

REQUEST FOR BOARD ACTION

HENDERSON COUNTY

BOARD OF COMMISSIONERS

MEETING DATE: 2 October 2006

SUBJECT: Articles of Amendment for Henderson County Hospital Corporation

ATTACHMENT(S): 1) Changed By-Laws of corporation
2) Draft Articles of Amendment

SUMMARY OF REQUEST:

The Board of Trustees of Henderson County Hospital have adopted a proposed by-law amendment that would end the terms of all board trustees (on a rotating basis) as of 31 October of each year (3 of 10 rotating trustees in the first year, 3 more the second, and the other 4 the third year). Text of the by-law change, with new text underline and strikeouts highlighted, is attached.

The proposed amendment clarifies that the proposed amendments are allowed under the corporate charter, and gives full effect to the action of the Board of Trustees.

County staff will be present and prepared if requested to give further information on this matter.

PROPOSED BOARD ACTION:

If the Board is so inclined, the following motion is suggested:

I move that the Board, on behalf of Henderson County, the sole member of the Henderson County Hospital Corporation, waive further notice of this meeting and of the adoption of the proposed Amendment, and further move that the Board approve the Articles of Amendment proposed, and direct the Chairman and staff to take such action as is necessary to file the same with the Secretary of State of North Carolina.

ARTICLES OF AMENDMENT OF THE
ARTICLES OF INCORPORATION OF
HENDERSON COUNTY HOSPITAL CORPORATION

Pursuant to N.C. Gen. Stat. §55A-10-02, the undersigned sole member of the corporation hereby submits the following Articles of Amendment to its Articles of Incorporation.

1. The name of the corporation is Henderson County Hospital Corporation.

2. The text of the amendment as adopted is as follows:

a. Article V is amended by adding the following sentence to the end of the first paragraph, as previously amended.

For terms of positions on the Board of Trustees which are scheduled to end after 31 December 2005, such terms shall now begin on 1 November on the year such Trustee is to be appointed and run for a period of three (3) years, until 31 October. The terms for Trustees which would have previously ended 31 December 2006 will now end 31 October 2006, the terms for Trustees which would have previously ended 31 December 2007 will now end 31 October 2007, and the terms for Trustees which would have previously ended 31 December 2008 will now end 31 October 2008.

3. The date of the adoption of these Articles of Amendment of the corporation by the Board of Commissioners of the County of Henderson, the sole member of the corporation, was 2 October 2006, with notice of this amendment being waived.

4. No other person's or entity's approval is required.

5. This amendment will be effective upon filing.

Date: October _____, 2006

BOARD OF COMMISSIONERS OF HENDERSON COUNTY

By: _____

WILLIAM L. MOYER
Chairman of the Board

Attest:

ELIZABETH W. CORN
Secretary to the Board