Electronically Filed - Scotland - March 08, 2023 - 03:22 PM

SCMH District Board – Special Meeting Minutes. **August 18, 2022- 6:30 pm**

Location: SCH Library
Posted: August 17, 2022 5:25 p.m.
Board members notified via L. Fulk, August 17, 2022

Board Members attending in person: Lori Fulk-Chair, Joni Lloyd-Vice Chair, Joe Doubet-Secretary, Robert Neese-Treasurer, Travis Trueblood-member and, Nic Hatfield, Member.

Others from Administration and Employee base: Meagan Weber, Interim CEO, Brent Peirick, COO, Brenda Prather, Recording Secretary

Guest: Achim Hoyal, Consultant, David Penn, Legal Counsel

I. **Special Meeting**
   A. **Approval of Open Session Agenda –Motion** by Trueblood to approve agenda as presented. Hatfield offers second, then motion is approved by all voting yes.
   B. **Approval of Closed Session Agenda. Motion** by Trueblood, and second by Hatfield to approve and discuss Sections (1) Legal matters, (3) Hiring, firing and discipline of employees (13) individually identifiable personnel information, as Pursuant to Missouri Sunshine Law, 610.021. This was accepted with everyone voting yes.

II. **Closed Session**
Motion by Trueblood to enter Closed session pursuant to Sunshine Law Sections 610.021, to discuss matters that pertain to section (1) Legal matters, (3) Hiring, firing and discipline of employees, (13) Individually identifiable personnel information. This received a second from Hatfield and approved by roll call vote: Hatfield-yes, Lloyd-yes, Trueblood-yes, Doubet-yes. Time 6:32 p.m.

Motion by Hatfield with second by Trueblood to exit Closed and it is approved by roll call vote: Hatfield-yes, Lloyd-yes, Trueblood-yes, Doubet-yes. Time 9:30 pm.

III. **Adjournment**
Motion by Hatfield, with second from Trueblood to adjourn meeting. This is approved by all voting yes. Time is 10:00 pm.

Lori Fulk, Chair

Joseph Doubet, Secretary

Join Zoom Meeting https://us02web.zoom.us/j/89634771010?pwd=YVhoUGo4QTBWNUFEUStjMVZDSzE1QT09
Meeting ID: 896 3477 1010 Passcode: 413248 One tap mobile +13017158592

This institution is an equal opportunity provider and employer.

EXHIBIT G

Achim Hoyal Contract Demands 23SE-CC00015

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If contract signed, current contract rate, capped at $500,000.00, fee waived, for services rendered and completed.

All the below, 7-year term Contract, with applicable healthcare benefits and retirement accounts.

CFO

Sign on bonus $100,000.00 + tax. Paid in $10,000.00 + tax with installments every month. For first 10 months of employment.

$175,000.00 per year. Increasing w/inflation from government CPI year-over-year.

All land across from hospital on all sides of 514 Watkins St, Memphis, MO 65333.

Handicap Accessible single-story home with wrap around deck enclosed hallway to Exercise, weightroom swimming area with pool for exercise and therapy, with handicap accessible large hot tub, and large handicap accessible Sauna, and conference room with enclosed BBQ Patio, next to Handicap accessible showers and restrooms, for open use of hospital/clinic/surgery/nursing home staff and for public use with supervision and wavier signing of daylight hours.

Off to the side a 4-car garage with large trailer 3-car/tractor garage with automotive hoist.

A 2-story rebuild with at least 4000sq ft living 5-bedroom, master bedroom with attached walking-in closet and bathroom, kitchen, to-handle large gatherings, living room area, dining area, office, finished basement, 2 bathrooms on each story, full HVAC, with green energy initiatives, generator, mud room, with both front and rear, wrap around deck and fence.

Cement walks and drives to accommodate the handicapped impaired in and around area.

The Grounds will be donated back to hospital upon CFO use.

With contract buyout of 20%, less the prorated amount of salary already paid, for good faith from hospital board, due to previous set precedent.

With and encompassing with the exact buyout clause for CEO and COO at 20% less the prorated amount of salary already paid for contract term. With exacting clause when either CFO CEO CFO, are fired without misdemeanor or felony convictions, or hospital bought out, or the like.

CEO/COO

CEO and COO will receive sign on bonus $10,000.00 + tax. Paid in $5,000.00 + tax with installments every month. For first 2 months of employment.

$200,000.00 per year. Increasing w/inflation from government CPI year-over-year.

CEO, COO, and CFO will be able to hire secretarial and organization help with further collaboration from Hospital Board Quorum, with sign-on bonus, and salary, increasing w/inflation from government CPI year-over-year, to be determine in same manner.

With and encompassing with the exact buyout clause for CEO and COO at 20% less the prorated amount of salary already paid for contract term. With exacting clause when either CFO CEO CFO, are fired without misdemeanor or felony convictions, or hospital bought out, or the like.

EXHIBIT H

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CFO will be able to hire CPA, Lawyer, Bookkeeper, with further collaboration from Hospital Board Quorum, CEO, COO. with sign-on bonus, and salary increasing w/inflation from government CPI year-over-year, to be determine in same manner.

With and encompassing with the exact buyout clause for CEO and COO at 20% less the prorated amount of salary already paid for contract term. With exacting clause when either CFO CEO CFO, are fired without misdemeanor or felony convictions, or hospital bought out, or the like.

Dr. Hoyal

Dr. Hoyal re-contracted bonus $100,000.00 + tax. Paid in $10,000.00 + tax with installments every month. For first 10 months of recontacted employment.

Full student loan repayment, paid in $10,000.00 + tax with installments every month. For first 10 months of employment, to proper student loan servicer.

$15.00 increase for current hourly rate.

With options, to server in surrounding areas without a non-compete clause, for the good of hospital.

With and encompassing with the exact buyout clause for CEO, CFO, COO, and DR. Hoyal, at 20% less the prorated amount of salary already paid for contract term. With exacting clause when either CFO CEO CFO, are fired without misdemeanor or felony convictions, or hospital bought out, or the like.

This contract to be signed by Hospital board Quorum, CFO, CEO, COO, all in good faith. With the allowance of corrections and clarifications.

To be rewritten and resigned, in-timely manner, to include all legal, necessary, required items in good faith from all members, with legal counsel and proper contract terms and items, by licensed professional with statutes for City, County, District, State, and Nation, with notary.

Board Quorum, CEO, COO, CFO Signatures and Print Date

EXHIBIT H

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SCOTLAND COUNTY HOSPITAL & CLINICS

Caring for you, when you need us.

September 8, 2022

R. Ryan Harding,
Esq. Husch
Blackwell LLP
235 East High Street, P.O. Box 1251
Jefferson City, Missouri 65102

RE: Scotland County Memorial Hospital District's (hereinafter "Scotland County Hospital") Response to Missouri Open Meetings and Records Act Request ("MOMRA")

Dear Mr. Harding,

We are in receipt of your MOMRA request dated August 31, 2022, in which you requested access to records of Scotland County Hospital. You requested records as follows:

1. *"A copy of all meeting notices from June 15, 2022 to present.*
2. *A copy of all meeting minutes from June 15, 2022 to present.*
3. *A copy of the contract between the Scotland County Hospital and Achim Hoyal*

"

Attached below you will find Scotland County Hospital's responses to request numbers 1, 2, 3. The amount of fees associated with this request is $200.00. The breakdown for the fees is $50.00 for staff time for reviewing these materials. Please issue the check to Scotland County Hospital, 450 East Sigler Avenue, Memphis MO 63555.

Scotland County Hospital's Responses to Sunshine Requests

1. A copy of all meeting notices from June 15, 2022 to present.

Response: See attachments

2. A copy of all meeting minutes from June 15, 2022 to present.

Response: See attachments

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3. A copy of the contract between the Scotland County Hospital and Achim Hoyal

Response: There are no records that are responsive to that request

Sincerely,

Brenda Prather
Custodian of Records
Scotland County Hospital

Attachments
6-3-2022 Email Notification for 6/15/2022 BOD Special Meeting
6-15-2022 Special Board Meeting Minutes Open Session
6-23-2022 Email Notification for 6/28/2022 BOD Meeting
6-28-2022 Board Meeting Minutes Open Session
7-20-2022 Email Notification for 7/26/2022 BOD Meeting
7-26-2022 Board Meeting Minutes Open Session
8-15-2022 Notification Log for 8/15/2022 Meeting
8-15-2022 Draft Meeting Minutes Open Session (not yet proofed or approved)
8-15-2022 Notification Log for 8/16/2022 Meeting
8-16-2022 Draft Meeting Minutes Open Session (not yet proofed or approved)
8-17-2022 Agenda Notification for 8/18/2022 BOD Meeting
8-18-2022 Draft Board Meeting Minutes Open Session (not yet proofed or approved)
8-27-2022 Email Notification for 8/30/2022 BOD Meeting
8-30-2022 Draft Board Meeting Minutes Open Session (not yet proofed or approved)

EXHIBIT I