes for the meeting held on February 26, 2019.</p>	



**Morrow County
Hospital
OhioHealth**

TIME	TOPIC	MEMBER	DISCUSSION/RECOMMENDATIONS	FOLLOWUP
		Ms. Harris	Ms. Harris reviewed the Ethics Advisory minutes for the meeting held on March 18, 2019.	
	Administrative Council	Ms. Harris	Ms. Harris reviewed the Administrative Report.	
	Election of Officers	Mr. Drouhard	Mr. Drouhard announced that the Nominating Committee elected to continue with the current slate of officers for the Board of Trustee positions to be held by Patrick Drouhard as Chair, Brent Winand as Vice Chair and Brenda Harden as Secretary. A motion to approve the election of officers was made by Mr. Jackson and seconded by Ms. Beal.	
			The motion was unanimously approved.	
	OhioHealth Management Contract Bonus 2018	Ms. Boston	Ms. Boston reviewed the metrics and results for the 2018 OhioHealth Management Agreement Performance Metrics. Ms. Boston announced that no incentive would be provided due to unfavorable budget results. A motion was made to approve the OhioHealth Management Agreement Performance Metric results for 2018 by Dr. Trago and seconded by Ms. Harden.	
			The motion was unanimously approved.	
	OhioHealth Management Contract Bonus 2019	Ms. Boston	Ms. Boston reviewed the metrics for the 2019 OhioHealth Management Agreement Performance Metrics. Ms. Boston reviewed the surgery volume trends and associated revenue. Despite a decline in volume revenue has increased over the past two years. This is due to a favorable shift in the types of surgeries being performed. A motion was made to approve the OhioHealth Management Agreement	



**Morrow County
Hospital
OhioHealth**

TIME	TOPIC	LEADER	DISCUSSION/RECOMMENDATIONS	FOLLOWUP
	<i>OhioHealth Report</i>	Ms. Herbert	<p>Performance Metrics for 2019 by Mr. Winand and seconded by Ms. Beal.</p> <p>The motion was unanimously approved.</p>	
6:52 p.m.	<i>Executive Session – Trade Secrets As defined by Ohio Revised Code Section 121.22(G)(7)</i>	Mr. Drouhard	<p>Ms. Herbert reported that the retirement of Dave Blom, OhioHealth CEO will be in effect July 1, 2019. His replacement Dr. Stephen Markovich is currently in the transition process. It was announced that OhioHealth Administrative office that is being constructed across from Riverside Methodist Hospital will house 1600 OhioHealth employees. Ms. Herbert held a discussion with those in attendance regarding the partnership between OhioHealth and Berger Health System. The discussion reflected the financial commitment of \$47M that OhioHealth has with Berger Health System. This financial commitment includes but is not limited to leasing costs, structural and IT improvements, and physician recruitment and retention.</p> <p>A motion was made by Ms. Beal and seconded by Dr. Trago to recess for the stated reasons and go into Executive Session.</p> <p>In addition a discussion will be held during Executive Session regarding business plans to address the Morrow County Commissioners attempts to interfere with the planned relationship with OhioHealth and substitute unsuitable partners for Morrow County Hospital.</p> <p>The motion was unanimously approved by roll call vote.</p>	
8:50 p.m.	<i>Returned to Regular Session</i>	Mr. Drouhard	<p>A motion was made by Mr. Jackson and seconded by Ms. Harden to return to Regular Session.</p> <p>No discussion was held</p>	
	<i>Discussion of Executive Session</i>	Mr. Drouhard	<p>Being no further business, the meeting was adjourned.</p>	
8:50 p.m.		Mr. Drouhard		



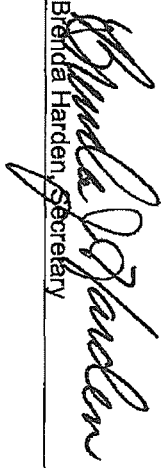

TIME	TOPIC	HEADER	DISCUSSION/RECOMMENDATIONS	FOLLOWUP
Minutes submitted by:  Brenda Harden, Secretary			Approved by:  Patrick Drouhard, Chair	

Exhibit G



**Morrow County
Hospital
OhioHealth**

MEETING: Board of Trustees
DATE: April 23, 2019
TIME: 6:00pm
LOCATION: Room # A

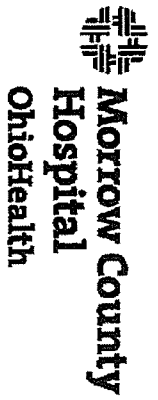
Board Members:

- Patrick Drouhard, Chair
- Brent Winand, V. Chair
- Brenda Harden, Secretary
- Carolyn Beal
- Olen Jackson
- D. Vincent Trago, MD
- Brad Wood

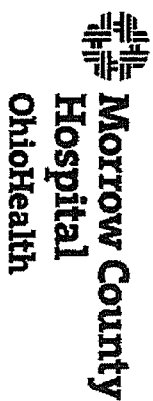
Other Attendees

- CJ Miller, President & CEO
- Jessica Boston, VP Finance
- Le-Ann Harris, VP Patient Care Services
- Thomas Freundlich, MD, Medical Staff President
- Cheryl Herbert, Sr. VP Regional Operations, OhioHealth
- Angela Keenan, Executive Assistant
- Dr. Grant Galbraith, Guest
- Jon Christensen - Attorney, Guest
- Paul Hinkle, Guest
- Earl K. Desmond, Guest
- Hector Torres – (Via Teleconference) ECG Consulting, Guest
- Nicholas Davis, (Via Teleconference) ECG Consulting, Guest
- Aaron Newman, (Via Teleconference) ECG Consulting, Guest

TIME	TOPIC	LEADER	DISCUSSION/RECOMMENDATIONS	FOLLOW UP
6:00 p.m.	Call to Order	Mr. Drouhard	Mr. Drouhard called the meeting to order at 6:00 p.m.	




TIME	TOPIC	LEADER	DISCUSSION/RECOMMENDATIONS	FOLLOW UP
	Approval of Minutes	Mr. Drouhard	A motion was made by Ms. Beal and seconded by Mr. Jackson to approve the minutes of the previous meeting on March 26. The motion was approved unanimously.	
	Consent Agenda	Mr. Drouhard	A motion was made by Mr. Winand and seconded by Mr. Wood to approve the Consent Agenda as presented. The motion was approved unanimously.	
		Ms. Boston	<p>Financial Reports</p> <p>Ms. Boston reviewed Finance results for March 2019</p> <ul style="list-style-type: none"> • Net Operating Loss was \$253k on a budgeted loss of \$160k. YTD Net Operating Loss was \$502k on a budgeted loss of \$609k. • Driving factors for this month's results are as follows: <ul style="list-style-type: none"> • Revenue unfavorable to budget due to low volumes. • Favorable commercial pay mix. <p>Revenue</p> <ul style="list-style-type: none"> • Emergency Department \$39k or 5.6% unfavorable to budget. Surgery was \$243k or 43.7% unfavorable to budget. <p>Payor Mix</p> <ul style="list-style-type: none"> • Commercial payor mix was 35.81% on a budget of 29.17% <p>Expenses</p> <ul style="list-style-type: none"> • Expenses were favorable by \$106k • Salary/Benefits expense favorable \$44k due to management of overtime and open positions • Purchased Services/Professional Fees favorable 31k primarily due to variances in multiple departments • Supplies and Other Expenses favorable \$38k due to low volumes. <p>Key Performance Indicators</p> <ul style="list-style-type: none"> • Hospital Net Days in A/R increased from 41.7 to 42.6 • Days Cash on Hand increased from 78.5 to 82.3 without MCH Foundation. • Days Cash on Hand increased from 95.9 to 99.9 with MCH Foundation. • ED transfer ratio was favorable at 1.1:1.0. 	



TIME	TOPIC	LEADER	DISCUSSION/RECOMMENDATIONS	FOLLOW UP
		Dr. Freundlich	<p>Medical Staff Report</p> <p>Dr. Freundlich shared the Medical Staff meeting on April 2, 2019, went well with no issues.</p> <p>The Medical Staff approved the recommendations of the Credentials Committee which are now forwarded to the Board for final approval</p> <p>Credentials Committee – March 15, 2019</p> <p>Appointment</p> <ul style="list-style-type: none"> • Tyler Adam Dally, MD – Radiology –Teleradiology Privileges • Nicholas B. Hardin, DO – Radiology –Teleradiology Privileges • Robert E. Hobohm, MD - Radiology –Teleradiology Privileges • Charles Hounshell, DO - Radiology –Teleradiology Privileges • Michael B. Shvarts, MD - Radiology –Teleradiology Privileges • Syed S. Zamir, MD- Radiology –Teleradiology Privileges • Padmavathi V. Rudraraju, CNP –Allied Health Professional—Nurse Practitioner, medical • Nichole Marie Runyon, CNP –Allied Health Professional—Nurse Practitioner, medical • Surnaiya Zehra Salim, MD – Consulting Medical Staff – Neurology • Cassandra M. Wolfinger, CNP – Allied Health Professional – Nurse Practitioner, ambulatory care <p>Reappointment</p> <ul style="list-style-type: none"> • James M. Bazzoli, MD –Courtesy staff—Pap Smear & Gynecological screening exams • Michael A. Jolly, MD—Consulting staff—Interpretation of Noninvasive vascular testing & cardiology • Satish S. Joshi, MD – Consulting staff –Anesthesia • Zachary Place, MD – Emergency medical staff—Emergency medicine 	



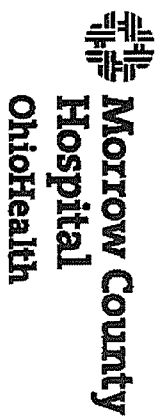
TIME	TOPIC	LEADER	DISCUSSION/RECOMMENDATIONS	FOLLOW UP
	Administrative Council Report	Ms. Harris	<p>Voluntary Withdrawal</p> <ul style="list-style-type: none"> • Alicia A. Alvarado, CNP – Allied Health Professional—Nurse Practitioner – Medical (Hospitalist) • Tracie Bakewell, CNP – Allied Health Professional—Nurse Practitioner – Ambulatory Care • Laura J. Morris, RPh – Allied Health Professional—Pharmacist • Andrea D. Thompson, CNP, FNP-BC -- Allied Health Professional—Nurse Practitioner—Ambulatory Care • Sunil J. Vaidya, MD – Consulting Medical Staff -- Pulmonology with Polysomnography <p>Focused Professional Practice Evaluation (FPPE) – Initial Privileges</p> <p>The Credentials Committee reviewed the following focused professional practice evaluation for initial privileges and determined the practitioner satisfactorily demonstrated ability to exercise the clinical privileges initially granted in Internal Medicine (Hospitalist):</p> <ul style="list-style-type: none"> • Aditi S. Girme, MD –Internal Medicine (Hospitalist) 	
	OhioHealth Report	Ms. Herbert	<p>Ms. Harris reviewed the Administrative Council Report.</p> <p>Ms. Herbert announced that Berger Health System has successfully joined OhioHealth effective April 1, 2019. The transition is continuing to go well.</p>	
	Other	Mr. Drouhard	<p>Mr. Drouhard initiated discussion with the Board members in regards to the two letters most recently received from the Morrow County Commissioners. Mr. Drouhard is preparing a response to the letters and will advise the Board of the content once drafted.</p> <p>A motion was made by Ms. Harden and seconded by Mr. Winhand to give authority to the Board Chair to sign a letter of engagement with the law firm Dinsmore and Shohl.</p> <p>The motion was approved unanimously.</p>	



**Morrow County
Hospital**
OhioHealth

TIME	TOPIC	MEMBER	DISCUSSION/RECOMMENDATIONS	FOLLOW UP
7:18 p.m.	Executive Session – Trade Secrets As defined by Ohio Revised Code Section 121.22(G)(7)	Mr. Drouhard	A motion was made by Mr. Wirmand and seconded by Ms. Harden to recess for the stated reason and go into Executive Session. In addition a discussion will be held during Executive Session regarding business plans as they relate to ongoing attempts by the Board of Commissioners to derail the implementation of the Letter of Intent between MCH and OhioHealth.	
8:58 p.m.	Return to Regular Session	Mr. Drouhard	The motion was unanimously approved by roll call vote. Dr. Trago was not present. A motion was made by Mr. Jackson and seconded by Mr. Wood to return to Regular Session.	
	Discussion of Executive Session	Mr. Drouhard	No discussion was held.	
8:58 p.m.		Mr. Drouhard	Being no further business, the meeting was adjourned.	
Minutes submitted by:		Approved by:		
Brenda Harden, Secretary		Pat Drouhard, Chair		

Exhibit H



MEETING: Board of Trustees
 DATE: May 28, 2019
 TIME: 6:00pm
 LOCATION: Room # A

Board Members:

- Patrick Drouhard, Chair
- Brent Winand, V. Chair
- Brenda Harden, Secretary
- Carolyn Beal
- Olen Jackson
- D. Vincent Trago, MD
- Brad Wood

Other Attendees

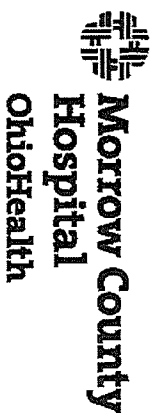
- CJ Miller, President & CEO
- Jessica Boston, VP Finance
- Le-Ann Harris, VP Patient Care Services
- Thomas Freundlich, MD, Medical Staff President
- Cheryl Herbert, Sr. VP Regional Operations, OhioHealth
- Angela Keenan, Executive Assistant
- Dr. Grant Galbraith, Guest
- Jon Christensen - Attorney, Guest
- Paul Hinkle
- Earl K. Desmond
- Justin Schumaker, Arnette Carbis Toothman, Guest
- Greg Gibbs, Arnette Carbis Toothman, Guest

TIME	TOPIC	LEADERS	DISCUSSION/RECOMMENDATIONS	FOLLOWUP
6:00pm	Call to Order	Mr. Drouhard	Mr. Drouhard called the meeting to order at 6:00 p.m. Mr. Drouhard welcomed and thanked Paul Hinkle & Earl Desmond for attending this evenings board meeting. Mr. Drouhard also welcomed Justin Schumaker and Greg Gibbs of Arnette Carbis Toothman. Mr. Drouhard welcomed additional guests Andy Ware, Morrow County Economic	



TIME	TOPIC	LEADER	DISCUSSION/RECOMMENDATIONS	FOLLOWUP
	<i>Approval of Minutes</i>	Mr. Drouhard	Development Director, David Homer, Morrow County Assistant Prosecutor, and Charlie Howland, Morrow County Prosecutor. A motion was made by Ms. Harden and seconded by Dr. Trago to approve the minutes of the previous meetings on April 23, May 7 and May 8. The motion was approved unanimously.	
	<i>2018 Audit Report</i>	Justin Schumaker & Greg Gibbs	Justin Schumaker and Greg Gibbs presented the 2018 Audit Report for Morrow County Hospital. Reported were the following: <ul style="list-style-type: none"> • Auditing standards imposed by the Federal Government were followed. • No significant or unusual transactions identified. • No Reportable Conditions in Internal Control and no Compliance Findings. • Arnett Carbis and Toothman issued a clean audit opinion 	
	<i>Consent Agenda</i>	Mr. Drouhard	A motion was made by Ms. Beal and seconded by Ms. Harden to approve the Consent Agenda as presented. The motion was approved unanimously.	
		Ms. Boston	<p>Financial Reports Ms. Boston reviewed the financial results for April 2019.</p> <ul style="list-style-type: none"> • YTD Net Operating Loss was \$609k on a budgeted loss of \$742k. • Driving factors for this month's results are as follows: <ul style="list-style-type: none"> ○ Revenue unfavorable to budget due to low volumes. ○ Charity as a % of Gross Revenue is favorable to budget by 1.2%. • Revenue • Observations Admission and Employed Physician Visits were favorable to budget. 	

TIME	TOPIC	HEADER	DISCUSSION/RECOMMENDATIONS	FOLLOW-UP
	Administrative Council	Ms. Harris	<ul style="list-style-type: none"> • Payor Mix • Commercial payor mix was 30.67% on a budget of 29.17% • Expenses • Expenses were favorable by \$138k • Key Performance Indicators • Hospital Net Days in A/R increased from 42.6 to 43.2 • Days Cash on Hand increased from 82.3 to 84.0 without MCH Foundation. • ED transfer ratio was favorable at .88:10. 	
	OhioHealth Report	Ms. Herbert	<p>Ms. Herbert announced that the new build for OhioHealth, the David P. Blom Administrative Campus is complete and 1600 employees are currently transitioning to this location. Ms. Herbert also announced that Jessica Boston, current VP of Finance at Morrow County Hospital has accepted a new position within OhioHealth as the Senior Director of Research and Market Intelligence. Jessica will continue to support Morrow County Hospital until her position has been filled.</p>	
6:28 p.m.	Executive Session – Trade Secrets As defined by Ohio Revised Code Section 121.22(G)(7)	Mr. Drouhard	<p>A motion was made by Dr. Trago and seconded by Mr. Wood to recess for the stated reasons and go into Executive Session.</p> <p>The motion was unanimously approved by roll call vote. Mr. Winand was not present.</p> <p>Prior to commencing Executive Session, Charlie Howland, Morrow County Prosecutor stood to address the Board. Mr. Howland inquired if the content of the meeting was being recorded. Mr. Drouhard advised Mr. Howland that the minutes were being recorded by Angela Keenan, Executive Assistant. Mr.</p>	



TIME	TOPIC	LEADER	DISCUSSION/RECOMMENDATIONS	FOLLOWUP
			<p>Howland asked that it be recorded, in his opinion, that the action of going into Executive Session is not valid under Ohio Law and did not conform to the open meeting requirements. Mr. Howland also inquired on the request for public records submitted by the Morrow County Board of Commissioners. Mr. Drouhard confirmed that the official request was received, and that the documents would be reviewed and submitted within an appropriate amount of time.</p>	
7:40 p.m.	<p><i>Returned to Regular Session</i></p>	<p>Mr. Drouhard</p>	<p>A motion was made by Mr. Jackson and seconded by Ms. Harden to return to Regular Session.</p>	
	<p><i>Discussion of Executive Session</i></p>	<p>Mr. Drouhard</p>	<p>A discussion was held on how to appropriately prepare and disburse documents regarding the public records request by the Morrow County Commissioners.</p> <p>A motion was made by Mr. Jackson and seconded by Ms. Harden to respond to the request by the Morrow County Board of Commissioners (the "Commission") for public records of Morrow County Hospital (the "Hospital") by reasonably establishing a process for identifying, reviewing and making copies of the documents that are responsive to such request; and to respond to the request by the Commission for tours of the Hospital facility by invitees of the Commission, such tours to be conducted by Hospital personnel not employed by OhioHealth Corporation, provided that such tours shall not include interviews of Hospital employees.</p> <p>The motion was approved unanimously.</p> <p>A motion was made by Mr. Jackson and seconded by Ms. Harden To authorize and direct the Chair of the Trustees to approve and execute a cease-and-desist letter addressed to the Commission advising the Commission that the Request for Proposal "RFP" process it has initiated without Board approval for the sale or lease of the Hospital has no basis in law and to inform RFP recipients of the Board's position.</p> <p>The motion was approved unanimously.</p>	



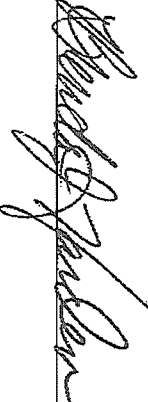

TIME	TOPICS	LEADER	DISCUSSION/RECOMMENDATIONS	FOLLOWUP
8:50 p.m.		Mr. Drouhard	Being no further business, the meeting was adjourned.	
Minutes submitted by:		Approved by:		
Brenda Harden, Secretary 		 Patrick Drouhard, Chair		

Exhibit I

Brian Stewart

From: Tom Whiston <twhiston@morrowcountyohio.gov>
Sent: Monday, June 3, 2019 2:05 PM
To: Brian Stewart
Subject: FW: Steering Committee
Attachments: Project Buckeye Form RFP_Final.pdf; Untitled attachment 00005.htm

Brian,
Please find attached the ECG RFP. No where does it mention lease or sale.
Tom

From: Patrick Drouhard [mailto:patdrouhard@gmail.com]
Sent: Sunday, April 14, 2019 6:39 PM
To: Tom Whiston <twhiston@morrowcountyohio.gov>
Cc: Olen Jackson <olendj@gmail.com>; Dr. Vince Trago <vtrago@riversiderad.com>; Brent Winand <winand.brent@ncocc.net>; Carolyn Beal <carolynsbeal@gmail.com>; Brad Wood <woodyrx@bright.net>; Brenda Harden <doubleeagleone@embarqmail.com>; Paul Hinkle <paulghinkle@hotmail.com>; Earl Desmond <farmlaw@gmail.com>; Jon Christensen <jchristensen@columbuslaw.org>
Subject: Re: Steering Committee

Tom,

With regards to Morrow County Hospital Board committee meetings, there is no steering committee meeting schedule, and never has been; each get-together has been on an ad hoc basis. It has never been a formally constituted group in the same way as, say, the Finance Committee, which receives presentations of hospital finances, ask questions about them, and then votes to accept or reject the materials presented, which are then presented to the full Board at the next monthly Board meeting. The "committee" consisted of sometimes three and sometimes four board members, and not always the same board members, who traded opinions about the ongoing attempts to find interested potential partners for the hospital's future. No decisions, resolutions or similar actions were ever taken, so no minutes have been prepared. Below is a list of times and dates that the group met, according to my calendar.

Monday, March 11, 2019 7:00 pm (Meeting of the Morrow County Commissioners)

Wednesday, March 6, 2019 3:00 pm

Monday, January 6, 2019 6:30 pm

Monday, November 12, 2018 6:30 pm

Wednesday, October 24, 2019 9:15 am (Meeting of the Morrow County Commissioners)

Monday, October 15, 2018 6:00 pm

Monday, October 8, 2018 6:00 pm

Wednesday, August 22, 2018 1:00 pm (Meeting with Avita group)

Tuesday, August 21, 2018 4:00 pm (Meeting with OhioHealth group)

Tuesday, June 22, 2018 8:00 am (Meeting of the Morrow County Commissioners)

Tuesday, May 22, 2018 8:00 am (Meeting of the Morrow County Commissioners)

Tuesday, April 24, 2018 9:00 am (Meeting of the Morrow County Commissioners)

Friday, February 2, 2018 10:30 am

Tuesday, January 23, 2018 (Meeting of the Morrow County Commissioners)

Monday, January 15, 2018 6:00 pm

Tuesday, December 12, 2017 2:30 pm (Tour of Mercy Hospital, Willard)

Monday, November 20, 2017 6:00 pm

Attached is the RFP document that you requested.

Exhibit J

Matthew R. Aumann

From: Tom Whiston <twhiston@morrowcountyohio.gov>
Sent: Monday, August 12, 2019 12:06 PM
To: Brian Stewart
Subject: FW: MCH Finance 1st quarter

Brian,
Here again is a communication to the board not to proceed without our consent.
Tom

From: Tom Whiston [<mailto:twhiston@morrowcountyohio.gov>]
Sent: Monday, April 22, 2019 5:38 PM
To: 'Patrick Drouhard' <patdrouhard@gmail.com>
Cc: 'bcastle@morrowcountyohio.gov' <bcastle@morrowcountyohio.gov>; 'wdavis@morrowcountyohio.gov' <wdavis@morrowcountyohio.gov>; Cheryl Heacock <cheryl.heacock@morrowcountyohio.gov>; 'Charles Howland' <mcprosecutor@rrohio.com>
Subject: RE: MCH Finance 1st quarter

Pat,
Thank you for the quick response. I would also like to inform you that the Commissioners voted to proceed with the Lease, Lease/Purchase RFP today that will be sent to at least 7 entities. This will necessitate the MCH board to hold on any action regarding a change in existing operations of the hospital. At the least you would need to inform OhioHealth of the Boards intention. They will be receiving the RFP as well. It would be ill advised to enter into any agreement prior to the conclusion of the process now initiated. This would include scheduling any special meetings or contemplation of selling the doctor practices or any other material change. If you are in doubt of the Commissioners authority to execute the Lease or sale of the hospital I would refer you to the recently executed document signed by the Circleville City Council, the Pickaway County Commissioners, and OhioHealth. The Hospital Board is not a party to nor a signer of the agreement. You can have Jon Christianson research for you or you may contact the County Prosecutor for his opinion. The Board of County Commissioners have always sought to work with the board on the best solution for MCH and would hope that the Hospital Board will work in concert as we move forward. I spoke with the other Commissioners and they will not be attending the monthly Hospital Board tomorrow since they have not been a part of any executive session discussion. The failure to seat Earl Desmond as a board member when voted on and approved by the Commissioners would also jeopardize any vote taken by the board in my humble non legal opinion and should be remedied prior to your meeting tomorrow.

Sincerely,
Tom

From: Patrick Drouhard [<mailto:patdrouhard@gmail.com>]
Sent: Monday, April 22, 2019 4:32 PM
To: Tom Whiston <twhiston@morrowcountyohio.gov>
Subject: Re: MCH Finance 1st quarter

Tom,
Here is the complete packet from last Wednesday's meeting.

Pat

Exhibit K

Matthew R. Aumann

From: Tom Whiston <twhiston@morrowcountyohio.gov>
Sent: Monday, August 12, 2019 1:04 PM
To: Brian Stewart
Subject: FW: [EXTERNAL] Board member appointment

FYI

From: Patrick Drouhard [mailto:patdrouhard@gmail.com]
Sent: Friday, April 26, 2019 7:04 AM
To: Tom Whiston <twhiston@morrowcountyohio.gov>
Subject: Fwd: [EXTERNAL] Board member appointment

Tom, here is CJ's information on board member appointments.

Pat

Begin forwarded message:

From: "Miller, Chad J." <Chad.Miller@ohiohealth.com>
Subject: RE: [EXTERNAL] Board member appointment
Date: April 25, 2019 at 4:15:09 PM EDT
To: Patrick Drouhard <patdrouhard@gmail.com>

Pat,

I pulled all of the active Board member's files and will lay out below who all signed and approved the appointments and re-appointments. You will see that every appointment has at least one Judge's signature and sometimes two. Please let me know if you need anything else.

Pat Drouhard: appointed March 2008/re-appointed March 2014
Signatures Appointment: Dick Miller, Olen Jackson, Rod Clinger, Judge Hall, and Judge Hickson
Signatures Re-appointment: Tom Whiston, Dick Miller, Judge Hickson, Absent Tom Harden

Brent Winand: appointed July 2012/re-appointed March 2015
Signatures Appointment: Tom Whiston, Olen Jackson, Tom Harden, and Judge Hall
Signatures Re-appointment: Dick Miller, Tom Whiston, Judge Hall, Absent Tom Harden

Brad Wood: appointment March 2012/re-appointment March 2018
Signatures Appointment: Tom Harden, Olen Jackson, Tom Whiston, and Judge Hickson
Signatures Re-appointment: Tom Whiston, Burgess Castle, Warren Davis, and Judge Hickson

Carolyn Beal: appointment March 2013/re-appointment March 2016
Signatures Appointment: Dick Miller, Tom Harden, Tom Whiston, Judge Hall, and Judge Hickson
Signatures Re-appointment: Dick Miller, Tom Whiston, Dennis Leader, and Judge Hall

Brenda Harden: appointment June 2016/re-appointment March 2018
Signatures Appointment: Dick Miller, Tom Whiston, Dennis Leader, and Judge Hall
Signatures Re-appointment: Tom Whiston, Burgess Castle, Warren Davis, and Judge Hickson

Dr. Trago: appointment March 2016
Signatures: Dick Miller, Tom Whiston, Dennis Leader, and Judge Hall

Olen Jackson: appointment March 2017
Signatures: Tom Whiston, Burgess Castle, Warren Davis, Judge Elkin, and Judge Hickson

Chad (CJ) Miller, PT, MPT, AT
President and CEO
Morrow County Hospital
651 West Marion Road
Mount Gilead, Ohio 43338
(419)949-3183
chad.miller@ohiohealth.com

-----Original Message-----

From: Patrick Drouhard [<mailto:patdrouhard@gmail.com>]
Sent: Thursday, April 25, 2019 1:49 PM
To: Miller, Chad J.
Subject: [EXTERNAL] Board member appointment

WARNING: This email originated from outside of OhioHealth. Please validate the sender's email address before clicking on links or attachments as they may not be safe.

CJ,

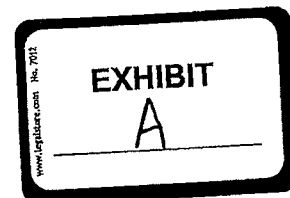
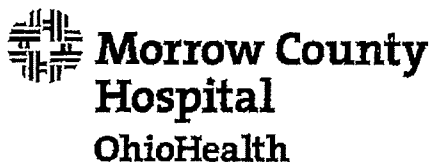
Did you say that you receive some letter from the judge regarding board member appointments? I noted in my files that the last 3 appointments carried a judge's signature. Let me know what you find.

Thanks.

Pat
[<https://www.ohiohealth.com/siteassets/external-images/fortune100logo2019.jpg>]

FORTUNE 100 Best Companies to Work For 2007-2019

Exhibit L



651 West Marlon Road
Mount Gilead, Ohio 43338
(419) 946.5015

morrowcountyhospital.com

May 31, 2019

Morrow County Commissioners
80 North Walnut Street
Mt. Gilead, OH 43338

CEASE AND DESIST

Dear Commissioners:

I am writing this letter as Chair of the Board of Trustees ("Board") of Morrow County Hospital. The Board has unanimously approved this letter. As the governing body of the Morrow County Hospital ("MCH"), the Board is concerned that you have, without the required Board approval, issued a request for proposal ("RFP") with the stated purpose of offering MCH for sale or lease.

In Ohio, an operating county hospital such as MCH cannot be sold or leased without the express approval of the Board. This has been made abundantly clear to each of you on a number of occasions this past year. By issuing the RFP with neither statutory nor common law authority, you are illegally attempting to supplant the business judgment of the Board. The Board spent almost two years and hundreds of thousands of dollars on a nationally ranked consultant to solicit proposals for the best interests of the county's residents for the provision of healthcare services at MCH in both the short and long term.

The Board is statutorily authorized to exercise its business judgment for the best interest of Morrow County residents. Our best business judgment was to engage a national consultant to solicit bids, in large part at your urging. Once the bids were reviewed, the choice was clear – OhioHealth submitted the most responsible and responsive bid to the RFP.

As you are aware, the Board has entered into a contract with OhioHealth. Your RFP and any subsequent contract you may attempt to enter would, in all likelihood, violate the contract with OhioHealth. As such, your actions may subject yourselves and the County to liability for no apparent reason other than your attempt to improperly supplant the business judgment of the Board.

Morrow County Commissioners
May 31, 2019
Page 2

In addition, your RFP seeks to allow certain bidders a second bite at the apple. This is an obvious attempt to illegally steer a contract to your preferred provider. The Board is prepared to take legal action if necessary to prevent you from performing any action which is contrary to Ohio law.

The Board hereby respectfully requests you cease and desist from any and all activities associated with your RFP. There is **NO** precedent in Ohio for County Commissioners attempting to sell, lease, or privatize an operating county hospital without the consent of the Board of Trustees. You are requested to so notify the entities to which you have sent your RFP.

If you are desirous of a meeting with legal counsel present to discuss, we are more than willing to accommodate your schedules. However, you must cease and desist from all activity related to any RFP for MCH as the process has been completed and the contract with OhioHealth has been entered into. Failure to cease and desist may require immediate legal action to prevent irreparable harm to the residents of Morrow County.

Sincerely,



Patrick Drouhard, Chair
Morrow County Hospital Board of Trustees

Exhibit M



MORROW COUNTY COMMISSIONERS

80 North Walnut Street, Suite A
Mount Gilead, Ohio 43338

Commissioners:
Thomas E. Whiston
Burgess W. Castle
Warren E. Davis

Phone: (419) 947-4085
Fax: (419) 947-1860
www.morrowcountyohio.gov

June 26, 2019

C.J. Miller, CEO
Morrow County Hospital

Re: Public Records Request Update
By Morrow County Commissioners

Dear Mr. Miller:

We have patiently been waiting for records requested May 31, 2019. The records you have provided have been helpful but at this point incomplete.

We have prepared an update for your consideration in connection with this process, a copy of which is attached, to make it clear what records have been received and what is still being requested.

BOARD OF MORROW COUNTY COMMISSIONERS

Handwritten signature of Thomas E. Whiston.

Thomas E. Whiston

Handwritten signature of Burgess W. Castle.

Burgess W. Castle

Handwritten signature of Warren E. Davis.

Warren E. Davis

MCC/ch

Morrow County Hospital Public Records Request Update

June 20, 2019

Status of Originally Requested Documents and Status:

<u>Group</u>	<u>Description</u>	<u>Status</u>
1.	Blank line	Complete
2.	All contracts entered into and active for any service, employment or physical asset with a value of over \$5,000.	Incomplete/CJ Miller 6/19/19
3.	All current agreements between contracted entities covering physicians, nurses, lab companies, hospitals, medical providers, officers, or independent contractors.	Incomplete/CJ Miller 6/19/19
4.	A copy of the most current quarter and year financial report.	Complete
5.	A copy of the current OhioHealth Management Agreement and Morrow County Hospital Health Services Asset Purchase	Incomplete as of 6/19/19
6.	The records relating to the initial purchase of physician practices, assets and equipment, and the records covering the sale of assets, equipment and physician practices. This would include the corporation for the medical practices.	Incomplete – Articles of Incorp.
7.	The current financial records of the Hospital Foundation covering 2018 and 2019.	Apparently Complete
8.	A list of all Capital expenditures over \$1000,000 for the past 5 years.	Apparently Complete

Remaining unfulfilled public records from the Morrow County Hospital:

Fully signed and executed 2019 MCHB-OhioHealth Management Agreement and Morrow County Hospital Health Services Asset Purchase with all exhibits and addendums. The full appraisal document is not included.

Articles of Incorporation for Morrow County Hospital Health Services

All facility lease agreements for all five PCP facilities that were active as of May 1, 2019

New lease agreements established for:

651 W. Marion

73 Sportsman Drive

6519 US 42

Exhibit N



MORROW COUNTY COMMISSIONERS

80 North Walnut Street, Suite A
Mount Gilead, Ohio 43338

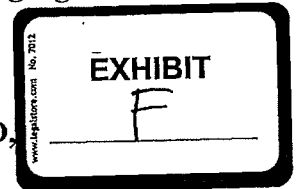
Commissioners:
Thomas E. Whiston
Burgess W. Castle
Warren E. Davis

Phone: (419) 947-4085
Fax: (419) 947-1860
www.morrowcountyohio.gov

COPY

The following action was taken by the Board of Morrow County Commissioners during regular session on June 26, 2019:

**IN THE MATTER OF
APPROVAL OF RESOLUTION FOR REMOVAL FROM OFFICE PAT DROUHARD,
CHAIRMAN MORROW COUNTY BOARD OF HOSPITAL TRUSTEES: 19-R-513**



WHEREAS, the Morrow County Commissioners passed Resolution 19-R-186 on March 11, 2019 appointing Earl K. Desmond, Attorney at Law, as a member of the Morrow County Hospital Board of Trustees, effective March 11, 2019 and continuing until the first Monday of March, 2025; and

WHEREAS, the said Resolution was to replace Paul Hinkle on the Hospital Board of Trustees with Earl K. Desmond pursuant to the Morrow County Commissioner’s authority to appoint such trustees pursuant to Ohio Revised Code, Section 339.02 to replace those trustees whose term has expired; and

WHEREAS, Patrick Drouhard, acting in his capacity as Chairman of the Morrow County Hospital Board of Trustees, has refused to treat the said Earl K. Desmond as a lawful and proper member of the Hospital Board of Trustees, has refused to allow the newly appointed member to deliberate and vote as a lawful and proper member of the Hospital Board of Trustees, and has characterized the newly appointed member as a “guest” to board meetings and allowing Paul Hinkle to attend as a guest of the Hospital Board of Trustees as well; and

WHEREAS, the actions of Patrick Drouhard are contrary to law, as the appointment of trustees to the Hospital Board of Trustees is the sole province of the Morrow County Commissioners pursuant to Ohio Revised Code, section 339.02, and contrary to the stated practices and procedures of the Hospital Board of Trustees, which has always acknowledged that the Morrow County Hospital Board of Trustees is appointed by the Morrow County Commissioners; and

WHEREAS, the actions of Patrick Drouhard are knowingly contrary to state law and contrary to the Hospital Board of Trustees policy, and in so doing constitutes a neglect of duty and malfeasance such that failure to seat a duly appointed board member is cause for removal; and

WHEREAS, the actions of Patrick Drouhard constitute misconduct and malfeasance where he issued a “CEASE AND DESIST” letter to the Morrow County Commissioners on May 31, 2019 stating that the county hospital cannot be sold or leased without the express approval of the Hospital Board of Trustees and thus the Commissioners “are illegally attempting to supplant the business judgment of the Board...[which] is statutorily authorized to exercise its business judgment for the best interest of Morrow County residents...for no apparent reason other than your attempt to improperly supplant the business judgment of the Board.” This is direct contravention of the power of the Commissioners under Section 339.09 of the Ohio Revised Code and a deliberate violation of the Commissioners’ authority to act in the best interest of Morrow County residents regarding the future operation of the Morrow County Hospital; and

WHEREAS, the action of Patrick Drouhard in issuing that “CEASE AND DESIST” letter constitute

a neglect of duty and malfeasance in failing to work with and assist the Morrow County Commissioners in assessing and determining the future course of the Morrow County Hospital; and

WHEREAS, the said neglect of duty and malfeasance constitute misconduct in office, and thus cause for removal from office, which must be executed at the present time for the good of the continued viability of the Morrow County Hospital and the citizens of Morrow County as a whole; and

WHEREAS, Section 339.02(H) of the Ohio Revised Code provides that any member of a board of county hospital trustees may be removed from office by the appointing authority for neglect of duty, misconduct, or malfeasance in office, but the member shall be informed in writing of the charges and afforded an opportunity for a hearing before the appointing authority, and the appointing authority shall not remove a member from office for political reasons; and

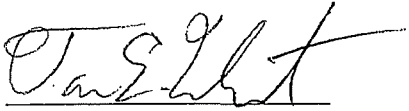
WHEREAS, the need to remove Patrick Drouhard is based on his neglect of duty, malfeasance, and misconduct as detailed above and not for political reasons of party or group or class affiliation; so

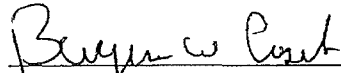
WHEREFORE, Patrick Drouhard is hereby notified that the unanimous sense of the Morrow County Commissioners is that he should be removed from office as detailed above, but that the said board member may appear and show cause why he should not be removed from office in a hearing before the Morrow County Commissioners scheduled for July 8, 2019 at 10:00 a.m., after which a final decision on his removal from office shall be determined by the said Commissioners.

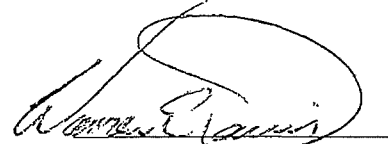
WHEREUPON, Mr. Castle made a motion to approve this Resolution to remove Patrick Drouhard from office. Mr. Whiston duly seconded the motion.

Roll Call Vote: ..,Mr. Castle..., "yea" ..,Mr. Whiston..., "yea" .., Mr. Davis.., "yea"

BOARD OF MORROW COUNTY COMMISSIONERS


Tom E. Whiston


Burgess W. Castle


Warren E. Davis

MCC/ch

19-R-513

**IN THE MATTER OF
REMOVAL FROM OFFICE PAT DROUHARD, CHAIRMAN
MORROW COUNTY BOARD OF HOSPITAL TRUSTEES**

WHEREAS, the Morrow County Commissioners passed Resolution 19-R-186 on March 11, 2019 appointing Earl K. Desmond, Attorney at Law, as a member of the Morrow County Hospital Board of Trustees, effective March 11, 2019 and continuing until the first Monday of March, 2025; and

WHEREAS, the said Resolution was to replace Paul Hinkle on the Hospital Board of Trustees with Earl K. Desmond pursuant to the Morrow County Commissioner's authority to appoint such trustees pursuant to Ohio Revised Code, Section 339.02 to replace those trustees whose term has expired; and

WHEREAS, Patrick Drouhard, acting in his capacity as Chairman of the Morrow County Hospital Board of Trustees, has refused to treat the said Earl K. Desmond as a lawful and proper member of the Hospital Board of Trustees, has refused to allow the newly appointed member to deliberate and vote as a lawful and proper member of the Hospital Board of Trustees, and has characterized the newly appointed member as a "guest" to board meetings and allowing Paul Hinkle to attend as a guest of the Hospital Board of Trustees as well; and

WHEREAS, the actions of Patrick Drouhard are contrary to the law, as the appointment of trustees to the Hospital Board of Trustees is the sole province of the Morrow County Commissioners pursuant to Ohio Revised Code, section 339.02, and contrary to the stated practices and procedures of the Hospital Board of Trustees, which has always acknowledged that the Morrow County Hospital Board of Trustees is appointed by the Morrow County Commissioners; and

WHEREAS, the actions of Patrick Drouhard are knowingly contrary to state law and contrary to the Hospital Board of Trustees policy, and in so doing constitutes a neglect of duty and malfeasance such that failure to seat a duly appointed board member is cause for removal; and

WHEREAS, the actions of Patrick Drouhard constitute misconduct and malfeasance where he issued a "CEASE AND DESIST" letter to the Morrow County Commissioners on May 31, 2019 stating that the county hospital cannot be sold or leased without the express approval of the Hospital Board of Trustees and thus the Commissioners "are illegally attempting to supplant

the business judgment of the Board...[which] is statutorily authorized to exercise its business judgment for the best interest of Morrow County residents...for no apparent reason other than your attempt to improperly supplant the business judgment of the Board.” This is direct contravention of the power of the Commissioners under Section 339.09 of the Ohio Revised Code and a deliberate violation of the Commissioners’ authority to act in the best interest of Morrow County residents regarding the future operation of the Morrow County Hospital; and

WHEREAS, the action of Patrick Drouhard in issuing that “CEASE AND DESIST” letter constitute a neglect of duty and malfeasance in failing to work with and assist the Morrow County Commissioners in assessing and determining the future course of the Morrow County Hospital; and

WHEREAS, the said neglect of duty and malfeasance constitute misconduct in office, and thus cause for removal from office, which must be executed at the present time for the good of the continued viability of the Morrow County Hospital and the citizens of Morrow County as a whole; and

WHEREAS, Section 339.02(H) of the Ohio Revised Code provides that any member of a board of county hospital trustees may be removed from office by the appointing authority for neglect of duty, misconduct, or malfeasance in office, but the member shall be informed in writing of the charges and afforded an opportunity for a hearing before the appointing authority, and the appointing authority shall not remove a member from office for political reasons; and

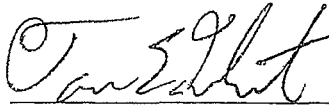
WHEREAS, the need to remove Patrick Drouhard is based on his neglect of duty, malfeasance, and misconduct as detailed above and not for political reasons of party or group or class affiliation; so

WHEREFORE, Patrick Drouhard is hereby notified that the unanimous sense of the Morrow County Commissioners is that he should be removed from office as detailed above, but that the said board member may appear and show cause why he should not be removed from office in a hearing before the Morrow County Commissioners scheduled for July 8, 2019 at 10:00 a.m., after which a final decision on his removal from office shall be determined by the said Commissioners.

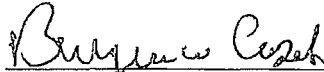
WHEREUPON, Mr. Castle made a motion to approve this Resolution to remove Patrick Drouhard from office. Mr. Whiston duly seconded the motion.

Roll call vote: Mr. Castle "yea" Mr. Whiston "yea" Mr. Davis "yea"

BOARD OF MORROW COUNTY COMMISSIONERS



Tom E. Whiston

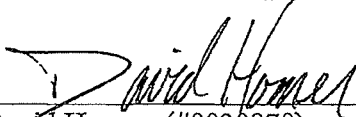


Burgess W. Castle



Warren E. Davis

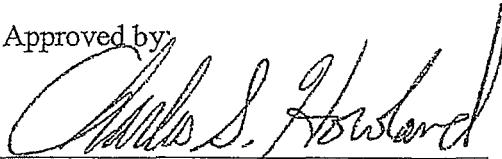
This document was prepared by:



David Homer, (#0030870)

Assistant Prosecutor

Approved by:



Charles S. Howland, (#0020765)

Morrow County Prosecutor

Exhibit O



MORROW COUNTY COMMISSIONERS

80 North Walnut Street, Suite A
Mount Gilead, Ohio 43338

Commissioners:
Thomas E. Whiston
Burgess W. Castle
Warren E. Davis

Phone: (419) 947-4085
Fax: (419) 947-1860
www.morrowcountyohio.gov

July 11, 2019

FILE COPY

To: Judge Hickson

From: Morrow County Commissioners

Re: Continuance of Removal hearing of Pat Drouhard

The Commissioners are informing you as a member of the Appointing Authority of the Morrow County Hospital Board that we have tentatively scheduled the hearing for Thursday, August 1st at 1pm.

Please respond in writing by Monday July 15th, 2019 if you are not available at that time and submit to us a time that you are available. If we do not hear from you we will then proceed with the hearing.

Sincerely,

BOARD OF MORROW COUNTY COMMISSIONERS

Thomas E. Whiston

Burgess W. Castle

Warren E. Davis

MCC/ch

Exhibit P



MORROW COUNTY COMMISSIONERS

80 North Walnut Street, Suite A
Mount Gilead, Ohio 43338

Commissioners:
Thomas E. Whiston
Burgess W. Castle
Warren E. Davis

Phone: (419) 947-4085
Fax: (419) 947-1860
www.morrowcountyohio.gov

July 16, 2019

FILE COPY

Judge Robert C. Hickson Jr.
Morrow County Court of Common Pleas
48 East High Street
Mount Gilead, Ohio 43338

Dear Judge Hickson:

We are in response of your letter dated July 15, 2019 communicating that you will be speaking with outside counsel. The Commissioners will not be providing any funding if you seek outside counsel for a matter that has already been decided and due to the fact the matter has nothing to do with the operation of the Court. Therefore, if outside counsel is sought, you will do so at your own expense.

We have not received communication in regards to other dates that you would be available for a public hearing, therefore we are requesting that you provide dates by Noon on July 17, 2019 or we will accommodate your schedule by having the hearing on August 1, 2019 at 5:00 p.m. since you are unavailable from 1:00 – 4:00 p.m.

Sincerely,

BOARD OF MORROW COUNTY COMMISSIONERS

Handwritten signature of Thomas E. Whiston.
Thomas E. Whiston

Handwritten signature of Burgess W. Castle.
Burgess W. Castle

Handwritten signature of Warren E. Davis.
Warren E. Davis

MCC/ch

c: Prosecutor

Exhibit Q



MORROW COUNTY COMMISSIONERS

80 North Walnut Street, Suite A
Mount Gilead, Ohio 43338

Commissioners:
Thomas E. Whiston
Burgess W. Castle
Warren E. Davis

COPY

Phone: (419) 947-4085
Fax: (419) 947-1860
www.morrowcountyohio.gov

The following action was taken by the Board of Morrow County Commissioners during regular session on July 17, 2019:

**IN THE MATTER OF
APPROVAL TO AMEND RESOLUTION OF REMOVAL OF PAT DROUHARD, CHAIRMAN
MORROW COUNTY BOARD OF HOSPITAL TRUSTEES AND APPROVAL TO ADVERTISE HEARING: 19-R-591**

The following amendments (in red) were made:

WHEREFORE, Patrick Drouhard is hereby notified that the unanimous sense of the Morrow County Commissioners is that he should be removed from office as detailed above, but that the said board member may appear and show cause why he should not be removed from office in a hearing before the Morrow County Commissioners scheduled for July 8, 2019 at 10:00 a.m., after which a final decision on his removal from office shall be determined by the said Commissioners. The above hearing date was continued to a further date in order for Judge Hickson to be notified in writing. A new hearing date has been set for Thursday, August 1, 2019 at 5:00 p.m.

WHEREAS, the Morrow County Commissioner's have notified Judge Hickson of this date in writing and will be sending a copy of this amended resolution to him.

Mr. Castle made a motion to approve the amended resolution to remove Patrick Drouhard from office and approval to advertise hearing for two weeks in local paper.

Mr. Whiston duly seconded this motion.

s/Tom E. Whiston

s/Burgess W. Castle

s/Warren E. Davis

Roll Call Vote: ..,Mr. Castle..., "Yea" ..,Mr. Whiston..., "Yea" .., Mr. Davis..., "Yea"

BOARD OF MORROW COUNTY COMMISSIONERS

Tom E. Whiston

Burgess W. Castle

Warren E. Davis

MCC/ch

C: Charles Howland, Prosecutor
Judge Robert Hickson
Patrick Drouhard

**IN THE MATTER OF
REMOVAL FROM OFFICE PAT DROUHARD, CHAIRMAN
MORROW COUNTY BOARD OF HOSPITAL TRUSTEES: 19-R-591**

Amended July 17, 2019

WHEREAS, the Morrow County Commissioners passed Resolution 19-R-186 on March 11, 2019 appointing Earl K. Desmond, Attorney at Law, as a member of the Morrow County Hospital Board of Trustees, effective March 11, 2019 and continuing until the first Monday of March, 2025; and

WHEREAS, the said Resolution was to replace Paul Hinkle on the Hospital Board of Trustees with Earl K. Desmond pursuant to the Morrow County Commissioner's authority to appoint such trustees pursuant to Ohio Revised Code, Section 339.02 to replace those trustees whose term has expired; and

WHEREAS, Patrick Drouhard, acting in his capacity as Chairman of the Morrow County Hospital Board of Trustees, has refused to treat the said Earl K. Desmond as a lawful and proper member of the Hospital Board of Trustees, has refused to allow the newly appointed member to deliberate and vote as a lawful and proper member of the Hospital Board of Trustees, and has characterized the newly appointed member as a "guest" to board meetings and allowing Paul Hinkle to attend as a guest of the Hospital Board of Trustees as well; and

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WHEREAS, the actions of Patrick Drouhard constitute misconduct and malfeasance where he issued a "CEASE AND DESIST" letter to the Morrow County Commissioners on May 31, 2019 stating that the county hospital cannot be sold or leased without the express approval of

the Hospital Board of Trustees and thus the Commissioners “are illegally attempting to supplant the business judgment of the Board...[which] is statutorily authorized to exercise its business judgment for the best interest of Morrow County residents...for no apparent reason other than your attempt to improperly supplant the business judgment of the Board.” This is direct contravention of the power of the Commissioners under Section 339.09 of the Ohio Revised Code and a deliberate violation of the Commissioners’ authority to act in the best interest of Morrow County residents regarding the future operation of the Morrow County Hospital; and

WHEREAS, the action of Patrick Drouhard in issuing that “CEASE AND DESIST” letter constitute a neglect of duty and malfeasance in failing to work with and assist the Morrow County Commissioners in assessing and determining the future course of the Morrow County Hospital; and

WHEREAS, the said neglect of duty and malfeasance constitute misconduct in office, and thus cause for removal from office, which must be executed at the present time for the good of the continued viability of the Morrow County Hospital and the citizens of Morrow County as a whole; and

WHEREAS, Section 339.02(H) of the Ohio Revised Code provides that any member of a board of county hospital trustees may be removed from office by the appointing authority for neglect of duty, misconduct, or malfeasance in office, but the member shall be informed in writing of the charges and afforded an opportunity for a hearing before the appointing authority, and the appointing authority shall not remove a member from office for political reasons; and

WHEREAS, the need to remove Patrick Drouhard is based on his neglect of duty, malfeasance, and misconduct as detailed above and not for political reasons of party or group or class affiliation; so

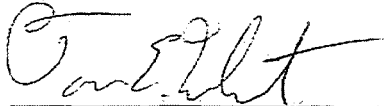
WHEREFORE, Patrick Drouhard is hereby notified that the unanimous sense of the Morrow County Commissioners is that he should be removed from office as detailed above, but that the said board member may appear and show cause why he should not be removed from office in a hearing before the Morrow County Commissioners scheduled for July 8, 2019 at 10:00 a.m., after which a final decision on his removal from office shall be determined by the said Commissioners. The above hearing date was continued to a further date in order for Judge Hickson to be notified in writing. A new hearing date has been set for Thursday, August 1, 2019 at 5:00 p.m.


WHEREAS, the Morrow County Commissioner's have notified Judge Hickson of this date in writing and will be sending a copy of this amended resolution to him.


WHEREUPON, Mr. Castle made a motion to approve this amended Resolution to remove Patrick Drouhard from office and approval to advertise hearing for two weeks in local paper. Mr. Whiston duly seconded the motion.

Roll call vote: Mr. Castle "yea" Mr. Whiston "yea" Mr. Davis "yea"


BOARD OF MORROW COUNTY COMMISSIONERS


Tom E. Whiston

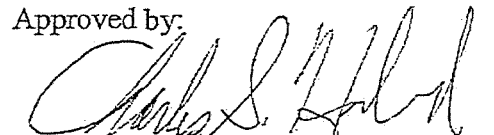

Burgess W. Castle


Warren E. Davis

This document was prepared by:


David Homer, (#0030870)
Assistant Prosecutor

Approved by:


Charles S. Howland, (#0020765)
Morrow County Prosecutor

REGULAR SESSION JULY 17, 2019

This day the Board of Morrow County Commissioners met in their office at 80 North Walnut St., Ste. A, Mt. Gilead, Ohio with the following members present: Mr. Davis, Mr. Whiston and Mr. Castle.

Public in attendance: Pat Davies (Auditor), Mike Goff (Treasurer), Sundie Brown (JFS), Dixie Shinaberry (Recorder), Nancy Foglesong (Bd of DD), Lyndsey Kesseee (Bd of DD), Andy Ware (Development), State of Ohio Auditors participants.

The meeting was opened with prayer and pledge of allegiance to the flag, and then called to order by Mr. Davis, who then proceeded with the business at hand. The following matters came before the Board for their consideration and approval.

**IN THE MATTER OF
APPROVAL OF THE MINUTES
OF REGULAR SESSION OF JULY 15, 2019: 19-R-575**

Mr. Castle made a motion to approve the minutes of regular session of July 15, 2019, as recorded in the Commissioners Journal # 48.

Mr. Whiston duly seconded this motion

Roll Call Vote: ...,Mr. Castle..., "yea" ..,Mr. Whiston..., "yea" ..,Mr. Davis..., "yea"

**IN THE MATTER OF
APPROVAL OF BILLS FOR PAYMENT: 19-R-576**

Mr. Whiston made a motion to approve payment of bills numbered 1 through 71 submitted by the Morrow County Auditor's office.

Mr. Castle duly seconded this motion

Roll Call Vote: ...,Mr. Castle..., "yea" ..,Mr. Whiston..., "yea" ..,Mr. Davis..., "yea"

**IN THE MATTER OF
PAY-INS: 19-R-**

The following pay-ins were made to Patricia K. Davies, Morrow County Auditor:

- Pay-in #191977 Payment received for 2016-2019 Lease/Rent for Johnsville Sewer 5100-1070-470802 \$4.00
- Pay-in #191978 Payment received from Ketterman customers for sewer fund 5121 \$223.36
- Pay-in #191979 Payment received from Johnsville customers for sewer fund 5100 \$57.00
- Pay-in #191980 Payment received from Chesterville customers for sewer fund 5159 \$2,249.10
- Pay-in #191981 Payment received from SoMoCo customers for sewer fund 5110 \$2,627.15
- Pay-in #191999 Payment received from Johnsville customers for sewer fund 5100 \$228.00

**IN THE MATTER OF
TRANSFER OF FUNDS – PROSECUTOR FUND 2447 DRETAC PROSECUTOR: 19-T-087**

At the request of Charles Howland, Morrow County Prosecuting Attorney, a motion was made by Mr. Castle to approve the following transfer of funds:

**Reason – To pay invoices for advertising foreclosure properties

From 2447-4402-510120 Employee Wages to 2447-4402-530345 Legal Advertising in the amount of \$1,000.00

Mr. Whiston duly seconded this motion.

Roll Call Vote: ..,Mr. Castle..., "yea" ..,Mr. Whiston..., "yea" .., Mr. Davis., "yea"

**IN THE MATTER OF
TRANSFER OF FUNDS – MCAT FUND 2060: 19-T-088**

At the request of Sundie Brown, Director, a motion was made by Mr. Castle to approve the following transfer of funds:

**Reason – Created new account for Supplies and Materials

From 2060-0160-550730 Improvement of Sites to 2060-0160-540400 Supplies & Materials in the amount of \$2,500.00

Mr. Whiston duly seconded this motion.

Roll Call Vote: ..,Mr. Castle..., “yea” ..,Mr. Whiston..., “yea” .., Mr. Davis., “yea”

**IN THE MATTER OF
APPROPRIATION OF UNAPPROPRIATED CERTIFIED MONIES – BOARD OF ELECTIONS HAVA GRANT -
FUND 2097: 19-A-069**

Mr. Whiston made a motion to appropriate from the unappropriated certified monies to the following accounts for the Secretary of State Security Grant, in the amount of \$50,000.00:

2097-0016-530319	Professional Services	\$10,000.00
2097-0016-540410	Office Supplies	\$10,000.00
2097-0016-550740	Computer, Equipment & Furniture	\$10,000.00
2097-0016-550745	Computer Software	\$20,000.00

Mr. Castle duly seconded this motion.

Roll Call Vote: ..,Mr. Castle..., “yea” ..,Mr. Whiston..., “yea” .., Mr. Davis., “yea”

**IN THE MATTER OF
APPROVAL TO HIRE APRIL BROWN AS PART-TIME CUSTODIAN: 19-R-578**

Mr. Davis made a motion to approve hiring April Brown as part-time custodian, \$10.15 per hour, with a max of 7.5 hours per week, effective July 22, 2019.

Mr. Whiston duly seconded this motion.

Roll Call Vote: ..,Mr. Whiston..., “yea” ..,Mr. Davis..., “yea” .., Mr. Castle., “yea”

**IN THE MATTER OF
APPROVAL TO INCREASE CUSTODIAN NATHAN OTTEN’S WORK HOURS: 19-R-579**

Mr. Castle made a motion to increase Nathan Otten’s work hours to 27.5 per week, with a max of 29 hours per week, effective July 8, 2019.

Mr. Whiston duly seconded this motion.

Roll Call Vote: ..,Mr. Whiston..., “yea” ..,Mr. Davis..., “yea” .., Mr. Castle., “yea”

**IN THE MATTER OF
APPROVAL OF BRIGHT HOUSE AND SMITH HOUSE AGREEMENT FOR SERVICES TO YOUTH AND
APPROVAL FOR WARREN DAVIS, CHAIRMAN TO SIGN: 19-R-580**

Mr. Castle made a motion to approve the following Bright House and Smith House Agreement for Services to Youth, a residential facility for adjudicated female youth that have chronic substance and mental health issues, as presented, and grant approval for Warren Davis, Chairman to sign:

CommQuest Services, Inc.
Bright House and Smith House
Agreement for Services to Youth

CommQuest Services, Inc. (DBA Bright House and Smith House), 811 Faircrest St., Canton, OH 44706 (hereinafter referred to as "CommQuest") and Morrow County Juvenile Court, 48 East High Street, Mt. Gilead, Ohio 43338 (hereinafter referred to as "Morrow County") do hereby enter into this Memorandum of Understanding in order to provide a residential therapeutic treatment program for juvenile offenders whom have chronic substance use issues and whom may have co-occurring mental health issues.

Therefore, Morrow County and CommQuest in consideration of the mutual benefits accruing to them and the juvenile, do hereby covenant and agree as follows:

1. CommQuest shall receive juveniles from Morrow County for the residential therapeutic treatment program. During his/her placement client will participate in treatment programs and receive addiction and mental health treatment as identified in client's clinical assessment and treatment plan.
2. For any juvenile placed at CommQuest, Morrow County agrees to pay two-hundred and thirteen dollars and 70/100 (\$213.70) per day. Morrow County shall pay for juveniles who receive treatment at CommQuest upon presentation of billing invoice for such month.
3. Morrow County agrees to provide on admission of a child to CommQuest a copy of the order under which the child is placed. The court order shall include the name of the school district responsible for the child's education. In addition, Morrow County will provide a brief medical history, a copy of insurance/Medicaid card and any medications and prescriptions for refills.
4. The consideration provided under this agreement shall be in payment for per diem services rendered by CommQuest for receiving, maintaining, all therapeutic treatment, and safely keeping such juveniles. However, should it become necessary in the judgement of CommQuest staff, mental health professionals, and/or medical staff to be hospitalized or to receive off-site medical and/or mental health treatment and/or services by reason of illness or injury (including injury that is self-inflicted by such juvenile), the cost of hospitalization or medical/mental health treatment/services shall be forwarded to Morrow County at the end of the month along with invoices for any bed spaced used.
5. Should it become necessary to remove a juvenile from the program, Morrow County will be informed in a reasonable time and given ample days to find an alternative placement.
6. All charges under this agreement shall be fully paid within thirty (30) days receipt of the invoice for all services rendered during the immediate preceding month.
7. This agreement shall not be modified or changed unless it is done so in writing and by agreement of all parties hereto.
8. Morrow County agrees that during the time covered by this agreement, it shall and will abide and be governed by any and all rules and regulations, which are now or at any time in the future, may be in force at CommQuest.
9. This agreement shall become effective on July 1, 2019 and shall run through June 30, 2020.

Whereupon, the parties have signed this document on the dates indicated below, signatures indicate agreement to all Terms and Conditions listed herein.

s/Keith Hochadel 7/12/19	President/CEO	
Authorized CommQuest Representative	Title	Date

s/Warren Davis		
Authorized Morrow County Representative	Title	Date

Mr. Whiston duly seconded this motion

Roll Call Vote: ..Mr. Castle..., "yea" ..Mr. Whiston..., "yea" .., Mr. Davis., "yea"

IN THE MATTER OF

APPROVAL OF THE VILLAGE NETWORK AGREEMENT FOR SERVICES TO YOUTH AND APPROVAL FOR WARREN DAVIS, CHAIRMAN TO SIGN: 19-R-581

Mr. Whiston made a motion to approve The Village Network Agreement for Services to Youth, as presented, and grant approval for Warren Davis, Chairman to sign:

THE VILLAGE NETWORK
Agreement for Services to Youth

The Village Network, 2803 Akron Road, Wooster, OH 44691 and Morrow County Juvenile Court, 48 East High Street, Mt. Gilead, Ohio 43338 (hereinafter referred to as "Morrow County") do hereby enter into this Memorandum of Understanding in order to provide a residential therapeutic treatment program for juvenile offenders.

Therefore, Morrow County and The Village Network in consideration of the mutual benefits accruing to them and the juvenile, do hereby covenant and agree as follows:

1. The Village Network shall receive juveniles from Morrow County for the residential therapeutic treatment program. During his/her placement client will participate in treatment programs and receive sex offender, addiction, and/or mental health treatment as identified in client's clinical assessment and treatment plan.
2. For any juvenile placed at The Village Network, Morrow County agrees to pay two-hundred and fifty-five dollars and 0/100 (\$255.00) per day. Morrow County shall pay for juveniles who receive treatment at The Village Network upon presentation of billing invoice for such month.
3. Morrow County agrees to provide on admission of a child to The Village Network a copy of the order under which the child is placed. The court order shall include the name of the school district responsible for the child's education. In addition, Morrow County will provide a brief medical history, a copy of insurance/Medicaid card and any medications and prescriptions for refills.
4. The consideration provided under this agreement shall be in payment for per diem services rendered by The Village Network for receiving, maintaining, all therapeutic treatment, and safely keeping such juveniles. However, should it become necessary in the judgement of The Village Network staff, mental health professionals, and/or medical staff to be hospitalized or to receive off-site medical and/or mental health treatment and/or services by reason of illness or injury (including injury that is self-inflicted by such juvenile), the cost of hospitalization or medical/mental health treatment/services shall be forwarded to Morrow County at the end of the month along with invoices for any bed spaced used.
5. Should it become necessary to remove a juvenile from the program, Morrow County will be informed in a reasonable time and given ample days to find an alternative placement.
6. All charges under this agreement shall be fully paid within thirty (30) days receipt of the invoice for all services rendered during the immediate preceding month.
7. This agreement shall not be modified or changed unless it is done so in writing and by agreement of all parties hereto.
8. Morrow County agrees that during the time covered by this agreement, it shall and will abide and be governed by any and all rules and regulations, which are now or at any time in the future, may be in force at The Village network.
9. This agreement shall become effective on July 1, 2019 and shall run through June 30, 2020.

Whereupon, the parties have signed this document on the dates indicated below, signatures indicate agreement to all Terms and Conditions listed herein.

s/The Village Network Representative

s/Warren E. Davis, Chairman, Morrow County Commissioners

Mr. Castle duly seconded this motion.

Roll Call Vote: ..,Mr. Castle..., "yea" ..,Mr. Whiston..., "yea" .., Mr. Davis., "yea"

**IN THE MATTER OF
APPROVAL OF SECURETECH SYSTEMS, INC. QUOTE #2817 TO INCLUDE TESTING AND 2-YEAR
WARRANTY EXTENSION FOR WIRELESS PANIC/DURESS ALARM SYSTEMS AT COURTHOUSE,
COMMUNITY SERVICES BUILDING AND WALNUT PLACE AND APPROVAL FOR WARREN DAVIS,
CHAIRMAN TO SIGN: 19-R-582**

Mr. Whiston made a motion to approve the SecureTech Systems, Inc., Quote #2817, in the amount of \$3,678.75, which includes testing, battery replacement in all WAVE units, transmitters and repeaters, and a 2-year warranty extension for the WAVE wireless panic/duress systems installed at Courthouse, Community Services Building and Walnut Place. Current warranty expires August 7, 2019.

Community Services Building	\$1789.75
Courthouse	\$1789.75
Walnut Place	\$ 99.25
	<u>\$3678.75</u>

Mr. Castle duly seconded this motion.

Roll Call Vote: ..Mr. Whiston..., "yea" ..Mr. Davis..., "yea" .., Mr. Castle.., "yea"

**IN THE MATTER OF
APPROVAL OF CHANGE ORDER # 1, 2019 MORROW COUNTY CONTRACT PAVING PROJECT -
MID- OHIO PAVING AND APPROVAL FOR CHAIRMAN WARREN DAVIS TO SIGN: 19-R-583**

Mr. Whiston made a motion to approve the following Change Order #1 as presented and approval for Chairman Warren Davis to sign:

CHANGE ORDER

No. 1

Project: 2019 Morrow County Contract Paving Project 6/25/19

Owner: Morrow County Commissioners

Contractor: Mid-Ohio Paving

Contract For: County Road Resurfacing

You are directed to make the following changes in the Contract Documents.

Description: Change in contract price and quantities for CR 29 and 40 Invoice# 111670

Purpose of Change Order: Change in contract price to reflect actual quantities used.

Original Contract Price:	\$210,772.25
Previous Change Orders:	0.00
Contract Price Prior to Change Order:	\$210,772.25
Net increase of this Change Order:	\$ 32,329.25
Contract Price with approved Change Order:	\$243,101.50

Mr. Castle duly seconded this motion.

Roll Call Vote: ..Mr. Castle..., "yea" ..Mr. Whiston..., "yea" .., Mr. Davis.., "yea"

**IN THE MATTER OF
APPROVAL OF CHANGE ORDER # 2, 2019 MORROW COUNTY CONTRACT PAVING PROJECT -
MID-OHIO PAVING AND APPROVAL FOR CHAIRMAN WARREN DAVIS TO SIGN: 19-R-584**

Mr. Castle made a motion to approve the following Change Order #1 as presented and approval for Chairman Warren Davis to sign:

CHANGE ORDER

No. 2

Project: 2019 Morrow County Contract Paving Project 7/8/19

Owner: Morrow County Commissioners

Contractor: Mid-Ohio Paving

Contract For: County Road Resurfacing

You are directed to make the following changes in the Contract Documents.

Description: Change in contract price and quantities for CR 9 Invoice# 111757

Purpose of Change Order: Change in contract price to reflect actual quantities used.

Original Contract Price:	\$302,874.75
Previous Change Orders:	0.00
Contract Price Prior to Change Order:	\$302,874.75
Net increase of this Change Order:	\$ 2,006.72
Contract Price with approved Change Order:	\$304,881.47

Mr. Whiston duly seconded this motion.

Roll Call Vote: ..,Mr. Castle..., "yea" ..,Mr. Whiston..., "yea" .., Mr. Davis..., "yea"

**IN THE MATTER OF
APPROVAL TO ENTER INTO EXECUTIVE SESSION: 19-R-585**

Mr. Whiston made a motion to enter into executive session at 9:47 a.m. per ORC 121.22(D) Audit Conference conducted by State Auditor with County Officials.

Mr. Castle duly seconded this motion.

Roll Call Vote: ..,Mr. Castle..., "yea" ..,Mr. Whiston..., "yea" .., Mr. Davis..., "yea"

**IN THE MATTER OF
APPROVAL TO RETURN TO REGULAR SESSION: 19-R-586**

Mr. Whiston made a motion to return to regular session at 9:59 a.m.

Mr. Davis duly seconded this motion.

Roll Call Vote: ..,Mr. Castle..., "yea" ..,Mr. Whiston..., "yea" .., Mr. Davis..., "yea"

**IN THE MATTER OF
APPROVAL TO RECESS SESSION: 19-R-587**

Mr. Whiston made a motion to recess session at 10:48 a.m.

Mr. Davis duly seconded this motion.

Roll Call Vote: ..,Mr. Castle..., "yea" ..,Mr. Whiston..., "yea" .., Mr. Davis..., "yea"

**IN THE MATTER OF
APPROVAL TO RETURN TO REGULAR SESSION: 19-R-588**

Mr. Davis made a motion to return to regular session at 2:10 p.m.

Mr. Whiston duly seconded this motion.

Roll Call Vote: ..,Mr. Castle..., "yea" ..,Mr. Whiston..., "yea" .., Mr. Davis..., "yea"

**IN THE MATTER OF
APPROVAL TO ENTER INTO EXECUTIVE SESSION: 19-R-589**

Mr. Whiston made a motion to enter into executive session at 2:13 p.m. with Sundie Brown in regards to ORC 121.22(G)(5) confidential matters required by law.

Mr. Davis duly seconded this motion.

Roll Call Vote: ..,Mr. Castle..., "yea" ..,Mr. Whiston..., "yea" .., Mr. Davis..., "yea"

**IN THE MATTER OF
APPROVAL TO RETURN TO REGULAR SESSION: 19-R-590**

Mr. Davis made a motion to return to regular session at 2:26 p.m.

Mr. Castle duly seconded this motion.

Roll Call Vote: ..,Mr. Castle..., "yea" ..,Mr. Whiston..., "yea" .., Mr. Davis..., "yea"

**IN THE MATTER OF
APPROVAL TO AMEND RESOLUTION OF REMOVAL OF PAT DROUHARD, CHAIRMAN
MORROW COUNTY BOARD OF HOSPITAL TRUSTEES AND APPROVAL TO ADVERTISE
HEARING: 19-R-591**

The following amendments (in red) were made:

WHEREFORE, Patrick Drouhard is hereby notified that the unanimous sense of the Morrow County Commissioners is that he should be removed from office as detailed above, but that the said board member may appear and show cause why he should not be removed from office in a hearing before the Morrow County Commissioners scheduled for July 8, 2019 at 10:00 a.m., after which a final decision on his removal from office shall be determined by the said Commissioners. The above hearing date was continued to a further date in order for Judge Hickson to be notified in writing. A new hearing date has been set for Thursday, August 1, 2019 at 5:00 p.m.

WHEREAS, the Morrow County Commissioners have notified Judge Hickson of this date in writing and will be sending a copy of this amended resolution to him.

Mr. Castle made a motion to approve the amended resolution to remove Patrick Drouhard from office and approval to advertise hearing for two weeks in local paper.

Mr. Whiston duly seconded this motion.

s/Tom E. Whiston s/Burgess W. Castle s/Warren E. Davis

Roll Call Vote: ..,Mr. Castle..., "Yea" ..,Mr. Whiston..., "Yea" .., Mr. Davis..., "Yea"

**IN THE MATTER OF
APPROVAL TO PROCESS PAYMENT OF FISHBURN SERVICES INVOICE #1674 FOR SOMOCO SEWER
REPAIRS: 19-R-592**

Mr. Whiston made a motion to process payment to Fishburn Services for SoMoCo repairs in the amount of \$12,289.75.

Mr. Davis duly seconded this motion.

Roll Call Vote: ..,Mr. Castle..., "Yea" ..,Mr. Whiston..., "Yea" .., Mr. Davis..., "Yea"

**IN THE MATTER OF
APPROVAL TO REPLACE MUFFIN MONSTER FOR SOMOCO SEWER: 19-R-593**

Mr. Whiston made a motion to approve the quote to replace the Muffin Monster at SoMoCo Sewer in the amount of \$24,685.

Mr. Castle duly seconded this motion.

Roll Call Vote: ..,Mr. Castle..., "Yea" ..,Mr. Whiston..., "Yea" .., Mr. Davis..., "Yea"

**IN THE MATTER OF
APPROVAL OF OHIO COORDINATION PROGRAM MOBILITY MANAGEMENT QUARTERLY INVOICE
AND APPROVAL FOR WARREN DAVIS, CHAIRMAN TO SIGN: 19-R-594**

Mr. Whiston made a motion to approve the following Ohio Coordination Program Mobility Management Quarterly Invoice as presented and grant approval for Warren Davis, Chairman to sign:

**Ohio Coordination Program
Mobility Management Quarterly Invoice
CALENDAR YEAR 2019**

Grantee Name: Morrow County

2 QUARTER INVOICE
Beginning Date 1/1/2019
Ending Date 6/30/2019

CONTRACT AMOUNT	Federal	Local
	\$81,406	\$20,352

TOTAL FUNDS RECEIVED BY END OF THIS QUARTER	Federal	Local
	\$0	\$8,354

MAXIMUM FEDERAL PERCENTAGE	80%
A. TRANSPORTATION REVENUES	
1. 401.00 PASSENGER FARES FOR TRANSIT SERVICE	
2. 402.00 SPECIAL TRANSIT FARES (Contract Revenue)	
3. 405.00 INCIDENTAL CHARTER SERVICE	
4. 406.03 ADVERTISING	
5. TOTAL TRANSPORTATION REVENUE	\$0.00
B. NON-TRANSPORTATION REVENUES	
6. 407.2 SALE OF MAINTENANCE SERVICES	
7. 407.05 INVESTMENT INCOME	\$0.00
8. 409.00 LOCAL CASH	\$8,353.69
9. 412.02 STATE E&D FARE ASSISTANCE	
10. 413.00 OTHER FEDERAL CASH GRANTS	\$0.00
11. 430.00 CONTRIBUTED SERVICES	\$0.00
12. 499.00 OTHER REVENUES	\$0.00
13. TOTAL NON-TRANSPORTATION REVENUE	\$8,353.69
14. TOTAL REVENUE (Lines 5 & 13)	\$8,353.69
15. TOTAL EXPENSES (Line 17 below)	\$41,767.69
16. EXCESS OF TOTAL EXPENSES OVER TOTAL REVENUE	\$33,414.00

Mr. Castle duly seconded this motion.

Roll Call Vote: ..,Mr. Castle..., "Yea" ..,Mr. Whiston..., "Yea" .., Mr. Davis..., "Yea"

**IN THE MATTER OF
APPROVAL TO UPDATE THE COUNTY VoIP PHONE SYSTEM: 19-R-595**

Mr. Whiston made a motion to approve the following resolution to update the County VoIP phone system:

WHEREAS, the Morrow County Board of Commissioners (the "Board") wishes to update Morrow County's communications infrastructure and functionality in support of more efficiency and effective government operations, and

WHEREAS, Morrow County IT Director Michael Struck and other Elected Officials have reviewed Proposals from five companies as listed below:

<u>Vendor</u>	<u>Address</u>
Accent Business Communications	585 Sunbury Road, Delaware Ohio
Bresco Broadband	423 E. Towns Street, Columbus 43215
Innovation Technologies	136 Mill Street Suite 130 Gahanna 43230
Trithium Solutions	8933 Whitney Drive, Lewis Center, Ohio 43035

WHEREAS, the IT Director Michael Struck has recommended Accent Business Communication as the most qualified to deliver communications services to Morrow County according to the scope necessary to support modernizing communications services and operations of Morrow County government; and

NOW, THEREFORE, BE IT RESOLVED by the Board of Commissioners of Morrow County, State of Ohio, as follows:

- A. Accept the services proposal from Accent Business Communications as best;
- B. Approve the Auditor to review and recommend lease financing terms;
- C. Appoint IT Director Struck as the Project Manager with the authority to administer the project;

Mr. Davis duly seconded this motion.

Roll Call Vote: ..,Mr. Castle..., "Nay" ..,Mr. Whiston..., "Yea" .., Mr. Davis., "Yea"

There being no further matters to bring before the board, a motion to adjourn was made by Mr. Davis and duly seconded by Mr. Castle.

Roll Call Vote: ..,Mr. Castle..., "yea" ..,Mr. Whiston..., "yea" ..,Mr. Davis..., "yea"

We hereby certify the foregoing to be true and correct.

CHAIRMAN

CLERK

ASSISTANT CLERK

MORROW COUNTY COMMISSIONERS

Exhibit R

U.S. Postal Service™
CERTIFIED MAIL® RECEIPT
 Domestic Mail Only

For delivery information, visit our website at www.usps.com

OFFICIAL USE

Certified Mail Fee \$ _____

Extra Services & Fees (check box, add fee as appropriate)

<input type="checkbox"/> Return Receipt (hardcopy)	\$ _____
<input type="checkbox"/> Return Receipt (electronic)	\$ _____
<input type="checkbox"/> Certified Mail Restricted Delivery	\$ _____
<input type="checkbox"/> Adult Signature Required	\$ _____
<input type="checkbox"/> Adult Signature Restricted Delivery	\$ _____

Postage \$ _____

Total Postage and Fees \$ 6.80

Sent To Patrick Drouhard

Street and Apt. No., or P.O. Box No. 3877 Shaw Lane

City, State, ZIP+4® Cardington OH 43315

PS Form 3800, April 2015 PSN 7530-02-000-9047 See Reverse for Instructions

7015 0640 0002 2982 7849



SENDER: COMPLETE THIS SECTION

- Complete items 1, 2, and 3.
- Print your name and address on the reverse so that we can return the card to you.
- Attach this card to the back of the mailpiece, or on the front if space permits.

1. Article Addressed to:

Patrick Drouhard
3877 Shaw Lane
Cardington, OH 43315



2. Article Number (Transfer from service label)

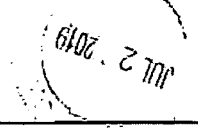
7015 0640 0002 2982 7849

COMPLETE THIS SECTION ON DELIVERY

A. Signature Patrick Drouhard Agent Addressee

B. Received by (Printed Name) Patrick J. Drouhard C. Date of Delivery 7-23-19

D. Is delivery address different from item 1? Yes No
 If YES, enter delivery address below:



3. Service Type
- | | |
|--|---|
| <input type="checkbox"/> Adult Signature | <input type="checkbox"/> Priority Mail Express® |
| <input type="checkbox"/> Adult Signature Restricted Delivery | <input type="checkbox"/> Registered Mail™ |
| <input checked="" type="checkbox"/> Certified Mail® | <input type="checkbox"/> Registered Mail Restricted Delivery |
| <input type="checkbox"/> Certified Mail Restricted Delivery | <input type="checkbox"/> Return Receipt for Merchandise |
| <input type="checkbox"/> Collect on Delivery | <input type="checkbox"/> Signature Confirmation™ |
| <input type="checkbox"/> Collect on Delivery Restricted Delivery | <input type="checkbox"/> Signature Confirmation Restricted Delivery |
| <input type="checkbox"/> Insured Mail | |
| <input type="checkbox"/> Insured Mail Restricted Delivery (over \$500) | |

Exhibit S



held a basket raffle to benefit the Morrow County Food Pantry. Their employees assisted in selling tickets for the event. Their employees were excited to be able to assist hun community. The basket made over \$1,200 for the pantry. Shown receiving the check, from left: board members, Sheriff John L. Hinton; Teresa Shipman; Brenda Harden; Drug Mart pharmacy manager Anizza Saunders and Tom Whiston from Drug Mart pharmacy.

Classifieds

7/24/19

Common Pleas of Morrow County, Ohio, Case No. 2019-03, Triad Financial Services, Inc. as Servicing Agent for Centier Bank, filed a Complaint for Bank V. Jody Gilbert, Guardianship of Shirley J. Gilbert, Trustees of Shirley J. Gilbert, Plaintiff, Triad Financial Services, Inc., Defendant, and Unknown Heirs, Devises and Legatees of Benny L. Gilbert, Defendants.

Devises and Legatees of Benny L. Gilbert, Plaintiff, and Unknown Heirs, Devises and Legatees of Benny L. Gilbert, Defendants, and Jody A. Gilbert, Plaintiff, Triad Financial Services, Inc., Defendant, Agent for Centier Bank, filed a Complaint for Bank V. Jody Gilbert, Guardianship of Shirley J. Gilbert, Trustees of Shirley J. Gilbert, Plaintiff, Triad Financial Services, Inc., Defendant, and Unknown Heirs, Devises and Legatees of Benny L. Gilbert, Defendants, alleging that, on or about June 15, 2018, Benny L. Gilbert executed and delivered a Loan Agreement/Security Agreement ("Contract"), in writing, for the amount of \$41,311.00; that Benny L. Gilbert is in default of the Contract from February 15, 2018 until present; balance due on the Contract is \$34,229.32 with an interest rate of 7.99% from May 8, 2018; that to secure the Contract, Benny L. Gilbert executed and delivered a deed, as aforesaid, to Triad Financial Services, Inc., Agent for Centier Bank, and thereby conveyed the following described premises:

Adventure Columbia Mobile Home, Serial No. 133CL13, State Route 529, Cardington, OH 43315

That the aforesaid Contract is a valid and enforceable contract, and the best interest of the community requires that the Contract be enforced, therefore, to 8' x 50' Adventure Columbia Mobile Home, Serial No. 133CL13, and the proceeds applied in payment of the Contract, and the proceeds applied in payment of the Contract, that the Defendants, Jody A. Gilbert, Guardian of the Property of Shirley J. Gilbert, and Unknown Heirs, Devises and Legatees of Benny L. Gilbert, among others, do not have or claim to have some interest in or lien upon the premises, and that all of the Defendants are required to set aside any interest in or upon the premises that they have or claim to have or be forever barred therefrom. Plaintiff demands judgment in the amount of the balance due on the Contract at the rate of 7.99% from May 8, 2018, plus disbursements and advancements for taxes, court costs, and other expenses related to said premises and its costs; that the Plaintiff's security interest be declared and subsisting first and best lien upon said premises after the lien of the Treasurer, if any; that the Contract be enforced; that all liens be marshaled; that redemption of all Defendants be forever cut off; that upon the sale of said premises the proceeds be paid to the Plaintiff to satisfy the amount of its debt, together with its disbursements, court costs, and costs herein expended; and for such other relief to which it may be entitled in equity or at law.

For six (6) consecutive weeks, the Answer Day (28) days after the last publication, the Plaintiff is further notified that they are required to appear in court on or before August 21st, 2019, which is the Answer Day (28) days from the last publishing, or judgment rendered as prayed for therein.

M. HILL (0074838)
P.O. Box 817
502
10/FAX: 502-223-0700
mhill@hill.com Counsel for Plaintiff

NOTICE OF PUBLIC HEARING
REMOVAL FROM OFFICE PATRICK DROUHARD, CHAIRMAN

MORROW COUNTY BOARD OF HOSPITAL TRUSTEES

The new hearing date in the above matter has been set for Thursday, August 1, 2019 at 5:00 p.m.

Morrow County Commissioner's Hearing Room
80 N. Walnut Street
Mount Gilead, Ohio 43338

BOARD OF MORROW COUNTY COMMISSIONERS
Cheryl Heacock, Clerk

The Morrow County Rural Zoning Commission will hold a public hearing on August 12, 2019 at 7pm, in the Commissioners Hearing Room, located at 80 N. Walnut Street, Mt. Gilead, OH: The following cases will be addressed:

1. ZA19-02: Zoning Map Amendment Application regarding the rezoning of a Residential Parcel to a Commercial Parcel, located at 3455 State Route 309, Galion, OH 44833
2. ZA19-03: Zoning Map Amendment Application regarding the rezoning of Industrial Parcels to Agricultural Parcels, located at 2079 Township Road 244, Edison, OH 43320

Julie Workman
Planning & Zoning Clerk
Morrow County Planning and Zoning Office
419-946-1911

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MOUNT GILEAD EXEMPTED VILLAGE SCHOOL DISTRICT IS SEEKING EXPERIENCED AND QUALIFIED FOR:

ELEMENTARY SCHOOL SECRETARY (GRADE 1-5)
Please send letter of interest and resumes to CI 335 Park Ave., Mount Gilead, Ohio 43338. Interviews may begin the week of July 24, 2019.

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TRANSIT PLAN TO BE PRESENTED

The proposed Morrow County Area Transit Plan will be presented at a public hearing on Wednesday, July 31st at 7:00 pm at the Community Services Building located at 1000 North Main Road, Entrance B, Mt. Gilead.

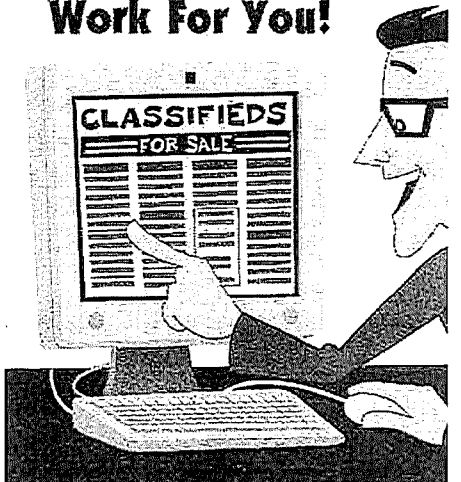
This plan is funded by the Ohio Department of Transportation grant 5311 Rural Transit Program. The type of transit service proposed to meet local needs will be presented.

The public hearing will be conducted by Morrow County Transit and RLS & Associates Inc. The Direct members of these boards will be available for discussion.

For further information, contact 419-864-3500.

Morrow County Area Transit

Let The Classifieds Work For You!



ClassAction.org

This complaint is part of ClassAction.org's searchable class action lawsuit database and can be found in this post: [Ohio EPA, Public Safety Workers Sue Over Allegedly Illegal Union Fee Payroll Deductions](#)
